The University of the West Indies (The UWI)

REPORT OF
THE UWI CHANCELLOR'S COMMISSION
ON
GOVERNANCE OF THE UWI

July 2020

Transmittal Letter to Chancellor

Chancellor Robert Bermudez
The University of the West Indies
Regional Headquarters
Mona Road
Kingston 7
Jamaica, W.I.

Dear Chancellor:

Further to your appointment of the Commission on Governance of the University of the West Indies on 14th December 2018 under the chairmanship of Sir Dennis Byron, we the members of the Commission extend our appreciation for the opportunity to have rendered service to our University at a critical and challenging moment in its evolution.

We are honoured to forward herewith the Report of our findings, conclusions and recommendations and urge that this report be given the urgent attention that the situation requires if the long-term sustainability and viability of the University as a regional enterprise and as an enabler of national development in the era of the 4th Industrial Revolution is to be assured.

The Commission was fortunate to have been assisted by many persons of the highest calibre, some of whom had previously provided support to the work of earlier Commissions and who therefore, also facilitated an element of historical continuity to our work. At the risk of significant omission, we would like to express our deepest appreciation to the former University Registrar, **Mr. Will Iton**; Advisor to the Pro-Vice-Chancellor and Campus Principal UWI St. Augustine, **Mrs. Deborah Souza-Okpofabri** in her role as liaison to the Chair of the Commission; Senior Assistant Registrar, **Mrs. Lois Graham** who served as Secretary to both the 2006 Task Force and to this Commission; University Director of Marketing and Communications, **Dr. Rhonda Jaipaul** and her staff, and also the collaborative work by Marketing and Communications staff on all campuses, for enabling promotion and communication to facilitate the town hall meetings and interviews of various stakeholders. We are also grateful to Lecturer (Sociology) and Deputy Dean (Undergraduate Student Matters), Faculty of Social Sciences, **Dr. Talia Esnard** for her qualitative analysis of the extensive feedback received from all the public consultations and written submissions; Head of the Department of Government, Faculty of Social Sciences, UWI Mona Campus, **Prof. Lloyd Waller** for his foundational framework and questionnaire together with **input from**

colleagues at other campuses, which helped to advance the survey of stakeholders; **members of staff at the Vice Chancellery and campuses** who provided logistical support for the work of the Commission; (a) **Mr. Chris DeCaires**, senior business executive and consultant in Barbados, (b) **Ms Fae A. Ellington**, communications consultant in Jamaica, and (c) **Mr. Colin Wharfe**, UWI St. Augustine Campus' Chancellor's nominee, who each led a face-to-face and online town hall meeting in Barbados, Jamaica, and Trinidad and Tobago, respectively; Programme Assistant in the Office of the Director General OECS Commission, **Ms. Heatha Eliebox** for her support in facilitating several virtual meetings of the Commission, assisting in compiling content, editing and formatting many report drafts as well as to **Ms. Cecile Clayton**, Former Deputy University Registrar, for her assistance in editing the final drafts of the report.

We are particularly thankful to the Vice-Chancellor Professor Sir Hilary Beckles and the leadership team within the University system for their input and counsel and to the many past and current members of the university community who so freely and willingly shared their concerns, expectations, aspirations and recommendations with the Commission.

Please accept, Chancellor, the assurances of our highest consideration and our deepest expectation that this report might challenge the University and its Contributing Governments to reflect and act with the urgency required.


Rt. Hon. Sir C. M. Dennis Byron
*Chairman*
Former President, Caribbean Court of Justice

Mr. Richard Byles   Ms. Angela Hamel-Smith   Prof. E. Nigel Harris
Governor, Bank of Jamaica   *HR Practitioner*   *Vice Chancellor Emeritus*

Dr. Didacus Jules   Sir Elliott Mottley Q.C.   Mr. Darrion Narine
Director General   *Attorney-at-Law*   *Inter-Campus Guild Council*
OECS Commission

Dr. Beverley Pereira   Ms. Jacqueline Sharp
Former University Counsel, UWI   *UWI Alumni Association*
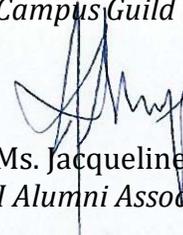
July 2020

Table of Contents

1. Acronyms and Abbreviations

ATSS - Administrative, Technical and Service Staff

BGSR - Board for Graduate Studies and Research

BUS - Board for Undergraduate Studies

BVI - British Virgin Islands

CIO - Chief Information Officer

CPE - Continuing and Professional Education

CSMC - Campus Senior Management Committee

ECC - Executive Committee of Council

EMT - Executive Management Team

F&GPC - Finance and General Purposes Committee

FCAC - Finance and Capital Allocation Committee

GOJ - Government of Jamaica

HOD - Head of Department

HR - Human Resources

ICT - Information and Communication Technology

ODL - Online and Distance Learning

OECS - Organisation of Eastern Caribbean States

STEM - Science, Technology, Engineering and Mathematics

SUNY - State University of New York

TEQSA - Tertiary Education Quality and Standards Agency

UGC - University Grants Committee

USMC - University Senior Management Committee

UMAD - University Management Audit Department

UWIAA - The University of the West Indies Alumni Association

The UWI - The University of the West Indies

VC - Vice-Chancellor

WIGUT - West Indies Group of University Teachers

2. Executive Summary

2.1   Background

Established in 1948, The UWI has evolved from a fledgling college in Jamaica in "special relationship" with the University of London to a full-fledged, autonomous regional university with five campuses and an impressive network of Alumni, including a Nobel Laureate and more than 20 current and former Caribbean Prime Ministers, Heads of State and innumerable professionals at all levels in the public and private sectors of the region. Since its establishment, The UWI's governance structure has undergone several phases of evolution and development with concomitant demands to grow human capital for advancement in Caribbean development. The current governing instrument of The UWI is the 1972 Charter with its supporting Statutes, Ordinances and Regulations, as modified from time to time. This Report provides a synopsis of the University's legal framework in *Section 5*.

Re-examination of the governance and management practices of The UWI has been following an approximate 10-year review cycle, except for this current review which has come almost 15 years after its predecessor. The restructuring exercise in 1982-1984, was engendered by the political and other tensions between the preservation of the regional character of the University and the impetus for greater autonomy on the campuses and their response to national needs. In 1994, the Chancellor's Commission Report resulted in reducing the strategic and planning authority of the campus, transferring it to a regional University administration under the direction of the Vice-Chancellor. The Chancellor's Task Force of 2006 provided detailed recommendations aimed at strengthening the regional nature of The UWI and navigating the growing autonomy of the campuses.

Since then, the University engaged various internal task forces, and external consulting firms to address challenges encountered and to improve its governance arrangements. The Commission was impressed by the ATTAIN (2016) report which reviewed and made recommendations to improve The UWI business model and cost structure. Equally impressive were the ProCare (2010 and 2018) reports which provided detailed high-level plans for digital transformation and collaboration across The UWI's structures and community.

It is against this background that on 5th December 2018, Mr. Robert Bermudez, Chancellor of The University of the West Indies, established this Commission. The Commission's Terms of Reference are as follows:

> *"The Commission shall examine the performance of The UWI in relation to its objects as stated in clause 2(a) and 2(b) of the 1972 Charter, including its*

management practices and its features of transparency and accountability within the University system and to make recommendations and report to the Chancellor.".

2.2   Historical strengths of The UWI

The UWI is our most successful endeavour as a region and has been a major force in regional integration. It has widened access to tertiary education in the Caribbean and more than 248,342 persons have graduated from the institution. At present, nearly 50,000 Caribbean citizens are enrolled in the system, and many of its alumni are currently leaders in virtually every sector in the English-speaking Caribbean.

The University has consistently been ranked in the first 600 universities in the world by the Times Higher Education Supplement and is usually ranked #1 or #2 in the entire Caribbean (which includes the Dominican Republic, Cuba, Puerto Rico, Haiti, the Dutch and French speaking Caribbean). The Commission was gratified to note that in The Times Higher Education World University Rankings 2020, The UWI retained its #1 position as the only ranked Caribbean university. Additionally, it significantly improved its former ranking, having broken into the rank of the top 1% of universities in the Latin America and Caribbean region. It was also placed in the top 1% of Golden Age universities - that is, universities globally that are between 50 and 80 years old. The leadership and entire University community must be commended for these achievements.

The UWI is recognised globally as a significant tertiary education institution and is therefore able to forge partnerships with major universities worldwide. The UWI degree is acceptable for postgraduate entry into universities throughout the world, including leading institutions such as Oxford, Cambridge, Harvard, and Yale, amongst others.

The General Accreditation Assessments of the campuses (Mona, Cave Hill, St Augustine, Open) have been favourable. The Quality Assurance system developed at The UWI has generally been commended by independent assessors both regionally and internationally. Having established a robust quality assurance framework throughout the University, the institution has attracted a cadre of academics some of whom have earned international acclaim in their respective disciplines.

The institution's Centres of Excellence in Teaching and Learning and the requirement for new academic staff to complete a Postgraduate Certificate in Teaching and Learning (CUTL) have been regarded as best practices within and outside the region. There has been ongoing development of online teaching programmes over the years through the campuses, and the Open Campus in particular.

The Covid-19 pandemic has brought an abrupt transition to emergency online teaching. The Commission was informed that the University's Executive Management has quickly

responded to mitigate disruption and to facilitate continuity of teaching, learning and assessments, and with quick collaborative turnaround of a new policy to treat with these new developments. The Commission was also told that, despite the challenges faced, the University's Executive has been committed to ensuring a smooth transition to support its students, as well as academic and administrative staff during this period.

A significant proportion of research is directed at regional issues. The UWI researchers in sustainability (particularly with respect to small island states) have been acclaimed internationally. For example, three UWI researchers were on the Intergovernmental Panel on Climate Change which won the Nobel Peace Prize, along with Vice President Al Gore, in 2007.

Geopolitics in the post COVID-19 world are likely to be changed and will be driven by circumstances that will dictate collaboration among institutions for mere survival. The Chancellor's remarks at the inaugural meeting of The UWI Chancellor's Commission on Governance (2018) are noteworthy:

> *"There is no doubt a year and a half into my chancellorship and having spoken to people of every walk of life that the university holds a special place in these societies and in the hearts of so many people who have derived opportunity in life by having attended this university. The university is blessed with talented and committed academics and staff who need to be **encouraged and motivated by modern dynamic practices that create a work environment that leads to excellence.".***

The comments and recommendations of the Commission are aimed solely at supporting the University in its efforts to consolidate and build on its strengths. It is the Commission's earnest desire that the issues and challenges discussed in this Report be addressed so that the strengths and achievements of the University will not be undermined nor its development inhibited.

2.3   The current state of The UWI

The UWI is at a critical crossroad characterised by both great opportunity as a premier shaper of Caribbean human capacity and the risk of becoming irrelevant to the development of the region. The macro-environmental challenges include the political tension between the regional character of The UWI and its national remit, competition from foreign education providers, underdeveloped funding mechanisms for tertiary education throughout the region, a disturbing demographic shift in the tertiary education landscape in favour of foreign universities, a high rate of migration of persons with higher education qualifications, and structural anomalies in the education system – including insufficient attention to early childhood development.

There is an under-optimised but immense scope of opportunity to apply new ICT technologies. The environmental challenge caused by climate change has affected every aspect of life in the Caribbean while, at the same time, Caribbean scientists, with The UWI in the lead as a centre of innovation, have been playing an important role in climate change studies.

The proud history of The UWI as one of the longest standing tertiary education providers in the English-speaking Caribbean, having grown into a complex federated system with campuses, and regional and global structures, has the corollary that aspects of its legal framework and systems have become outdated and need revision. The inspirational vision of the University to internationalise itself, is tempered by some disquiet about the business soundness of its implementation.

2.4   The Corporate and Academic Governance

2.4.1   *Corporate Governance*

The review of the University's corporate governance system revealed serious challenges. The University's own documentation shows that many of these challenges have been discussed over the years and that recommendations have been made to address them. However, such recommendations, even when accepted and approved, are not always implemented. The Commission found itself significantly aligned to views expressed in the University Management Audit Department Report, 2019 (UMAD Report) which identified weaknesses in the University's corporate governance system including: (a) potential conflict of interest arising from the chairmanship by the Vice-Chancellor at the regional level and Campus Principals at the campus level, of many layers of committees which report ultimately to decision-making committees also chaired by the Vice-Chancellor and Campus Principals; (b) a weak and under-resourced risk management system; (c) the absence of a whistle-blower policy; and (d) chronic absenteeism at the meetings of key governance bodies such as the Finance and General Purposes Committees (F&GPC) at both the regional and campus levels.

Additional concerns raised before the Commission during consultations with the broader university and external community, included:

(a) Ill-structured meeting agendas and inadequate scrutiny and discussion of issues by key decision-making bodies
(b) No or insufficient assessment of financial impact and risk in decision-making
(c) Approval of a Strategic Plan without adequate financial and other resources allocated for the accomplishment of initiatives in the Plan, even on the basis of priorities

(d) Absence of performance metrics against which the achievement of strategic goals can be measured

(e) Lack of accountability by managers who often take no action with respect to poor performance, adverse decisions against, or improper behaviour of, those supervised

(f)   Failure to consistently observe or enforce ethical guidelines (as contained, for example, in the *Statement of Principles and Code   of Ethics)*

(g) Inadequate safeguards against expenditure by administrators over limits of expenditure approved by or on behalf of the Council

(h) Lack of clarity as to the procedures for authorising the engagement by University entities and personnel in businesses and business arrangements

(i)   Gaps in the management of human resources that are of deep concern to staff – ranging from administrative missteps and inefficiencies to deep trust issues regarding the consistency and transparency in the decision-making processes relating to staff matters

(j)   Weaknesses in student services that do not exemplify the commitment to student success expected of a regional university whose elemental remit is the cultivation of the Ideal Caribbean Person

(k) Other fault points in communication and marketing and in IT that point directly to lapses in governance oversight in the institution.

Against this background, the Commission selected certain key issues on which to make recommendations focussing on: (a) structural and organisational arrangements that would allow for serious debate and interrogation of proposals to support the decision-making process; (b) the need to identify and implement new ways of financing the University enterprise; (c) the institution of a culture of accountability in the exercise of authority; (d) better management of risks; and (e) the development, implementation and monitoring of strategic plans that, while taking account of the priorities of each campus, maintain a coherent regional agenda for the University.

The Commission recommends the restructuring of the University's governance system based on the following:

(i)   **The retention of the Council and (with minor adjustments) the Campus Councils** in their current form as stakeholder assemblies. The Councils at the regional and campus levels would delegate to standing Executive Committees authority to act on their behalf between meetings, subject to such powers as the Council should reserve to itself, including the power to: (a) appoint the Vice-Chancellor; (b) amend or revoke the Charter and Statutes; (c) approve the University's annual audited accounts; (d) appoint the University auditors; (e) approve the annual budget; and (f) exercise control over the custody and disposition of the University's real property. The Commission strongly advocates the adoption by the University Council of a *Statement of Primary Responsibilities.*

(ii)   **The establishment of an Executive Committee of the Council and an Executive Committee of each Campus Council** (ECCs) with delegated authority as determined by the Councils. A critical function of the Executive Committee would be to ensure that the (University) Council's decisions on the strategic direction and goals of the institution are implemented by measuring performance and the achievement of these goals against key performance indicators and metrics approved by the Council. The ECC at the regional level would oversee the functioning of the proposed Advisory Committees of Council. and have a strong monitoring function, with an emphasis on accountability throughout The UWI system.

(iii)   **The abolition of the (University) F&GPC, the Campus F&GPC and the University Strategy and Planning Committee** as the functions currently performed by them would be assigned to other entities in the restructured arrangement.

(iv)   **The creation of Advisory Committees of the Council and the Campus Councils**. At the regional level, there would be six Committees responsible, respectively, for: Governance; Finance and Capital Allocation; Audit and Risk; Human Resources; Student Success and Digital Transformation. Similar Committees would be established at the campus level except the Governance and Digital Transformation Committees. They would all be Standing Committees of their respective Councils except the Digital Transformation Committee which would be an *ad hoc* Committee of the (University) Council as it is expected to have a finite life. Apart from the Audit and Risk Committee, which would have only external members, the Committees would have a mix of internal and external members with all Chairs of Committees being drawn from external members of the Council or Campus Council, as the case may be. They would have close working relationships with, and support the work of, the ECCs.

(v)   **The formalisation by Ordinance of the Council of the Executive Management Teams-** *ad hoc* advisory groups which, at the regional level, provide management support to the Vice-Chancellor and, where they exist at the campus level, similar support to the Campus Principal. It is recommended that these Teams should be renamed the University Senior Management Committee and the Campus Senior Management Committee, respectively, to avoid confusion with the Executive Committees of the Councils.

In the proposed restructured arrangement, the statutory roles of the **Vice-Chancellor and Campus Principal**, respectively, would remain the same. However, if the Finance

and General Purposes Committees at the regional and campus levels are not abolished as proposed by the Commission, the Commission recommends that the chairmanship of these Committees should vest, in each case, in an external member of the Council or Campus Council, as the case may be, and not in the Vice-Chancellor or Campus Principal as is currently the case.

2.4.2   Academic Governance

The Commission noted that academic governance at The UWI appeared to be in keeping with reputable accreditation standards, although there were some challenges to be managed. These include: (a) unwieldy Academic Boards with a high degree of absenteeism; (b) a perception by some academic leaders that there was no forum in which issues common to both the undergraduate and postgraduate experiences could be discussed; (c) criticism of the promotion system for academic staff, in particular, the concern that not enough recognition or weight is given to teaching and community service in the assessment process; and (d) inadequate linkage between programming and financing.

The Commission's recommendations for the improvement of academic governance revolve primarily on the revitalisation of the Senate to provide a forum for collaboration, co-ordination, rationalising and monitoring of the University's academic governance system as a whole, given that academic authority is dispersed among BUS and BGSR at the regional level and five Academic Boards at the campus level. A review of the Academic Boards is also recommended especially with respect to the size of the membership and the high level of absenteeism.

2.5   People Management and Organisational Culture

Herb Kelleher, former CEO of Southwest Airlines, famously said "the business of business is the people." But the feedback that the Commissioners received suggests that the University is not intentionally focussing on the people in the organisation and that the employee experience is not being managed efficiently. The Commission identified areas where appropriate attention and focus are needed and action taken to enhance the overall employee experience and improve engagement, morale and productivity. It felt that there was a need for exposure to ongoing leadership development programmes and recommends simplified performance management processes legitimised through international benchmarking that could resonate with and motivate staff. The Commission was particularly impressed with aspects of the ATTAIN Report (2016) relating to this area and highly recommends implementation of its findings and recommendations. The Commission took note that the digital transformation programme has an HR stream that would support the implementation of those recommendations.

In the Commission's view, the University should incentivise performance and ensure that, on a consistent basis, appropriate action is taken for misconduct. The Commission is aware that Ordinance 8 is currently under review. It encourages the completion of this exercise which addresses these issues and suggests that the review committee be asked to include in its deliberations the recommendations of the Commission with respect to the amendment of Ordinance 8. The Commission further recommends that all opportunities for promotions be advertised and that feedback be given to staff whose applications are not successful.

An important concern was the absence of a framework to ensure accountability and performance of staff members who are Officers of the University under the statutes. The Commission took the view that it would be desirable to have some statutory coverage for the Executive Management Team, including confirmation of its status as an advisory body, (given that the executive function is vested by statute in the Vice-Chancellor and Campus Principals, respectively) as well as the prescription of the Committee's membership, and has made a recommendation to this effect.

It was recognised that implementation of the changes recommended in this Report would require strong change management capacity, involving cultural issues. The Commission is, however, convinced of the need to positively and urgently work towards building trust and leadership credibility.

2.6   Financial Sustainability

The Commission noted that the current funding model of The UWI is a cost-sharing model in which the economic costs of teaching are shared: students (20%) and regional governments (80%). This model is not sustainable, primarily due to ongoing fiscal challenges being faced by the governments coupled with rising operating expenses, resulting in increasing operating deficits. A key financial metric to assess the financial health of the University, the Composite Financial Index (CFI), reflects deteriorating trends to the point where The UWI appears to be heading towards financial exigency, which calls for rigorous restructuring in all segments of the institution to reduce operating costs, while pursuing feasible means of increasing revenues. These trends suggest that institutional reengineering, substantive programmatic adjustments, and a structured cash conservation programme, in combination, are now probably all due.

While the observed deficits are directly related to challenges with the current funding model (*how The UWI gets its income*), it is also related to the effectiveness of the operations and financial management of the University (*how The UWI spends its money*). These two critical components need to be addressed holistically to ensure that The UWI can survive to deliver on its mandate of providing tertiary education to the people of the region for the foreseeable future.

2.6.1   Governance – Financial Management

With respect to financial management, the Commission identified specific governance gaps which exacerbate the weak financial health of The UWI. These include:

(a) the inability under the existing governance structure to effectively oversee and ensure accountability for execution of a sustainable strategic plan;
(b) delay in responding to deteriorating financial metrics;
(c) inadequate supervision of Campus Bursars;
(d) lack of clarity and transparency in the billing process;
(e) weaknesses in the review of strategic initiatives prior to implementation;
(f) gaps in the review process for commercial projects, and gaps in the process for executing, monitoring and reporting these arrangements;
(g) lack of adherence to documented processes, and noncompliance with rules governing private consulting arrangements by The UWI staff.

2.6.2   Recommendations – Financial Management

The Commission recommends the following to improve governance in financial management:

(a) With the proposed new Governance structure outlined in Section 6, the Council, through its various Committees, should review and approve the Strategic Plan, establish frequent reporting and continuous performance assessment of the Executive Leadership in meeting established objectives, and make interventions as needed.

(b) The Council must ensure that it has the appropriate data for decision-making, and should direct any gaps to be addressed promptly.

(c) Resource allocation, cost and revenues **need to be made visible and transparent** across the defined segments within the University in order to monitor and evaluate financial performance and sustainability.

(d) Greater effort must be made to address the financial challenges through implementation of aggressive cost-reduction and efficiency initiatives. These pro-active efforts are important not only to ensure survival of the institution, but also to instil greater confidence among key contributors that The UWI leadership is executing an effective plan that will put The UWI on a more sustainable path for the future.

(e) Implement **improved governance processes** to ensure greater prudence and fiduciary responsibility with focus on:
    (i)   Clear definition of authority levels and approval limits

(ii)　　Improved oversight by the University Bursar of the exercise of functions by the Campus Bursars.

(iii)　　Approval processes for capital expenditure and borrowing

(iv)　　Process for undertaking strategic initiatives and commercial projects

(v)　　Accountability for meeting financial metrics

(vi)　　Compliance framework with appropriate sanctions for breaches, along with incentives for compliance

(vii)　　Monitoring mechanisms and reporting, including whistle-blower mechanisms

(viii)　　Improved independent oversight – Audit function.

(f)　　Once these processes are developed and documented, a robust programme of communication and training will be required to ensure that there is full awareness of the procedures and of the expected role that all persons involved must play to ensure compliance.

(g)　　A team should be established with key stakeholders to review and agree on a methodology to calculate the economic costs and to allocate those costs through an agreed billing process. Teaching and learning costs and revenues should be visible and transparent across the board.

(h)　　A specialised team should be created at The UWI Centre level to be accountable for the commercial activities across all campuses.

(i)　　For private consulting arrangements, a requirement be instituted for the submission, by staff members to whom the consultancy rules apply, of quarterly reports on the consultancies undertaken by them during the previous quarter with confirmation that the prescribed percentage of the fees received in respect of such consultancies have been paid over to The UWI. Appropriate sanctions are to be applied if false or incomplete declarations are submitted.

2.6.3　New Funding Model

The Commission took note of initiatives undertaken from time to time by the University to address these challenges, including the establishment of a UGC task force to review the funding model, and noted its December 2017 report which recommended a new, sustainable funding model.

The Governments' commitment to offer affordable tertiary education to citizens, is circumscribed by the harsh realities of the fiscal challenges which they face. The Commission supports in principle the idea favoured by the UGC of establishing a trust fund to which the various governments would contribute. However, it felt that current fiscal realities (especially in a post COVID-19 world) would adversely affect the governments' ability to seed the fund.

The Commission also supports the **Augmented Income Contingency Loan Model** – the funding model recommended by the UGC task force. It regards as sound the principle that the students, being the primary beneficiaries of tertiary education, should contribute a greater portion of the economic cost of such education, supported by up-front funding with manageable repayment terms tied to their income levels. Such a revision must be carefully crafted to minimise disruption, disenfranchisement of financially challenged students and reduced enrolment. The Commission recommends aiming for a base scenario for cost-sharing of 60% by governments and 40% by the student, recognising that other scenarios would need to be assessed before a final one is agreed with the relevant stakeholders. Such a change in model should be accompanied by adequate student funding arrangements and a variety of risk-mitigating elements. The Commission recommends that there be a more rigorous examination and modelling of this cost-sharing proposal, in order to determine, with more confidence, the most optimal cost-sharing ratios and most viable characteristics that would make the model as affordable as possible to governments and students.

The funding should be supplemented by enhanced private sector contributions and alumni contributions. On the basis of further research, the University must make a decision on the most effective models for obtaining financial support from these sources. In addition, the University needs to make greater investment in increased administrative capacity to bring alumni engagement in line with best practice norms.

2.7   Digital Transformation

Based on information examined by the Commission, achieving a more integrated, ICT-enabled and digitally transformed 'One UWI' eco-system is a top priority **and is crucial if the University is to survive its financial and other challenges.** In order to achieve this, numerous changes must be made to enable greater integration and cohesion of the distributed operational and technological systems and assets of the University. The change process must involve the academic bodies, librarians, archivists, record managers, registrars, bursars and information officers across the University and must be led by a genuinely committed and involved executive leadership team. The work being done towards the achievement of a digitally transformed 'One UWI' ecosystem offers a keystone for remodelling the University Governance. The digital transformation process must be independently monitored and overseen to assure University stakeholders that meaningful progress is being made.

The Commission calls for an unambiguous **executive commitment** to driving the digital transformation, based on a number of key recommendations, including (i) establishing an **ICT and Digital Transformation Committee of the University Council** (ii) according more prominence, visibility and authority to the post of University Chief Information Officer (CIO); (iii) securing adequate **funding and technical support**; (iv) supporting and incentivising the **human resources** to undertake programme roles;

(v) developing a **nomenclature compendium** as a critical governance tool; and (vi) incorporating a number of **other functional transformation recommendations** listed in Section 9 and further elaborated in *Appendix N* in the Annex to this Report – *Governance Challenges/Recommendations from the ICT Cross-Campus Team and the Digital Transformation Advisor,* ProCare Services.

2.8   Implementation of Recommendations

The Commission noted that many sound recommendations made in previous reports for improving the University's governance and management systems have not been implemented, and hopes that the recommendations made in this Report that are accepted by the Council will not suffer a similar fate. The Commission recommends that Council set up an Implementation Team tasked with ensuring the operationalisation of such recommendations of the Commission as Council accepts, and that the proposed Executive Committee of the Council monitor the implementation process.

2.9   The Findings and Recommendations

The Findings and Recommendations of the Commission are set out in tabular form in Section 13 of the Report.

3. Methodology

In addition to the research of existing best practices in the particular areas of focus, the Commission conducted its reconnaissance via a survey questionnaire, face-to-face interviews, focus groups and town hall meetings. The Chairman invited comments from the university community and several persons made submissions. Consultations were held with the Vice-Chancellor, University and Campus executives, Guilds of Students executives, Union executives, the Chancellor's nominees on the University Council and the University Finance and General Purposes Committee, St Augustine Campus Council, and the Mona Campus Council, and with the Chair of the St Augustine Campus Council, the Chair of the Mona Campus Council, and a Consultant from ProCare Services which had prepared for the University, a significant report[1] on digital transformation. Commissioners met with representatives of Contributing Governments and held a round-table meeting with the OECS Ministers of Education. *Appendix B* in the Annex to this Report provides the names of persons with whom consultations were held.

With assistance from the University Marketing and Communications team, focus groups, online survey, and town hall engagements were coordinated across the campuses at which participants included Academic staff, Deans, Senior Administrative and Professional staff (SAPS), Administrative, Technical and Service staff (ATSS), Executive Management, UWI alumni, UWI student leaders and student community, external stakeholders (friends and donors and private sector community), affiliated and other tertiary level institutions in the Caribbean, and the general public. At the sessions, Commissioners provided prepared definitions and common questions for respondents. Participants were given two weeks to complete the survey. Focus Group sessions ran concurrently for two hours in the morning and afternoon from 9:30 a.m. to 11:30 a.m. and from 1:00 p.m. to 3:00 p.m. respectively. The town hall meetings were arranged via UWI TV and lasted for two hours from 4:00 p.m. to 6:00 p.m.

Appendix C in the Annex to this Report contains a list of the stakeholder sessions held as well as the working retreat meetings of the Commission at which extensive reviews were carried out to gain a better understanding of the relevant internal regulatory organs of The UWI, to formalise the Commission's work and to set the map for completion. For this exercise, the Commission utilised a mixed methodological approach, with the use of qualitative and quantitative data across two stages.

3.1   Quantitative Stage

In the first stage, the Commission executed a ***Perceptions of Governance (PoG) survey*** with key stakeholder participants, such as staff (administrative and academic), students (across all year groups and programme type) and external stakeholders across four

---

[1] See: ProCare Report (Digital Transformation of The UWI, 2018) in Appendix A in the Annex to this Report.

campuses (Mona, St. Augustine, Cave Hill and Open Campus).[2] There was no pre-selected list for participation. Participants were openly invited (through internal email and/or marketing) to participate in the survey and facilitated through the use of 'survey monkey'. Participation in this sense was based on the willingness and availability of stakeholders.

The *Perceptions of Governance questionnaire* included demographic questions and a governance measure with five sub-components - namely, accountability, transparency, efficiency, inclusiveness, participation and responsiveness/agility. Demographic questions were measured using categorical/descriptive responses, while the governance measure utilised a Likert scale-with 1-Strongly Disagree, 2-Agree, 3-Neutral, 4-Agree, and 5-Strongly Agree. Cronbach alpha scores all pointed to consistent and reliable responses for the collective measure, that is, governance across all groups (with Cronbach alphas of .965 for staff, .926 for external stakeholders, and .929 for students). These Cronbach Alphas are all above the .70 required to establish the reliability of a measure.

3.2   Qualitative Stage

For the qualitative stage of the data collection process, the Commission conducted **30 face-to-face meetings with diverse stakeholders across all four campuses**; namely, (i) Academic Staff-AS, (ii) Alumni, (iii) Senior Administrative and Professional Staff-SAPS (iv) Administrative, Technical and Service Staff-ATSS, (v) Students, (vi) Deans, and (vii) Executive Management.

In conducting the interviews, interviewers provided a general purpose and operational definition of governance to participants. Through these interviews, participants were asked to share their main concerns about the operations, leadership and general governance issues within the University. Interviews were recorded, transcribed and analysed (using Atlas.ti8). All interviews were subjected to *a structural* coding process where the qualitative analyst took into consideration the key concerns that emerged from the study and the key pillars of governance, as per definition. This analysis of themes engendered the themes for various stakeholders, across the four campuses.

3.3   Summary and Findings from the Consultations

3.3.1   *Quantitative*

Participation levels varied across stakeholders with 1,599 persons; **1,200 students, 282 staff members (ATSS, AS, SAPS, and other), and 117 external stakeholders**

---

[2] The University authorities granted approval in May 2019 for the establishment of the Five Islands Campus, in Antigua and Barbuda. It is the University's fifth campus and fourth landed campus.

(donors, retirees, alumni) across all campuses. However, not all these participants completed the questions that constituted the governance measure. In fact, 469 students or 39 percent of the total number of students who participated in the survey, that being 1200, did not complete the questions within the governance measure.

Of the 731 students who completed the questions within the composite governance measure, 481 students or 66 percent of the sample held average perceptions of governance, 87 students or 12 percent of the sample recorded low to very low perceptions of governance. Additionally, one hundred and fifty-nine (159) students or 22 percent of the sample fell within the high perception category, while only four persons recorded very high perception scores.

Of the 282 staff members who participated in this survey, aggregated level examinations of the PoG data show low to very low perception levels; with 109 persons or 39 percent of the sample responses falling within this combined category. However, with the data disaggregated, a marginal gap between average and low responses was noted, with 70 (or 25 percent) and 67 (or 24 percent) of the sample respectively, and a wider gap between persons with high responses and those with very low responses.

One hundred and seventeen (117) persons participated in this survey across the four campuses. Twenty-five (25) persons or 21 percent of this sample did not complete the questions within the composite measure of the survey. Of the 92 persons or 79 percent of those who completed, findings show low perceptions for 37 persons or 40 percent of that number, average perceptions for 44 persons or 48 percent of that number, and only 11 persons or 12 percent of that number falling within the range of high perceptions.

3.3.2   Qualitative

Commissioners were heartened that participation was consistent, open, frank, and with clear intent to improve and build The UWI. The concerns expressed in all locations were consistent. Following are the key areas of concern for various stakeholders (albeit in different ways and degrees):

Academic Staff

  (a)   Equity (research funding, mentoring, participation in committees)
  (b)   Poor Leadership (ineffective preparation, selection, performance, and evaluation)
  (c)   Tenure and Promotion (lack of clear criteria and fair process)

Alumni

  (a)   Lack of access to resources
  (b)   Communication deficits

External Stakeholders

  (a)   Poor customer service
  (b)   Poor marketing and outreach

Administrative, Technical and Support Staff (ATSS)

  (a)   Ineffective leadership practices
  (b)   Lack of access to information

Senior Administrative and Professional Staff

  (a)   Poor leadership practices (lack of training and monitoring)
  (b)   Unfair practices (around tenure and promotion)

Deans

  (a)   Lack of transparency and accountability
  (b)   Abuse of power and authority
  (c)   Lack of resources
  (d)   Importance of leading by example
  (e)   Lack of transparency in decision-making process
  (f)   Institutional inefficiencies
  (g)   Limited sense of inclusivity
  (h)   Narrow sense of responsiveness/agility
  (i)   Loss of academic authority

Executive Management

  a) Lack of commitment to and engagement with the digital transformation process
  b) Need for better mapping of academic progression and achievement, as well as the systems of support for these
  c) Concern for the financial sustainability of the University; particularly as it relates to the financing model, streams of revenue, or funding model
  d) Lack of accountability for senior decision makers and the need for better sanctions and disciplinary procedures for rogue players
  e) Need to update the statutes and ordinances of the University.

4. Current State of The UWI

The University of the West Indies (The UWI), supported by seventeen Caribbean governments, is one of the oldest fully regional institutions of higher learning in the Commonwealth Caribbean. The UWI's prestige is built on the maintenance of higher standards in undergraduate education, including its professional programmes in Medicine, Engineering and Law. The 70+ year old structure of The UWI facilitates governance arrangements through complementary steering of the campuses. Over the last 20 years, The UWI has made adjustments to engage quality assurance considerations, and its own physical and programmatic expansion, from a single campus to four campuses, and, in very recent times, to a fifth campus.

The tremendous contribution of The UWI to regional development is undeniable. In recent years, its reputation has been enhanced by rankings assigned by the Times Higher Education (THE) World University ranking system. The Commission was gratified to note that in the THE World University Rankings 2020, The UWI retained its #1 position as the only Caribbean University to be ranked, and in addition, significantly improved its former ranking, having broken into the rank of the top 1% of universities in the Latin America and Caribbean region. It was also placed in the top 1% of Golden Age universities – that is, universities globally that are between 50 and 80 years old. The leadership and the entire University community must be commended for these achievements.

4.1   The System of the University of the West Indies

The existing structure of The University of the West Indies is a rather complex federal system inclusive of its campuses, regional and global structures. See Figure 1 – The UWI System in *Appendix D* in the Annex to this Report.

The Campus structures – which have evolved over time – comprise four landed campuses and the Open Campus (sometimes imprecisely described as a "virtual" campus but in reality, is a blend of online and face-to-face instruction delivered through almost **50** physical locations, in addition to online).

The chronology of their establishment provides a sense of the evolutionary expansion of the University:

   (a)   The UWI Mona, Jamaica - 1948
   (b)   The UWI St. Augustine, Trinidad and Tobago – 1960
   (c)   The UWI Cave Hill, Barbados – 1963
   (d)   The UWI Open Campus (serving **16** countries) – 2008

(e)   The UWI Five Islands, Antigua and Barbuda – 2019.

Additionally, there are four satellite campuses; in Trinidad – Mt. Hope, and The UWI St. Augustine South Campus, Penal-Debe – which is the responsibility of the St. Augustine Campus, in Jamaica The UWI, Mona, Western Jamaica Campus and in The Bahamas Centre for Hotel and Tourism Management which are the responsibility of the Mona campus.

Each campus is established, governed and managed in accordance with University's Statutes and Ordinances, and each of the physical campuses (with the exception of Five Islands, Antigua and Barbuda) hosts several Institutes whose remit span a range of disciplines and specialisations. Some of these institutes are established in collaboration with external organisations, as The UWI moves towards a global vision.

The operational power of the University is derived from the Statutes and Ordinances - the legal framework by which the University abides. Aspects of these frameworks and systems, however, are outdated and in need of revision since practices change and there have been multiple societal and cultural shifts that need to be acknowledged and reflected.

Without doubt, the strength, ranking and reputation of The UWI is attributable, in no small way, to its regional character. This is generally accepted by regional Governments and other stakeholders as well as commentators.

> *Although geographically separated, The UWI has made significant strides to fulfil its mandate, working collectively as one regional university. This was revalidated and made permanent by the Heads of Government of the Caribbean Community (CARICOM) in the 1989 Grand Anse Declaration, in which they concluded that "… in view of the major role which the University of the West Indies is being called upon to play, it should remain a regional institution indefinitely." (Annex 1, Grand Anse Declaration 1989, see Appendix 1) – One UWI Task Force 2016.*

4.2   Historical Evolution of The UWI

The University has a presence in and serves the following countries:

Anguilla
Antigua and Barbuda
Barbados
Belize
Bermuda
Cayman Islands

Dominica
Grenada
Jamaica
Montserrat
St. Kitts and Nevis
St. Lucia
The Bahamas
The British Virgin Islands
Trinidad and Tobago
Turks and Caicos

The regional structures of The UWI include:

(a) Caribbean Institute for Health Research *formerly* Tropical Medicine Research Institute
(b) Centre for the Environment
(c) Diplomatic Academy of the Caribbean
(d) Disaster Risk Reduction Centre
(e) Institute of Criminal Justice and Security
(f) Institute for Gender and Development Studies
(g) Institute for Sustainable Development
(h) Institute of International Relations
(i) Latin American Caribbean Centre
(j) Sir Arthur Lewis Institute for Social and Economic Studies
(k) SUNY UWI Center for Leadership and Sustainable Development

In recent times, The UWI has established 8 global structures involving partnerships with other international partners as part of its globalisation thrust. They include:

UNILAG - UWI Institute of African and Diaspora Studies (*Nigeria*)	Suzhou - UWI Institute of Software Development (*China*)	SUNY- UWI Center for Leadership and Sustainable Development (*USA*)	University of Johannesburg - UWI Institute for Global African Affairs (*South Africa*)
Coventry University - UWI Institute for Industry and Academic Partnerships (*United Kingdom*)	Brock University - UWI Canada Caribbean Institute (*Canada*)	University of Glasgow - UWI Caribbean Centre for Development Research (*United Kingdom*)	Universidad de Los Andres - UWI Strategic Alliance for Hemispheric Development (*Columbia*)

Although it has been well-promulgated since the CARICOM Heads of Government Grand Anse (1989) Declaration that The UWI will have a major role in Caribbean development and be a regional institution indefinitely, times have changed both in the Caribbean economy, and the regional and the global higher education landscape. In his opening remarks to University Council on April 29, 2016, Sir George Alleyne, then UWI's Chancellor and chairman of University Council, understood this changing landscape. He remarked that "*The UWI needed to review its business model in order to adapt to the current and evolving regional and global economic environments.*" Sir George Alleyne posited that "*higher education all over the world was at an inflection point*" and cited the following four major impacting trends:

   (i)   Revenue from traditional sources was falling and putting all but a few institutions at financial risk.
  (ii)   The rising demands for a greater return on investment in higher education.
 (iii)   New models of delivery were gaining traction.
 (iv)   The rapid acceleration of globalisation of higher education, with many major universities in various parts of the world opening satellite campuses in other countries[3]

Fast-forward to 2019, four years later, with the changing of the baton, Mr. Robert Bermudez, the current Chancellor, in his opening remarks to University Council in April 2019 indicated that for UWI, "*Two key priority areas for reformation were the management systems and the funding model.*" (2018, University Council Minutes, p.4).

The University of the West Indies finds itself at a critical crossroad characterised both by great opportunity and potential crisis. How it navigates this historical challenge will determine whether it affirms or executes its role as a premier shaper of Caribbean human capacity or whether it becomes historically irrelevant to the development of the region. The recitation of past accomplishments and historical contribution is no longer enough to justify public financing of an institution that is required to be an apex innovator providing the human capital needed to build Caribbean civilisation in increasingly turbulent and uncertain times.

---

[3] 2016, UWI, Council Minutes – pp 3-4

The following PESTEL analysis identifies the macro-environmental factors that are currently impacting tertiary education in the contemporary Caribbean, which are important in situating The University of the West Indies in the context of its current challenges:

POLITICAL	ECONOMIC -FINANCIAL	SOCIAL
● Government tertiary education policies increasingly focussed on national priorities ● Continuity of tertiary education policy subject to transitions between political administrations ● Partnerships and/or approvals for foreign private and for-profit tertiary education providers to operate in national jurisdictions have resulted in increased competition with public higher education institutions	● Public financing for tertiary education constrained as demand for higher education increases ● Increasing competition for and scarcity of resources necessary for institutional development ● Funding grants and incentives increasingly difficult to source ● The issue of student debt is emerging as a Caribbean concern ● A weak job market makes absorption of graduates difficult; resulting in rates of migration of graduates that is among the highest in the developing world	● Although the data is incomplete, available information suggests that larger numbers of Caribbean students are studying in foreign tertiary institutions than enrolled at UWI ● Growing inequity in Caribbean society is impacting access to education and undermining its historical contribution to social mobility ● Socio-culturally, a shift is beginning that no longer ascribes indispensability to academic degrees but rather looking to job market-ready skills ● Relatedly, Caribbean parents are increasingly less likely to extend their debt profiles to accommodate tertiary education loans
TECHNOLOGICAL	ENVIRONMENTAL	LEGAL
● Foreign distance education providers making huge inroads in the provision of tertiary	● Climate change and the challenges of resilience faced by all Caribbean states	● Legislation related to tertiary education, regulatory regimes and governing tertiary

education opportunity in the Caribbean ● Availability of broadband across the region is uneven, inequitable and expensive		education, is generally weak ● Education Acts of Member States inadequate/outdated ● International accords and treaties related to tertiary education competitiveness ● Offshore school sector legislative provisions are weak or non-existent

4.3   Challenges Posed by These Factors

The Political Challenge – This centres principally on the tension between the regional character of the University and its national remit and obligations. A recurring historical tension has been the desire of campus host countries to exert stronger influence on the direction and educational programme of the campus in the national space. This tension has originated from technical policy considerations (as in the desire to ensure that tertiary education supports the human capital requirement of national development plans) as well as from political concerns (as occurred for example in Jamaica in the 1970s at the height of the Cold War's impact on the Caribbean and ideological conflicts that characterized the relations between the academy and the political paymasters).

The assumption of a larger share of the funding of a campus by the host country government has made the University more vulnerable to changes in public funding of higher education. It can be reasonably argued, with the benefit of historical hindsight, that the governance changes made in the 1980s have resulted in a significant dilution of the regional character of the University that finds expression today in many of the challenges identified in the ATTAIN 2016 Report in restoring the One UWI concept, as well as in the 2010 and 2018 ProCare Reports.

The political challenges emanate not only from the University's interaction with the political class but, importantly, also from its location in the apparatus of the State itself. The Academy walks a difficult road made more problematic by contending and contesting demands and expectations from a very diverse range of stakeholders. At different historical junctures, power and influence over the fortunes of the University have been wielded by different configurations of stakeholders. This is exemplified by the comparatively less influential roles of the academic union WIGUT and the Student Unions today compared with yesterday. One of the risks encountered with this changing political dynamic is a significant level of scepticism, mistrust and in some extremes, fear,

within the university community and a reluctance to question or challenge the administrative *status quo*.

The Economic and Financial Challenge – While The UWI has made a huge contribution to increased access to tertiary education in the Caribbean, it has had to face intense competition from foreign providers operating within and outside the Caribbean. The competition has presented a wider, sometimes more attractive menu of degree choices, often with the seduction of lower entry standards, less stringent requirements and sometimes cheaper cost or student financing schemes (except for Trinidad and Tobago and Barbados whose governments have traditionally provided free tertiary education). The widening of the competition has been compounded by the easy availability of online education offering a combination of vocational certification for industry and degree programmes.

The relatively underdeveloped tertiary education financing mechanisms in the region have compounded the problems of access/affordability especially in the face of a contraction of scholarships and government financing supporting studies in the region. The University therefore finds itself caught between the difficulty of reduced public financing and the imperative of increasing student fees. The historical main source of financing – Government funding on an 80-20 cost- sharing model – is now unsustainable and presents the most serious threat to the future viability of The University of the West Indies.

The Social Challenge – Although up-to-date statistics are not readily available, figures (Brandon 2013) point to a disturbing demographic shift in the tertiary education landscape in favour of foreign universities. The influx of foreign tertiary institutions and programmes into the region, offering face-to-face and online programmes at lower costs with less stringent entry requirements while appearing to have widened access, has diluted quality. From a socio-cultural perspective, these institutions do not provide any grounding in Caribbean history and thought, further alienating their students from Caribbean realities.

The region has also been identified as having among the highest rates of migration in the developing world with the largest segment of migrants being persons with higher education qualifications.

Despite its many accomplishments, Caribbean education still suffers from structural anomalies among which has been the insufficient attention paid to early childhood education and development. Rapid increases in access to secondary education has fuelled both demand and expectation for increased access to tertiary education and as we stand on the cusp of the Fourth Industrial Revolution, higher education (as a comprehensive development of knowledge, skills and attitudes) is an indispensable requirement for building resilience and guaranteeing the sustainability of Caribbean societies.

The Technological Challenge – Foreign distance education providers have seemingly made huge inroads in the provision of tertiary education opportunity in the Caribbean. However, the availability of broadband across the region is uneven, inequitable and expensive. In reviewing the voluminous University reports, the 2016 Target Operating Model for Shared Services (*Appendix E* in the Annex to this Report) presents a compelling empirical picture of both the scale of the failure of the University to optimise technology to drive its efficiency as well as the financial and operational scope of opportunity that the strategic application of new ICT technologies offers.

The Environmental Challenge – The threat and reality of climate change is so pervasive that there is no dimension of life in the Caribbean that is not adversely affected by it.   Agriculture, public health, the major economic sector of tourism, and infrastructure are all profoundly impacted. The passage of hurricanes Irma and Maria in 2017 highlighted the vulnerabilities of the education sector to disaster, with schools either being completely devastated or having to be repurposed as shelters for displaced populations. The use of the online learning platform – Notesmaster – in the BVI in order to maintain education continuity post Hurricane Maria points to the necessity for the University to leverage online and distance learning technologies through the Open Campus.

From a knowledge production perspective, it should be noted that UWI scientists have played an important role in the production of the seminal scientific climate change studies, which punctuates the opportunities and underscores the importance of the University as a centre of innovation, providing answers to the challenges facing our small island developing states in an increasingly unsympathetic global environment.

The Legal Challenge/Issues - The Governments of Contributing Countries grant the University exemption from various duties and taxes, in acknowledgment of its provision of higher education as a public good for the benefit of the people of those countries. At the same time, in light of its need to reduce its reliance on those Governments for funding, the University is increasingly engaging in profit-making activities to augment its income base. From a legal standpoint, care must be taken to ensure that these profit-making activities are undertaken in such a manner that would not compromise or undermine the University's tax-exempt status.

The 'landed campuses' are located on extensive acreages, making them vulnerable to encroachment and 'take-over' by informal settlements, as the experience on the Mona Campus demonstrates (e.g. Goldsmith Villa and Mona Commons). The University needs to establish an effective system to monitor its lands and to safeguard its property holdings including, where necessary, taking timely legal action to defend and assert its property rights.

5. Legal and Statutory Framework

The legal and statutory framework of the University is comprised of its Charter, Statutes, Ordinances and Regulations.[4]

5.1   The Charter

The Charter is the University's constituent document.[5] It defines the legal status of the institution, specifies its objects, prescribes its governing bodies and principal officers and assigns to them the powers and duties necessary to achieve the stated objects. The Charter also provides for Visitorial oversight of the University and authorises the making of Statutes, Ordinances and Regulations. The governance structure established by the Charter is amplified by these Statutes, Ordinances and Regulations.

Legal Status, Objects and Powers

(a)   The Charter establishes the University as a body corporate with perpetual succession and a common seal and the power to have armorial bearings, and endows it with all the legal capacities, attributes and powers pertaining to a body corporate.

(b)   The objects of the University as declared in the Charter are: (i) "*to provide a place or places of education, learning and research of a standard required and expected of a university of the highest standard, and to secure the advancement of knowledge and the diffusion and extension of arts, science and learning throughout the Contributing Countries* "and, by its work and activities and example of its corporate life, "*to promote wisdom and understanding";* and (ii) to be "*a teaching and examining body*".

(c)   The Charter confers extensive powers on the University to enable it to carry out its objects, notably, the power: (i) to confer degrees and other academic distinctions and, on what the University deems to be good cause, to deprive any person of any Degree, Diploma, Certificate or other distinction granted to or conferred by it; (ii) to provide instruction in such branches of learning as the University may think fit and to make provision for research and the preservation, advancement and dissemination of knowledge in such manner as the University may determine; (iii) to conduct examinations; and (iv) to examine and inspect

---

[4] Art. 23 of the Charter establishes a hierarchy of laws by providing that in the case of conflict, the provisions of the Charter prevail over those of the Statutes, Ordinances and Regulations, the provisions of the Statutes prevail over those of the Ordinances and the provisions of the Ordinances prevail over those of the Regulations.

[5] The current Charter was issued in 1972 and amended in 2018. The 1962 Charter established the University as an autonomous degree-granting institution.

schools and other educational institutions and, for such purposes, to co-operate with other authorities.

All other powers conferred on the University by the Charter are related to these core functions.

5.2   Authorities: Governance Structure

The University is founded in law as an autonomous self-governing body. Under the Charter, its Authorities are the Council, the Campus Councils, the Senate and the Guild of Graduates.[6]

The **Council and the Campus Councils** are the governing and executive bodies of the University with power to manage all matters, except where otherwise provided by the Charter or the Statutes.[7]

The Council has pre-eminent governance and executive responsibility for the University as a whole, and it alone has the authority to exercise the powers of the University given under the Charter, except where the powers are assigned to a Campus Council by statute or specifically delegated by the Council.[8] It has extensive statutory powers and duties.[9] The authority vested in the Council to make appointments to the academic staff, senior administrative staff and professional staff of the University[10] is delegated to the University Appointments Committee. In exercising functions relating to academic governance, the Council is generally required by statute to act on the recommendation of the Senate – the Authority which, under the Charter, has the responsibility for academic governance.

The **Campus Councils** have, in relation to their respective campuses, statutory powers and duties similar to those of the University Council, with almost all their governance functions stated as being carried out "on behalf of the Council". The statutory functions of a Campus Council relating to academic matters are exercisable only after consultation with, or on the recommendation of, the Academic Board of the campus, which is a standing committee of the Senate.[11] The powers of a Campus Council are restricted by statute in two important ways: first, a Campus Council is prohibited from selling or otherwise disposing of real property of the University without the prior approval of the Council and second, there must be prescribed by the Finance and General Purposes Committee of Council limits for the expenditure which a Campus Council (and the

---

[6] Art 7
[7] Art. 13
[8] Statute 20.1
[9] See Statute 20, in particular
[10] See Statute 35
[11] For the functions of the Academic Board, see below under subheading **Campus Standing Committees and Boards.**

Campus Principals) may incur without the prior approval of the Vice-Chancellor.[12] A Campus Council is authorised to appoint such persons to offices on the academic staff, senior administrative staff and professional staff of its campus as may be deemed necessary, and to assign such duties as the Campus Council deems fit. However, the remuneration and terms and conditions of service of such persons are determined by the Council.[13]

The Senate is established under the Charter as the academic authority of the University with the responsibility of regulating and superintending the University's academic work. The Senate has the control and general direction of research, instruction and examinations as well as authority over the award and deprivation of Degrees, Diplomas, Certificates and other distinctions – functions that relate directly to the objects of the University as articulated in Article 2 of the Charter.

The exercise of the Senate's function is, however, subject to the Statutes and to the control and approval of the Council. The Council and the Campus Councils have a statutory duty to refer to the Senate any matter (not previously considered by the Senate) which, in their view, has academic implications.

The Charter stipulates that **the Guild of Graduates**[14] must be represented on the Council and Campus Councils. As required by the Charter, the Guild's powers and duties are prescribed by Statute[15] and the qualifications for, and obligations and privileges of, membership are prescribed by Ordinance.

The establishment of a **Students' Society on each Campus** is mandated by the Charter which also requires the constitution of each such Society to provide for the election of a President.[16]

The Charter authorises: (a) the Council to appoint a regional figure of high judicial office as **the Visitor**, on the recommendation of the President of the Caribbean Court of Justice. The Visitor's functions include the hearing and resolving of petitions from persons within the University.[17]

---

[12] Statute 21 paragraph 2 and 3

[13] Statute 35

[14] Since 2003 referred to as the University of the West Indies Alumni Association. See Statute 34 and Ord. 2.

[15] See statute 34

[16] Art. 18

[17] Art. 6. This provision came into effect in November 2018 and replaced a provision that vested the Visitorial function in the British Sovereign and his or her heirs and successors.

Statutes

The Statutes have a special status in the University's legislative scheme. Specific procedures are required to make, amend or revoke them.[18] Council's statute-making powers are extensive. The Charter authorises the Council to make Statutes and specifically requires that they must: (a) prescribe the constitution and composition of the Authorities of the University and regulate their operations; and (b) provide for the appointment, powers and duties of the Chancellor, Vice-Chancellor and other Officers of the University. [19]

Ordinances

The Council is authorised by the Charter to make Ordinances to direct and regulate the University and its Authorities. Ordinances supplement the Statutes and are subordinate to them.[20]

Regulations

The making of regulations is the purview of the Senate.[21] Senatorial regulations direct and regulate the University and its Authorities in academic matters. Regulations may be made in respect of any of Senate's functions assigned under the Statutes,[22] including the admission of persons to the University, their continuance or discontinuance at the University, discipline of students, courses of study, examinations, and the conditions for the award of degrees.

5.3   Legislative Provisions relating to Officers and other key Governance Structures

Officers of the University

The University's legal instruments place on its principal office-holders the responsibility of governing the institution through the prescribed governance structures. Mandated appointments under the Charter are: (a) the Chancellor (designated as the Head of the

---

[18] Art. 20(6) of the Charter requires that: (a) the aapproval of the proposed statute at a meeting of Council must be by at least three quarters of the membership present and voting; (b) the number of members at the meeting must not be less than half; (c) notice of the proposed statute must be given at least 21 days before the meeting and (d) the Chancellor must give approval.   Statutes are, therefore, more secure than Ordinances or Regulations which require only a simple majority to be passed. Provisions that are considered to be fundamental or of critical importance to the operations of the University tend to be placed in Statutes.

[19] See Statute 20 generally

[20] See footnote 1

[21] The Charter, Art. 21.1

[22] See in particular Statute 25

University and President of the Council and also of the Guild of Graduates[23]); (b) the Vice-Chancellor (designated as the executive and academic Head), and Pro Vice-Chancellors to be appointed by the Council in such numbers as the Council thinks fit.

Under statute[24] these office-holders, together with the Chairs of the Campus Councils, the Campus Principals, Deputy Campus Principals, Deans of the Faculties, University Registrar, University Bursar and University Librarian are "officers" of the University. Specific statutory provisions govern the appointment and functions of each officer.[25]

5.4   University Standing Committees and Statutory Boards

(a) *Finance and General Purposes Committee*

Established by Ordinance[26], the Finance and General Purposes Committee is a **Standing Committee** of the Council. Its purpose is to exercise the powers of Council in between Council meetings, in respect of matters relating to the receipt and expenditure of money (in accordance with the Financial Code) and also in all other matters in respect of which the powers the Council are not otherwise specifically delegated.

(b) *The University Strategy and Planning Committee*

The University Strategy and Planning Committee is a **Standing Committee** of both the Council and the Senate. [27] Its purpose is to undertake planning functions in relation to the University's operations. In particular, it is required to provide guidance and advice on the Strategic Plan, including its budgetary requirements, monitor the implementation of the Plan and ensure its periodic review. **The Council, Senate and Campus Councils** have delegated to this Committee the power to prescribe which units of learning or research and which subjects of study must form part or be the responsibility of each Faculty. Further, by statutory delegation, the Committee is required to discharge the responsibility of the Senate to submit to the Council estimates of expenditure required to carry out the work of the University.[28]

(c) *The Committee of Deans*

The Committee of Deans is established by Ordinance as a **Standing Committee of the Council and the Senate** and comprises the Deans of the Faculties across the

---

[23] See footnote 10
[24] Statute 3
[25] See Statutes 3-15
[26] Ord. 10
[27] Ordinance 10
[28] See statute 20.1 (o).

University. The Vice-Chancellor, by virtue of office, has the right of attendance at the meetings of the Committee. The primary purpose of the Committee is to serve as a forum for the co-ordination of inter-campus discussions among Deans and to hold consultative and advisory meetings with the Vice-Chancellor on major and important matters in the University.[29]

(d) *The Board for Undergraduate Studies*

The Board for Undergraduate Studies is a **statutory Board** assigned responsibility for managing and accessing the process of quality assurance of programmes for first degrees, certificates and diplomas, other than diplomas designated as advanced diplomas. Most of the Senate's functions relating to undergraduate studies have been delegated to the Board. [30] Its functions are exercisable over the University as a whole.

(e) *Board for Graduate Studies and Research*

The Board for Graduate Studies and Research is a **statutory Board** that is empowered to appoint Internal and External Examiners after receiving reports from the Boards of the respective Faculties.[31] It is also authorised to exercise, by delegation from the Senate, almost all of the Senate's functions as they relate to graduate studies and research.[32] By Ordinance made in 2018[33] the Council formally enlarged the statutory functions of the Board by strengthening its policy-making function and its authority over the management of the academic and administrative aspects of postgraduate studies and research, and explicitly assigning to it the duty to advise the Council and the Senate on matters relating to graduate studies and research. To facilitate the work of the Board, the Ordinances provide for the establishment, on each campus, of a Campus Committee for Graduate Studies and Research.[34] In respect of its research function, the Board is also assisted by a Research Advisory Committee.[35]

5.5   Campus Standing Committees and Boards

Campus Finance and General Purposes Committee

The Ordinances mandate that, except in the case of the Open Campus, there must be for each campus a Campus Finance and General Purposes Committee as a

---

[29] Ord. 12A
[30] Statute 25
[31] Statute 30
[32] Statute 30.4
[33] Ord. 29
[34] Ord. 29.2
[35] Ord. 29A

Standing Committee of the Campus Council. [36] The purpose of the Committee is to exercise the powers of its Campus Council in all matters, except where the powers of its Campus Council are otherwise specifically delegated. The Committee is enjoined to comply with the Financial Code in respect of matters connected with the receipt and expenditure of money.[37]

(a)   *Academic Board*

Under statute each campus is required to have an **Academic Board** which is a **Standing Committee of the Senate.** Acting on Senate's behalf, the Academic Board of a campus has wide powers, including the power to require a student to withdraw from the University on academic grounds and, in accordance with disciplinary regulations, to dismiss any student, subject to a right of appeal to the Appeal Committee of the Senate. It may also exercise such other powers as may be conferred by the Ordinances or delegated by the Senate.[38]

(b)   *Faculty Board*

Every Faculty has a Faculty Board which is chaired by the Dean. The primary function of the Faculty Board is to manage and control, within the general academic policy determined by the Senate, all matters relating to the education, teaching, and research in the subjects of study assigned to the Faculty, including curricula, syllabuses and examinations, and to advise and report to the Senate on these matters. Other functions include the making of recommendations on the appointment of examiners and the award of Degrees (other than Honorary Degrees) Diplomas, Certificates, Fellowships, Bursaries, studentships and prizes within the Faculty.[39]

5.6   Campuses, Faculties, Departments and other Units

Within the University's legal framework:

(a) **Campuses** are established by decision of the Council in pursuance of the object of the University to "provide a place or places of education, learning and research". [40]

(b) The power to create (and abolish) **Faculties** is vested in the Council but is exercisable only on the recommendation of the Senate and after consultation

---

[36] Ord. 25
[37] Ord. 9
[38] See Statute 27. Ordinance 28 prescribes the membership of the Boards of the Cave Hill, Mona and St. Augustine Campuses and Ordinance 54 that of the Board of the Open Campus.
[39] Statute 32
[40] Art 2 of the Charter

with the appropriate Campus Council(s).[41]   Each Faculty on a campus is prescribed by Statute [42]and details of the subjects assigned to a Faculty are set out in an Ordinance.[43] Each Faculty is managed by a Dean who is appointed by the Council, acting on the recommendation of the Campus Principal of the campus concerned, through the Vice-Chancellor, after the Campus Principal has conducted consultations within the Faculty.[44]

(c) **Departments, Schools, Institutes, Centres and other units of learning and research** are created and abolished by the Council on the recommendation of the Senate, but subject to the consent of a Campus Council, where the action of the Council affects a unit designated as a unit of the campus of that Campus Council.[45]

(d) With the consent of a Campus Council, the Council is also responsible for designating by Ordinance a Department, School, Institute, Centre or other unit of learning and research as falling under the purview of that Campus Council.[46]

5.7   Other Committees

Other Committees of particular importance in the University's governance structure are **the University Audit Committee and the Campus Audit Committee**. The University Audit Committee is comprised of a Chair appointed by the Chancellor and four members, not being persons on the staff of the University, selected from among members of the Council, Campus Councils and the University Strategy and Planning Committee, respectively. The University Audit Committee reports directly to the Council on the work and findings of the internal auditor and on any commentary by the external auditor on the financial management of the University. It is entitled to be furnished by the Campus Audit Committee (see below) with such reports as the University Audit Committee may require.[47] Each campus is required to have an audit committee comprised of five members, including the Chair who is appointed by the Chancellor. The other members are members of the Campus Council, not being members of staff of the University, who are selected by the Chair of the Campus Council after consultation with the Vice-Chancellor. The duties of a Campus Audit Committee include the review and assessment of the findings and recommendations of the University Audit Committee concerning the operations of the campus, the review and approval of the plans concerning the campus and monitoring the implementation of recommendations of the campus' external auditors.[48]

---

[41] Statute 20.1(f)
[42] See Statute 31
[43] Ordinances 33 et seq.-
[44] Statute 12
[45] Statute 20.1(h)
[46] Statute 20.1(g)
[47] Ord. 11
[48] Ord. 12

6. Governance Structure of The UWI

6.1   Introduction

The governance structure of The University of the West Indies is one of the most complex globally. This is partially attributable to its being one of only a few regional universities in the world. It is an autonomous institution with multiple stakeholders, including the governments of 17 countries which provide partial support for the enterprise, students who come primarily from these countries, alumni, the business community and other national and regional institutions. The University has been engaged in teaching, learning, research and outreach since its inception.

Over the last 40 years, the University has made changes to its governance structures in order to serve its various stakeholders better, and to respond to changes in the external environment. A restructuring exercise in the 1980s led to several adjustments, including the re-ordering of the powers and functions of the University between a "Centre" or regional administration and a campus administration, the establishment of the regional administration with its separate budget, and the institution of the office of Principal of the Mona Campus, distinct from the office of Vice-Chancellor, both posts having been previously held by the same person.

The focus of the governance review exercise undertaken in 1994 was the streamlining of the University's administration to bring it into step with what was perceived then to be current and prospective needs, and also to improve effectiveness.   This exercise resulted in changes to the role and composition of the Council, the establishment of new Committees of Council, including the University Strategy Committee (later renamed the University Strategy and Planning Committee) and the University Audit Committee, as well as the introduction of the Board for Undergraduate Studies, Board for Graduate Studies and Research and the Board for Non Campus Countries (since abolished). A key function assigned to the Board for Undergraduate Studies was the management of quality assurance at the undergraduate level.

The last examination of the University's governance structure was undertaken by the Chancellor's Task Force on Governance which reported in 2006. In the main, the recommendations of the Task Force were not disruptive of the existing order.   In relation to the two main bodies responsible for corporate governance – the University Council and the Finance and General Purposes Committee (F&GPC) – its recommendations related mainly to the reduction in the size of the membership, changes to the composition of these bodies, the need for more structured agendas and timely submission and better presentation of Minutes.

The Task Force also recommended that the posts of Pro Chancellor and Treasurer, respectively, should be abolished and that Council should adopt a Statement of Primary

Responsibilities – recommendations which, the Commission noted, have not been adopted. The Task Force also expressed concern that F&GPC, which does the work of the Council between the meetings of the Council, "was not a robust forum for critical thinking and serious engagement about the University's fiscal and general business".

This Commission has taken account of the improvements in corporate governance as a result of the adoption of recommendations made by these earlier review bodies. However, from documentation reviewed and submissions received, the Commission is aware that aspects of the corporate governance system remain dysfunctional. The Commission is also mindful of the significant changes that have occurred, globally, in many spheres of life since the last review of governance was done almost a decade and a half ago – in particular, features of the external environment, including trends in the higher education sector, that challenge the traditional governance structures of universities, including The UWI, and test their ability to cope. These changes include:

(a) increased competition in the provision of higher education across borders under the liberalised trade in services regime of the World Trade Organisation, which has negatively impacted universities, included The UWI, that were previously sheltered in an environment of stable markets;

(b) reduction in government funding of higher education institutions necessitating a search for additional sources of funds, including engagement in entrepreneurial activities;

(c) the application of "value for money" principles such as economy, efficiency, effectiveness and ethics by Government and donors in assessing the performance of entities that receive public funds;

(d) the increased demands and expectations of students for relevance and quality in course offerings and for University amenities of good standard;

(e) the expectation of employers that the University should provide work-ready graduates; and

(f) the increased scrutiny of corporate entities in their dealings with the public and the demand for transparency and accountability, especially those in receipt of funds from the public purse.

Aggregated, these factors increase the complexity of managing higher education institutions. They demand governance and management structures that are fit for purpose in the new environment and that are able to guide and sustain these institutions in turbulent times, while still enabling them to carry out their mandate in a creditable way. The inherently complex structure of The UWI heightens these challenges. It is within the context outlined above, that the Commission reviewed the main governance structures of the University from both a corporate and academic perspective and made its recommendations.

6.2   Corporate Governance

The following definitions of corporate governance which appear in the *Corporate Governance Framework for Public Bodies in Jamaica* are apt, in the Commission's view:[49]

> *"Corporate Governance embodies the processes and systems by which corporate entities are directed, controlled, managed and held to account. Corporate Governance influences **how objectives are set** and achieved; **how risk is monitored and assessed**; and **how performance is optimised.** It encompasses **authority, accountability, stewardship**, **leadership** and **direction of an organisation**."*

> *"Corporate Governance involves the totality of systems and frameworks that **ensures a culture of accountability permeates the organisation so that individuals know what their responsibilities are and are equipped with the appropriate tools and skills to exercise them**."* (emphasis added)

Corporate governance at The UWI is encompassed within the powers of the Council at the regional level and, at the campus level, of the Campus Councils. As the University's highest authority, the Council is responsible for the governance of the University as a whole. Its functions include policy-making, oversight of the University's finances and capital assets, human resources, and the creation or discontinuance of academic units (Faculties, Institutes, Departments, and other units of learning and research). The Campus Councils exercise, in relation to their respective campuses, powers similar to those of the Council, subject to such limits on their authority as are imposed by statute.

As outlined in Section 5 of this Report - *"Legal and Statutory Framework":*

(i)   The Finance and General Purposes Committees (F&GPCs) at the regional and campus levels exercise, respectively, by statutory delegation, many of the powers of the Councils between their meetings
(ii)   The Regional F&GPC is chaired by the Vice-Chancellor and the Campus F&GPC is chaired by the Campus Principal.
(iii)   Regional and Campus F&GPCs meet approximately 3-4 times annually.

6.3   Corporate Governance Challenges

The Commission noted that there were several aspects of the University's corporate governance system that appear to undermine the proper execution of governance responsibilities. Many of these were identified in a Report received from the University

---

[49] *Corporate Governance Framework for Public Bodies in Jamaica* (September 2011 revised October 2012 introduced by the Government of Jamaica to improve accountability among public bodies in order to achieve a more compliant, responsive, efficient and effective Public Service.

Management Audit Department, (UMAD Report) [50]   *(Appendix F* in the Annex to this Report).

They include:

(a) **The need for an improved corporate governance framework for better performance**

"A corporate governance framework is needed to bring rigour to the operations of the governance committees within the University. This framework would bring a comprehensive and transparent process based on best practices and approaches, incorporating the significant advances in corporate governance requirements over the years. " [51]

(b) **Conflict of Interest**

The chairmanship by the Vice-Chancellor at the regional level and Campus Principals at the campus level, of many layers of Committees within the system has the potential to undermine independent oversight of decisions made, and raises concerns about conflicts of interest as approvals flow from one committee to the other, all with the same chair. (See Box 1).

Box 1

Statute 10 states that the Principal shall "be ex-officio Chair of the Academic Board for the campus and of any standing, special or advisory committees set up by the Council, the Campus Council or the Senate for the purpose of exercising in relation to the campus any powers or duties imposed upon them by the Charter, Statutes and Ordinances." **The application of this statute in certain circumstances has resulted in what some may consider being a strong potential for a conflict of interest, in that there is a common Chair for all governance committees. As the information flows and approval hierarchies move from one committee to another, the Chair may appear to be reporting to himself and approving his own reports/decisions/initiatives/projects. (emphasis added)** *This may impair the transparency and accountability in the decision-making process of the Campus as there is no clear evidence of independent review and challenge to the Principal's actions and the process may unnecessarily expose the Principal to reputational risk or the University to rogue decisions or abuses of authority. Additionally, the Principal is given a clear oversight mandate and current best practices in governance requires clear independence with respect to one overseeing the work of others.*

UMAD Report

---

[50] UMAD: *Governance Concerns of the University Management Audit Department:* A Paper submitted to the Chancellor's Commission on Governance, 2019

[51] The UMAD Report cited the *Corporate Governance Framework for Public Bodies* in Jamaica referenced above, as an example of among other things, how committees are constituted, how members are selected/appointed, orientation and training for committee members, code for ethical behaviour and how committees are monitored and evaluated for performance and effectiveness.

(c) **Inadequate Risk Management**

While the University has developed and the Council has approved an Enterprise Risk Management System, no specific unit has been established to manage risk and no funding has been allocated to monitor risk management; nor does full understanding of risk management permeate the institution as a whole.

(d) ***No Whistle-blower System***

There are no whistleblowing arrangements, which would support good governance and accountability and could help to control fraud.

(e) **Absenteeism in key Governance bodies**

In meetings of the University and Campus F&GPCs, there is a high level of absenteeism among the membership, including external members nominated by the Chancellor, as well as Government representatives. When interviewed by the Commission, some members said they did not think that they had a voice at the meetings or that their input would materially impact decisions, while others expressed the view that the meetings were not productive. (Box 2).

Box 2

> The F&GPC has a monitoring and oversight function. The independent members give the F&GPC enhanced credibility and safeguard stakeholder interests. They strengthen the oversight role and facilitate transparency. Their ability to challenge management's actions directly and to provide expertise and external inputs, assist with holding management accountable. **However, we found that attendance at meetings by both internal and external members was unmonitored and insufficient action taken regarding absenteeism even for internal members. The lack of attendance at the levels noted may negate the effectiveness of the F&GPC's role**…
>
> Governance committee members do not always attend meetings. For the meetings examined (Mona F&GPC), the following were identified:
> - For the 4 meetings examined, the overall **attendance of the committee members ranged from 32 to 48%** (average of 4 meetings in the course of a year)
> - **External members were generally absent and none of the 10 members was present for 2 of the 4 meetings reviewed**. The other 2 meetings had a 30% and 10% attendance of external members respectively**.**
> - **Some of the Chancellor's nominees, Government officials or their nominees and the Chair of the Campus Council were usually not in attendance at the meetings reviewed**
>
> UMAD Report

(f) Chancellor's nominees on Council
There is no formal process established to identify and select the Chancellor's nominees on the Council. While there are established term limits for external nominees, many have had their membership repeatedly renewed, with a few serving continuously for twelve years or more.

In addition to the above concerns highlighted in the UMAD Report, the following issues were raised before the Commission during consultations with the broader university and external community:

(g) Ill-structured Meeting agendas; inadequate scrutiny and discussion of issues
The meetings of governance committees (in particular the Council and F&GPC) have "crowded" agendas and, although meetings are often lengthy, they are taken up mainly with the presentation of reports with **little opportunity to thoroughly interrogate crucial strategic, financial, human resource and risk management challenges that face the University.** (emphasis added)

(h) **No or insufficient assessment of financial impact and risk in decision-making**
Major initiatives were presented to (and approved by) the University and Campus Councils and the University and Campus F&GPCs often without clarity about their financial impact on the University, nor assessment of the risks involved.

(i) Strategic Plan approved without allocation of financial resources
The current Strategic Plan was approved by the F&GPC and the Council but adequate financial resources have not been allocated for the accomplishment of initiatives in the Plan, even on the basis of priorities. Further, it is not clear that Senior Management at the regional and campus levels, as well as management at the Faculty, departmental and administrative levels establish realistic goals and objectives consistent with the Strategic Plan.

(j) Absence of performance metrics
No metrics have been established to measure management performance and, as a result, managers are not held accountable for non-accomplishment of goals and objectives.

(k) Lack of clarity as to limits of authority of managers; little or no accountability
The roles, responsibilities and authority limits of managers at all levels are not always clearly spelled out and respondents reported that there was a **general**

lack of accountability in the system. Even though regulations exist with respect to these limits, often, it appears that they are not applied.

(l) ***Perception of non-compliance with the Statement of Principles and Code of Ethics***
While a Statement of Principles and Code of Ethics exists, there is a perception that it is not widely disseminated and that breaches are not addressed.

(j) ***Inadequate safeguard against expenditure over prescribed limits***
As set out in Section 6 of this Report,[52] the University F&GPC currently prescribes the limits of expenditure that a Campus Council or Campus Principal may incur without the prior approval of the Vice-Chancellor. The Commission noted that there is no requirement that, before giving approval, the Vice-Chancellor should consult with those responsible for managing the finances of the University, although it would be expected that there would be consultation. It also noted that there is no provision governing expenditure over the prescribed limit by the University's regional administration.

(k) ***Lack of clarity as to authorisation for businesses and business arrangements***
The Commission learned that there were businesses or business arrangements that are controlled either by campuses or the University "Centre" administration (at the regional level) with or without private stakeholders as partners. An example is a public/private partnership formed by the Mona Campus in association with private partners to build and manage new student housing units. The Commission was informed that the Mona Campus controlled 60% shares in the business and that two academics had a substantial part of the remaining shares. The Commission was told that in other instances, individual academics have started businesses with uncertain relationships to the campus or Centre administration. It was not clear to the Commission what governance process was followed in making these arrangements or whether there was independent assessment on behalf of the University of the value and risk; nor is it clear that these entities are being effectively monitored (and audited) by the University.

---

[52] See footnote 10 and related text.

6.4   Recommendations on Corporate Governance

6.4.1   A New Corporate Governance Model

While the University can boast many academic achievements and broad acknowledgement of the value of "The UWI Brand", it is evident, based on the deficiencies identified above as well as extensive feedback from the university community (discussed in other parts of this Report), that there are a number of structural and other challenges with the current governance system that threaten the viability of the University in the short and long term. To ensure that the University remains vibrant and competitive in the 21st century, the Commission believes that new and creative solutions need to be devised with respect to the institution's corporate governance.

In the Commission's view, any restructuring of the governance system should be aimed at achieving the following outcomes:
 (a)   Preservation of the pre-eminence of the Council in the University's governance structure and the enhancement of its effectiveness
 (b)   More expeditious decision-making by key governance bodies
 (c)   Structural and organisational arrangements that would allow for serious debate and interrogation of proposals as part of the decision-making process
 (d)   The participation in decision-making of internal stakeholders as appropriate, honouring the tradition of self-government in the University while, at the same time, engaging external stakeholders in governance to enhance accountability and provide contemporary perspectives on corporate governance and management
 (e)   Focussed attention on identifying and implementing new ways of financing the University enterprise
 (f)   Institution of a culture of accountability in the exercise of authority, including the development of tools to measure achievements against agreed strategic plans and goals
 (g)   Better management of risk;
 (h)   The development, implementation and monitoring of strategic plans that, while taking account of priorities of each campus, maintain a coherent regional agenda for the University as a whole.

The Commission recommends:

 (i)   the retention of the Council in its current form;
 (ii)   the establishment of an Executive Committee of the Council and the abolition of the University F&GPC;
 (iii)   maintenance of the current structure of the Campus Council;

(iv)   the establishment of an Executive Committee of Campus Council and the abolition of the Campus F&GPC;

(v)   the creation of Advisory Committees of the Council and the Campus Councils; and

(vi)   the formalisation of the teams of senior managers that now advise the Vice-Chancellor and the Campus Principal, respectively (now called the Executive Management Teams).

These are discussed in turn.
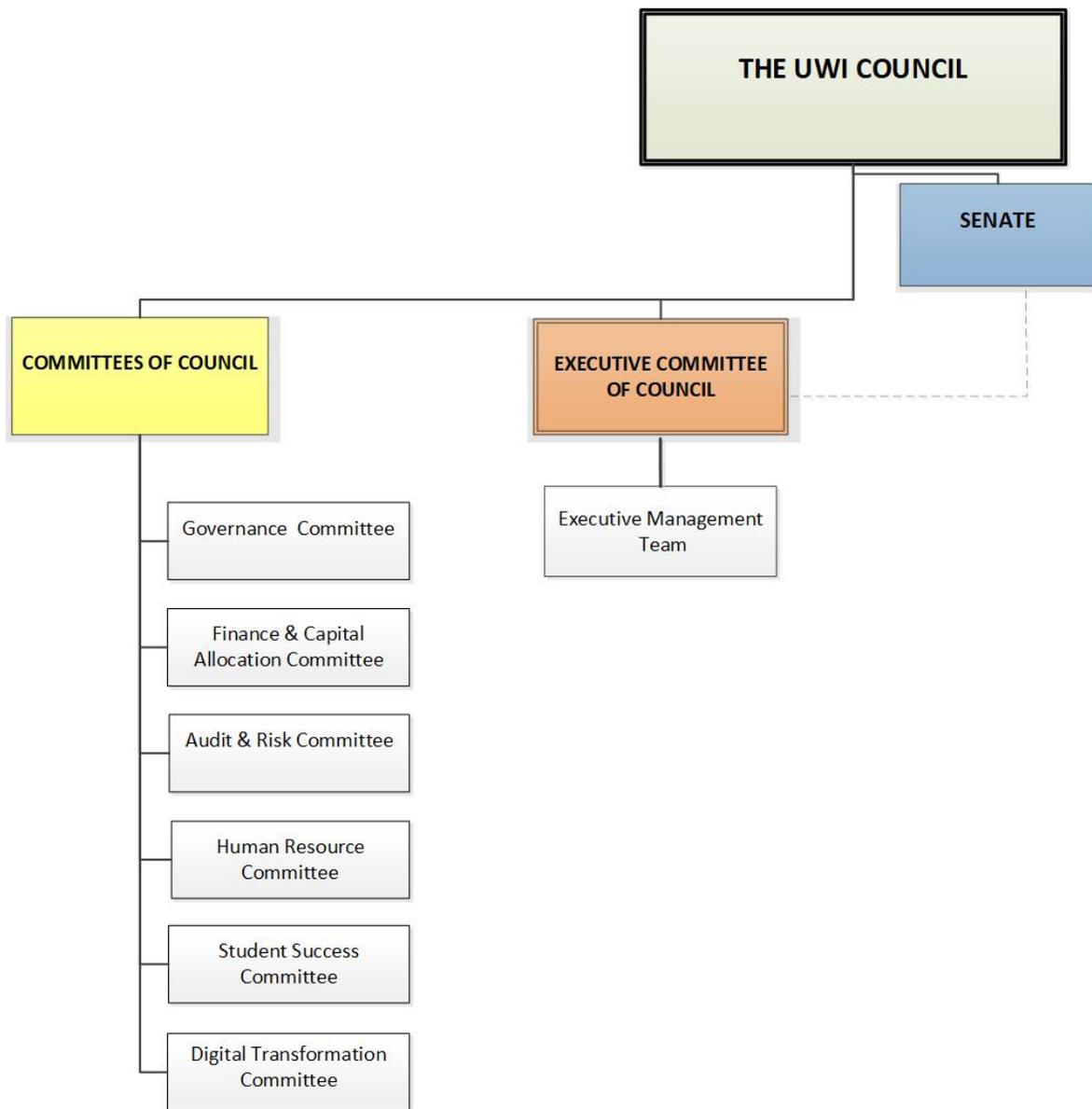
Figure 2 – Diagrammatic Representation of Proposed Governance Structure

6.4.2 Retention of the Council

The Council is the governing body of the University as a whole with extensive statutory powers over the corporate and academic life of the institution. Responsible for the overall well-being of the University, the Council must, among other things, determine the institution's strategic direction, monitor progress against strategic ambitions, monitor institutional and executive performance, ensure the financial sustainability of the institution and the maintenance of high academic standards, establish a framework to manage risk, and safeguard the institution's values and reputation.

Earlier reviews of the structure and operations of the Council have concluded that it has not been fulfilling its intended role effectively. In the main, the solutions proposed have advocated more frequent meetings of the Council to conduct its business, and the reduction of its membership. The Commission noted that Council meetings are still normally held only once per year but membership has been decreased over the years, and currently stands at forty-five (45). There is a historical dilemma which has faced the University with respect to the Council: the need to have a body that is of a size that ensures the participation in its corporate governance of a wide variety of stakeholders (including 17 Governments) and, at the same time, is small enough to allow for the effective exercise of its extensive powers. It is the Commission's view that even if the Council were to meet frequently during the year, its large membership would not conduce to informed and efficient decision-making on important issues. What is required is a structure that would permit the fulsome exercise of Council's executive and oversight functions in a more efficient manner, with well-informed and thoughtful deliberations and the capacity for nimble decision-making.

The Commission is of the firm view that, given the University's status as an institution established for public purposes and its receipt of funds from the public purse, the Council should remain an assembly of stakeholders and that its size should not be substantially reduced. In the interest of efficiency and effectiveness, the Commission proposes that the Council should delegate some of its functions to an Executive Committee, but should reserve certain powers to itself. Reserved powers would include: (a) the appointment of the Vice-Chancellor; (b) the amendment or revocation of the Charter and Statutes; (c) the approval of the University's annual audited accounts; (d) the appointment of the university auditors; (e) the approval of the annual budget; and (f) custody, control and disposition of the University's real property. The Commission believes that the Council's oversight and monitoring functions also need to be more fully exercised and thinks that this could be achieved through the proposed Executive Committee suitably composed, conferred with appropriate delegated powers and supported by strong advisory committees. (See below)

The Commission does not think that the delegation by the Council of some of its functions to an Executive Committee would undermine the preservation of the regional character of the University.

The Commission strongly advocates the adoption by the Council of a *Statement of Primary Responsibilities*. The adoption of such a Statement by higher education institutions as part of their governance framework is now commonplace in the United Kingdom and Australia and is considered to be best practice, especially for institutions that receive public funds and enjoy charitable and tax exempt status.[53] A *Statement of Primary Responsibilities* would make explicit the role and functions of the Council, and its adoption would signal the willingness of the Council and its surrogates to be held accountable for their stewardship. It would also be a useful tool for the orientation of members of the Council and committees of the Council. The Commission noted that the recommendation of the 2006 Task Force that a Statement of Primary Responsibilities should be adopted was not implemented. A model Statement that could be adapted for use by the Council as well as Campus Councils appears in *Appendix G* in the Annex to this Report.

6.4.3   *Establishment of Executive Committee of Council*

An Executive Committee of Council should be set up. It should be established by Ordinance and tasked with performing the functions of Council between meetings of Council, in much the same way as F&GPC now does. The matters over which the Committee could exercise authority and the extent of that authority would be specified in the Ordinance or in the Committee's terms of reference. It should be noted that examples of similar structures exist at a number of North American and Australian Universities, for example, University of McGill in Canada[54] and the University of Adelaide[55] in Australia. The Council could decide whether in relation to specified matters, it would authorise the Committee to make effective decisions on its behalf, and in relation to others, decisions made would not be effective until approved by the Council. As indicated above, there would be some matters reserved by Council which would not be delegated.

A critical function of the Executive Committee would be to ensure that the Council's decisions on the strategic direction and goals of the University are being implemented, by measuring performance and the achievement of these goals against key performance indicators and metrics approved by Council. It would have a strong monitoring function with an emphasis on accountability throughout the UWI system.

---

[53] See for example, Committee of University Chairs: *The Higher Education Governance Code* (for UK Universities) 15th May 2018 revised 2018 https://www.universitychairs.ac.uk/wp-content/uploads/2018/06/HE-Code-of-Governance-Updated-2018.pdf; and Universities Australia: *Voluntary Code of Best Practice for the Governance of Australian Universities,* 2011, revised 2018 https://www.universitychairs.ac.uk/wp-content/uploads/2018/06/HE-Code-of-Governance-Updated-2018.pdf

[54] https://www.mcgill.ca/

[55] https://www.adelaide.edu.au/policies/651?dsn=policy.document;field=data;id=945;m=view

Functions of the Executive Committee could include the following:

(a)   Set policy, take decisions and make recommendations to the Council in accordance with the scheme of delegation determined by the Council;

(b)   Review the University's Draft Strategic Plan prior to submission to the Council to ensure that it is robust, sustainable and adequately resourced, and make such recommendations to the Council relating to the Draft Plan as it thinks fit;

(c)   In relation to the approved Strategic Plan ensure: (i) that it is reviewed annually and adjusted as necessary in response to changes in the internal and external environment; and (ii) that the implementation of the Plan is assessed against performance indicators and metrics approved by the Council, and that corrective action is taken, where necessary;

(d)   Institute mechanisms to foster a more organic relationship between the Council and Campus Councils;

(e)   Oversee the functioning of the proposed Advisory Committees of the Council (See below)

(f)   Plan and set the agenda for Council meetings;

(g)   Ensure the effective leadership, coordination and management of the activities of the University;

(h)   Ensure effective communication with and support for the Council, Senate and other key University committees;

(i)   Maintain a high level of understanding of the wider context and environment in which the University operates;

(j)   Ensure that the University responds in a timely way to emerging threats and takes advantage of new opportunities.

The Committee should comprise a mix of internal and external members. The following membership of thirteen (13) is proposed:

- Chancellor (Chair), *ex officio*
- Vice-Chancellor, *ex officio*
- 1 external member of Council

- 1 member of the Senate nominated by the Council
- 4 Government representatives (on a rotational basis)
- 2 Chairs of the Advisory Committees of Council (on a rotational basis)
- 1 representative of the Chairs of Campus Councils (on a rotational basis)
- 1 representative of Campus Principals (on a rotational basis)
- 1 Alumni representative

Appointed members would serve for 3 years. The Committee would meet at least every two months and would be supported by Advisory Committees having the responsibilities detailed below. The University Registrar would act as the Secretary of the Committee.

Abolition of University F&GPC

With the Executive Committee of Council essentially performing the functions currently performed by the University F&GPC, **the Commission recommends the abolition of the F&GPC by the revocation of Ordinance 9 under which it is established.**

6.4.4   *Campus Councils*

As outlined in Section 5 of this Report, a Campus Council is a governing body of the University and carries out the mission of the institution at the campus in respect of which it is established. The Campus Council was created to give flexibility to a campus to address its particular needs, and it exercises many of the powers of the Council at the campus level, subject to such limitations as the statutes may impose. A Campus Council is a large stakeholder body comprising a number of internal and external members and meets once per year. With the establishment of the Five Islands Campus in Antigua and Barbuda, there are now five Campus Councils.

Many of the concerns expressed regarding the efficacy of the Council as a policy body and a forum for serious debate and interrogation of issues have also been expressed in relation to the Campus Councils as well as their surrogates, the Campus F&GPCs. The solution which the Commission proposes is similar to the one suggested in relation to the Council – the establishment of an Executive Committee of Campus Council: (See below). **The Commission makes no recommendation with respect of the size or composition of the Campus Council or the frequency of its meetings.**

6.4.5   *Establishment of Executive Committee of Campus Council*

While the governance issues faced by the Campus Council are of lesser dimensions that those faced by the Council, the Commission believes that the impact and efficiency of the Campus Council would be significantly enhanced by the creation of a Campus Executive Committee which would perform the functions of the Campus Council between its meetings.

The functions of the Committee would be focussed on monitoring, at the campus level, the implementation of the University's strategic goals, and the assessment of management performance against agreed performance indicators and metrics. **The Commission therefore recommends the establishment of an Executive Committee of the Campus Council. The ECC of the Council should establish mechanisms to ensure a functional relationship with the Executive Committee of each Campus Council.**

Abolition of Campus F&GPC

With the establishment of the Executive Committee of the Campus Council, the Campus F&GPC would be abolished. As the 2006 Report on Governance noted, the utility of Campus F&GPCs had been called into question. **The Commission recommends the revocation of Ordinance 25 under which the Campus F&GPC is established**.

6.4.6   *Creation of Advisory Committees of the Council and the Campus Council*

Another feature of the governance structure **proposed by the Commission is the establishment of Advisory Committees of the Council and Campus Councils.**

There would be six Advisory Committees at the regional level responsible, respectively, for: (a) Governance; (b) Finance and Capital Allocation; (c) Audit and Risk; (d) Human Resources; (e) Student Success; and (f) Digital Transformation. All, but the Governance Committee and the Digital Transformation Committee, would also be established at the campus level. Apart from the Digital Transformation Committee, they would be established by Ordinance as Standing Committees of the Council or Campus Council, as the case may be. The Digital Transformation Committee would be created as an *ad hoc* Committee of the Council as it is expected to have a finite life.

The primary purpose of the Advisory Committees would be to enhance the effectiveness of the Councils and their Executive Committees in executing their responsibilities. In the complex and dynamic environment in which the University's governing bodies must make decisions on several major issues, these Advisory Committees, appropriately constituted, could give independent assessment of strategic direction, key information and feedback, as well as innovative advice and dynamic perspectives. They would also be an effective means for stakeholders to contribute to the governance of the University – an important consideration for a body in receipt of public funds – and would also enhance contacts with governments, business and industry.

General features of proposed Advisory Committees at Regional and Campus Levels

(a)   Except for the Audit Committee, which would have only external members, the Advisory Committees should have a mix of internal and external members. The

Chair and at least 2 other members should be external persons selected with reference to their demonstrated knowledge, skills and abilities in the areas falling under the mandate of the relevant Committee. The Commission is conscious of the fact that service on these Committees requires a high level of voluntary, uncompensated participation and expects the University to devise means to make members remain engaged and committed and feel that such participation is worth their time and effort.

(b)   The Chairs of all the Committees and all other external members must be selected from among the membership of the Council.

(c)   The number of members on a Committee should not normally exceed 13, including the Chair, but it is accepted that in some cases, this number may have to be exceeded to satisfy the need for adequate representation (for example, the Student Success Committees). So as to foster greater integration of the regional and campus governance systems, it is suggested that on each Committee at the regional level there should be representation by at least one member of each of the corresponding campus committees, except where on account of the size of the regional committee not all corresponding campus committees can be represented at the same time.

(d)   Members of each committee would be appointed by the Council and would normally serve for 3 years (except a member who is elected by a constituency to be its representative for a shorter period, such as a student or staff representative.). The membership of appointed members may be renewed subject to a limit of 3 terms, unless the Council decides otherwise in relation to a particular member.

(e)   Other persons may be invited to attend meetings of Committees to provide information on specific topics or issues.

(f)   Meetings must be held at least 3 times per year: additional meetings may be held at the call of the Chair or if required by the Council(s) or their Executive Committees. There must be a formal agenda for each meeting and Minutes must be kept.

(g)   The University Registrar or Campus Registrar, as the case may require, must provide secretariat services for each Advisory Committee, except that the University Registrar should serve as the Secretary of the Governance Committee and the Finance and Capital Allocation Committee.

(h)   Each Committee must submit, annually, a Report to its Council or, if the Council so directs, to the Executive Committee of that Council.

Main Features of the Proposed Advisory Committees

1. Governance Committee
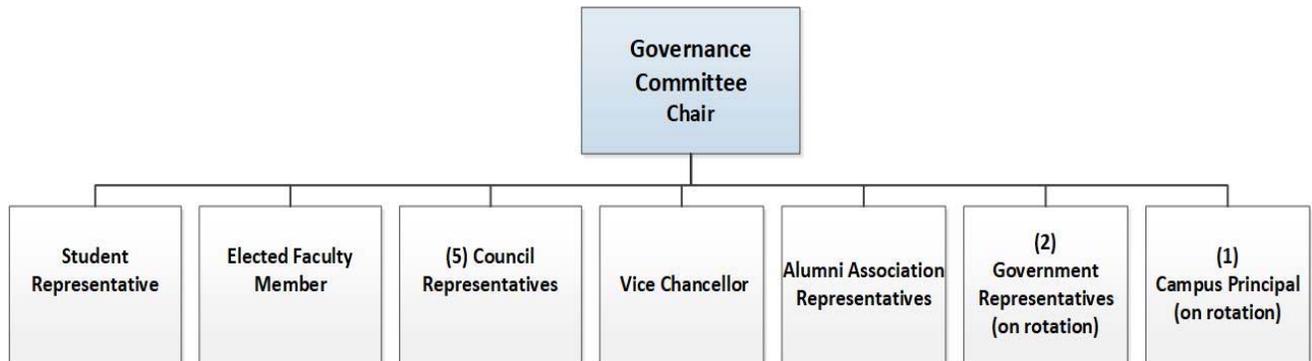
Figure 3: Proposed Advisory Governance Committee

The Commission recommends that the Governance Committee should be established **at the regional level only**.

Purpose

(a) To keep under review and advise Council on the University's governance arrangements, ensuring that the University pursues good practice, and complies with the Charter, Statutes and Ordinances and external governance requirements
(b) To advise the Council on all matters relating to the process for the appointment of Council members and their induction, mentoring, development and appraisal
(c) To recommend the appointment of new Council members and the Chairs of Council's committees.

Membership

A membership of thirteen (13) is proposed: (See figure 3)

- Chair (external member)
- Vice-Chancellor, *ex officio*
- 1 Campus Principal (selected on a rotational basis)
- 2 representatives of Governments (selected on a rotational basis)
- one (1) student member
- one (1) elected faculty member

- Five (5) external members of Council (one from each campus country) with experience in corporate governance, nominated by the Chancellor
- Representative of the Central Executive of the Alumni Association

The University Registrar serving as Secretary; University Counsel in attendance.

Functions

These would include:

(i) Develop a committee member recruitment strategy for members of the Council, Campus Councils and their Committees, taking into account desired skill sets and diverse perspectives

(ii) Continually identify and recruit candidates for membership of the regional and campus advisory committees, consistent with such strategy

(iii) Develop and oversee programmes for the induction, mentoring, development and appraisal of Council members and advisory committee chairs (to include making available a current and complete Council Manual containing the key documents such as University's Charter, Statues and Ordinances, Vision and Mission Statements, Strategic Plan and key University policies)

(iv) Oversee a systematic and transparent selection process for the appointment of members of Council and make recommendations to the Council for the appointment and re-appointment of members

(v) Keep under review and make recommendations on Council member succession

(vi) Develop and review other governance policies to guide effective oversight and thoughtful planning

(vii) Review the performance of the Council and the Campus Councils and their committees, including the effectiveness of meetings, and make recommendations, as appropriate

(viii) Review the performance of members of the Council and the Campus Councils and recommend retention or removal of incumbent members, as appropriate.

2. Finance and Capital Allocation Committee
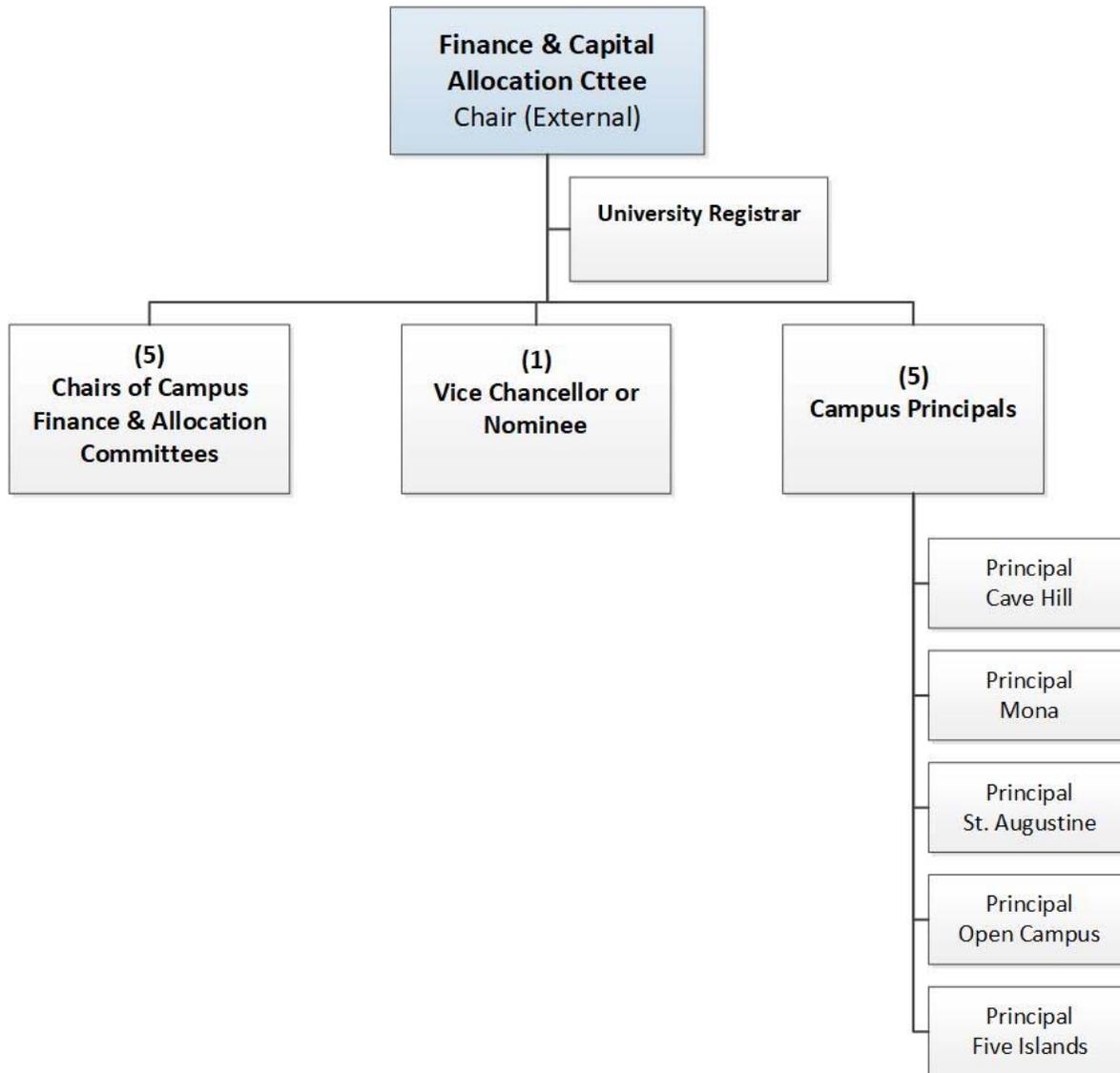
Figure 4: Proposed Finance and Capital Allocation Committee

No aspect of the University is more problematic than its current financial challenges (discussed extensively in Section 7 of this Report). The most urgent task of the Finance and Capital Allocation Committee would be to focus on the development and implementation of strategies at (both regional and campus levels) to deal with the massive deficits, and to finance key strategic initiatives.

While it is proposed that this Committee should be established both at the regional and campus levels, it is recognised that the Committee at the regional level would have a

wider remit than the campus Committee, while the latter would not have capital allocation among its functions.

Purpose

To review and make recommendations on:

(a) *Financial Policies* of the University (including policies with respect to the control and management of recurrent financial resources, the ownership, management and divestment of assets, investments, borrowings and management of funds)
(b) *Budgeting Process* – the resources available to the University to achieve its goals as put forward in the annual budget of the University
(c) *Financial Performance* – regular management reports to the Council on the financial performance of the University against the approved financial targets
(d) *Financial Reporting* – the Annual Financial Statements of the University and, in conjunction with the Audit and Risk Committee, recommend to the Council the adoption of those statements
(e) *Commercial Activities* – the commercial activities of the University, including the consideration of all proposals for new business ventures
(f) *Capital Budget-* review, and advise the Council on proposals submitted for expenditure on capital projects above defined limits.
(g) *Investments* – scrutinise and advise on investment decision making processes, and ensure adequate monitoring and evaluation of the performance of these investments.

Membership

At the regional level:
A membership of twelve (12) is proposed: (See Figure 4)

- Chair (External)
- Vice-Chancellor or nominee
- Campus Principals
- Chairs of the Campus Finance and Capital Allocation Committees

University Bursar /Campus Bursar should be invited to attend meetings.

At the Campus Level
A membership of 9 is proposed:

- Chair (external)
- Principal and Deputy Principal
- 2 other external members, ideally drawn from the business community (with one of these having expertise in construction and facilities management),

- 1 representative of Deans
- 1 representative each of: academic staff, non-academic staff and students

Functions

These would include:

At the Regional Level
(i)   Review and recommend to the ECC (for approval or recommendation to the Council in accordance with the scheme of delegation) the University's budget framework, which sets out the guiding principles relating to costs, government funding and tuition fee levels
(ii)   Endorse the underlying principles surrounding tuition fee levels, as well as actual recommendations for the fiscal year. (Consultation with students about tuition and mandatory fees)
(iii)   Assist the ECC in enhancing the University's investment position or portfolio performance
(iv)   Periodically review endowment policies approved by the University
(v)   Ensure that a sound resource-allocation framework is in place and that decisions are made within the approved framework
(vi)   Review trends which have implications for the financial health of the University or which have the potential to impair the University's Strategic Plan
(vii)   Review and recommend policies and practices that reflect evolving improvements to the financial strategies and operations of the University.
(viii) Advise and assist the Vice-Chancellor and Senior Management Committee in advancing the finance-related objectives of the University's Strategic Plan
(ix)   Receive and review reports of The UWI Pension Plan, including such matters as the performance of investment fund options, the governance structure, including the manner in which the University is meeting its fiduciary responsibilities to pension plan members and recommend to the Council any proposed changes to the Pension Plan Document.

At both the Regional and Campus Levels
(i)   Review and recommend to the ECC the annual budgets
(ii)   Monitor the financial health of the University through projections and forecasts, recommending corrective action where required
(iii)   Review actual versus budgeted results on a quarterly basis
(iv)   Review and advise on capital expenditure proposals above the **defined limit.** (Requests at the campus level must be first approved by the Finance Committee of the Campus, and the Campus ECC before presentation to the University Finance Committee, ECC and Council; proposals at the regional level must also clear this Committee and the ECC before submission to Council)
(v)   Review debt management policies, including the extent and methods of obtaining external borrowing for operating and capital expenditures

(vi)   Review and recommend policies and actions that enhance the University's financial position or financial performance (cost control or revenue generation)

(vii)   Review proposals for the engagement of the University in business or commercial activities and monitor and report on all business arrangements and commercial activities in which the University is involved

(viii) Develop and implement strategies, policies and guidelines to promote and embed within the University's processes and culture, greater economy and effectiveness, collectively known as "value for money".

The Committee must be required to provide an annual report for consideration by the Audit and Risk Committee.

3. Audit and Risk Committee
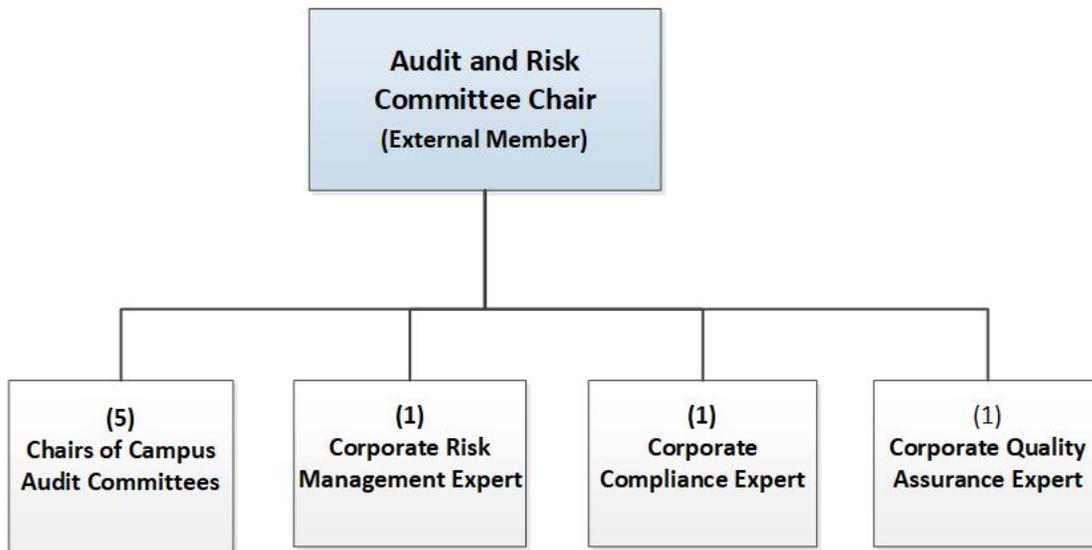
Figure 5: Proposed Audit and Risk Committee

Currently, the University has functioning Audit Committees both at the regional and campus levels (Ordinances 11and 12). As outlined previously, the UMAD Report noted that "*...while a Risk Management system is in place, the internal staffing to undertake this function is either absent, understaffed, or at times not suitably qualified to undertake this function*".

Under Ordinance 11, the University Audit Committee is required "to report to the University Council on the work and findings of the internal auditor and on any commentary by the external auditor on the financial management of the University.". Ordinance 12 requires the Campus Audit Committee to: (a) review and assess the findings and recommendations of the University Audit Committee concerning the

operations of the Campus; (b) review and approve plans concerning the Campus; (c) recommend the re-appointment or any change in the appointment of the Campus external auditors; and (d) monitor the implementation of recommendations of the Campus external auditors.

The Commission recommends that, as set out below under "Functions", the statutory mandates of these committees should be broadened in relation to their audit function and extended to include oversight of risk management, corporate compliance and quality assurance. The Ordinances should be amended to this effect.

Purpose

The purpose of the Audit and Risk Committee is to:

(a) Assist Council (through the ECC) in its oversight of the integrity of the University's financial reporting, including supporting the Council's responsibilities regarding financial statements and the financial reporting systems and internal controls

(b) Monitor, on behalf of Council (through the ECC), the effectiveness and objectivity of internal and external auditors

(c) Provide input to the ECC in its assessment of enterprise risk and determination of risk appetite as part of the overall setting of strategy for the University

(d) Assist the ECC in its oversight of the University's risk management and corporate quality assurance framework.

Membership

At the Regional Level
A membership of nine (9) external persons is proposed: (See Figure 5)
- Chair (External)
- Chairs of the Campus Audit Committees
- 2 external members with experience, respectively, in corporate risk management, corporate compliance and corporate quality assurance

 At the Campus Level.
A membership of 4 external persons is proposed.
- Chair
- Chair of the Campus Audit Committee
- 2 external members with experience in corporate risk management, corporate compliance and corporate quality assurance.

Functions

These include:

(i) Monitoring the integrity of the financial statements of the University, including its annual report relating to its financial performance, and review and report to the ECC on significant financial reporting issues and judgements which those statements contain, having regard to matters communicated to it by the auditor

(ii) Proposing a framework for Corporate Quality Assurance

(iii) Reviewing and challenging where necessary:
- the application of significant accounting policies and any changes to them;
- the methods used to account for significant or unusual transactions where different approaches are possible
- whether the University has adopted appropriate accounting policies and made appropriate estimates and judgements, taking into account the external auditor's views on the financial statements
- all material information presented with the financial statements, including the strategic report and the corporate governance statements relating to the audit and to risk management

(iv) Reviewing:
- the University's Risk Management framework
- the robustness of the University's risk management policies and processes and their fitness for purpose when tested against the Council's Enterprise Risk Management strategy and risk appetite
- regular assurance reports from management about the **Quality and Risk Management** function, regulatory compliance and that University and Campus ECCs may request from time to time
- the timeliness and effectiveness of corrective action taken and the timeliness of the report made with respect to such action.

Recommendations with respect to these responsibilities are, respectively, outlined in *Appendices H and I* in the Annex to this Report, namely, *Principles XIII and XIV of the Revised Corporate Governance Framework for Public Bodies in Jamaica;* and *KPMG, LLP - Audit and Risk Committee Terms of Reference,* 2015.

4. Human Resources Committee
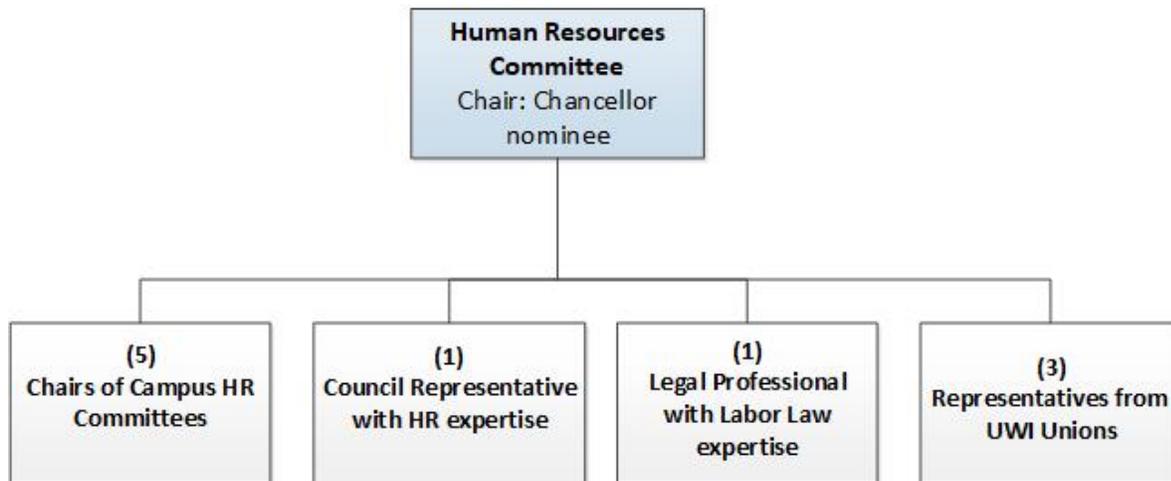
Figure 6 – Proposed Human Resources Committee

Purpose

To assist the Council and the Campus Councils to fulfil their governance responsibilities with respect to human resource matters related to University employees. The Committee may consider specific matters relating to staff delegated to it by the Council. It would be responsible for providing overall monitoring of the University's human resources framework, with a view to ensuring that policies and practices are equitable and current.

Membership

At the Regional level,
 A membership of eleven (11) is proposed. (See Figure 6)
  • Chair (external person nominated by the Chancellor)
  • Chairs of the Campus Human Resources Committees
  • One Council Representative with Human Resources expertise
  • A legal practitioner with expertise in labour law
  • 3 representatives of organisations representing different categories of staff

University Registrar to be in attendance.

At the campus level
A membership of eight (8) is proposed.
  • Chair (external)
  • 2 persons (external) with experience in human resources management
  • Director of Human Resources on the campus

- 3 representatives of organisations representing different categories of staff
- A legal practitioner with expertise in labour law

Campus Registrar to be in attendance.

Functions

At the Regional Level
- (i) Propose guidelines and procedures for the recommendation and selection of candidates for Vice-Chancellor and Campus Principal and ensure that procedures for the appointment of all persons to senior leadership positions are followed
- (ii) Propose a framework for performance management of senior UWI leadership
- (iii) Annually review UWI's management structure and succession plans
- (iv) Review and recommend to the Council, through the ECC, guidelines for management compensation
- (v) Review management recommendations for programmes, policies and practices with respect to the development of UWI's human resources, and make appropriate recommendations to the Council, through the ECC
- (vi) Review and recommend to the ECC, on behalf of the Council, any substantial concerns or changes to employee benefit or pension plans.

At both the Regional and Campus Levels
- (i) Monitor compliance with the University's policies on Human Resources, keep such policies under review and make recommendations for amendment as necessary
- (ii) Review University and campus policies and decisions made with respect to salaries or remuneration, and define duties and their tenure of office or employment, and report to the campus ECC
- (iii) Monitor compliance with the relevant health and safety legislation
- (iv) Keep under review and report to the ECC any disciplinary matter which has the potential to receive external public scrutiny
- (v) Keep Council informed of internal and external human resources issues and activities that could impact the University
- (vi) Make recommendations on the development and administration of a Whistle-blower Policy (the adoption of which is recommended in this Report).

5. Student Success Committee
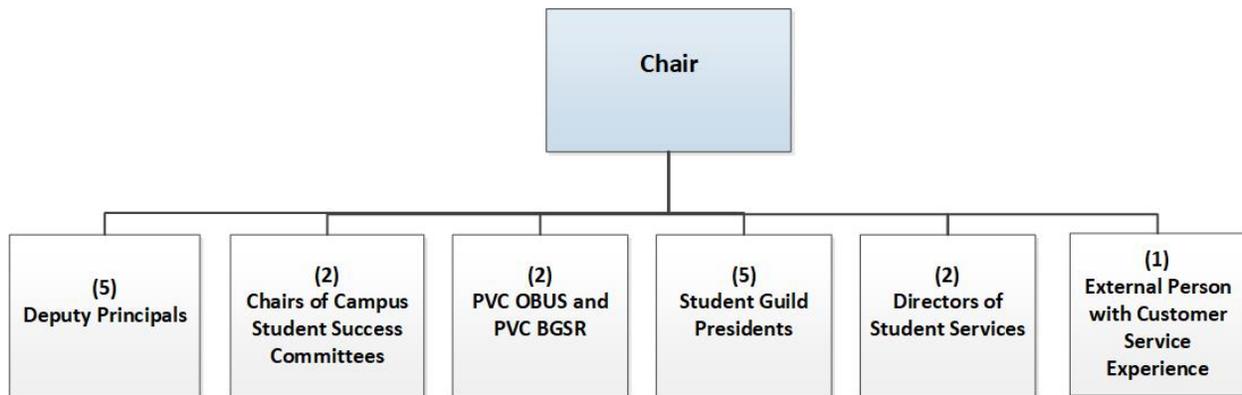
Figure 7: Proposed Student Success Committee

If The UWI is to remain competitive in the region and better attract international students, it is critical that the experience of its students on all campuses, both "landed" and Open, is a positive one. The establishment of a Student Success Committee at the regional and campus levels is proposed in light of several gaps identified in the quality of student life and student services, many of which were captured in the Report entitled *Governance of the University of the West Indies: An Examination* and also in the ATTAIN Report[56] - See *Appendix J* in the Annex to this Report.

Purpose

The purpose of the Student Success Committee is:

(a) To promote academic success by providing support services appropriate to the University's student population
(b) To identify and recommend for implementation innovative ideas to enhance student retention and persistence and the quality of the students' overall university experience
(c) To explore and make recommendations on issues relating to "campus culture" so that the student experience at UWI is positive – preferably, exceptional.

---

[56] ATTAIN, LLC: *The University of the West Indies: Diagnostic of the University Operating Model,* 2016 (the Attain Report)

Membership

At the Regional Level-
A membership of 18 is proposed: (See Figure 7)
- Chair – President of the Central Executive Committee of the UWI Alumni Association or Nominee
- Deputy Principals
- 2 Chairs of the Campus Student Success Committees (on a rotational basis)
- 2 Pro Vice-Chancellors responsible, respectively, for undergraduate and graduate studies
- Presidents of the Guilds of Students
- 2 Directors of Student Services (on a rotation basis)
- 1 person (external, with experience in customer service)

Assistant/Senior Assistant Registrar (Examinations): In attendance

At the Campus Level
A membership of 8 is proposed:
- Chair- President of the UWI Alumni Association or Nominee
- Deputy Principal
- Chair of the Student Success Committee
- Director Student Services
- President of the Guild of Students
- 1 Postgraduate Representative
- 2 external persons, one of whom must have experience in customer service

Assistant/Senior Assistant Registrar (Examinations): In attendance

Functions

These would include:

(i) Ensuring that University policies and strategic priorities promote academic success, personal growth and a rewarding student experience
(ii) Ensuring that University and Campus managers are taking definitive steps to enable greater harmonisation of student service systems
(iii) Ensuring that campuses provide safe, caring, just and ethical environments;
(iv) Ensuring students can provide meaningful input into framing strategic goals related to student life and services and in monitoring the achievement of these goals
(v) Providing opportunities for students to give open feedback about matters which affect their well-being, without fear of reprisals

(vi)　　　On-going assessment of concerns expressed with respect to student services and monitoring the degree to which they are addressed.

6. Digital Transformation Committee
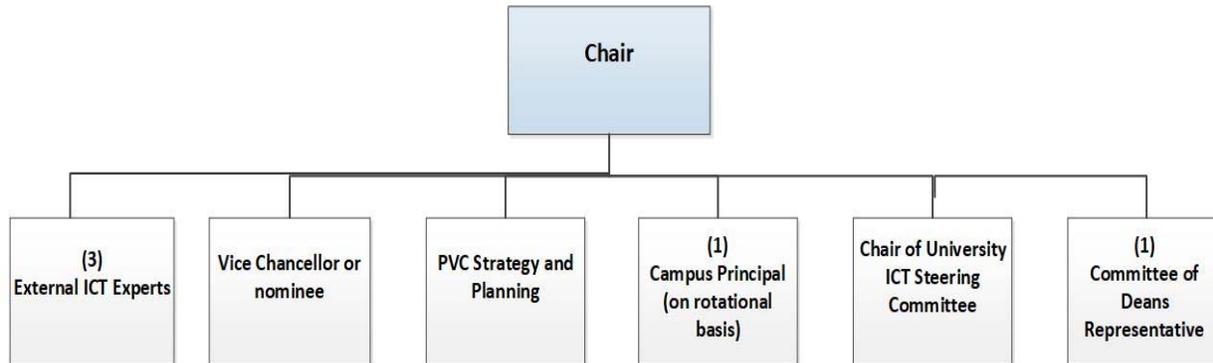
Figure 8: Proposed Digital Transformation Committee

No large 21st century organisation, particularly one that is the size of The UWI whose presence is dispersed across a million square miles of sea, can progress or even survive without a robust technological base.

The Commission noted that responsibility for the overall direction and management of ICT throughout the University lies with the University ICT Steering Committee which reports to the University F&GPC. ICT committees, established at the campus level, ensure that approved policies and management practices are implemented. While these campus committees report to their respective Campus F&GPCs, their connection to the University-wide ICT agenda is maintained through their reporting obligations to the University ICT Steering Committee and also by the fact that all the chairs of the campus committees are members of the Steering Committee. Connected to the Campus IT Committees are advisory groups within Faculties and other units at the campuses. To be sure, the University has made significant progress in ICT development over the years. However, current and projected demands indicate, that instead of the traditional intermittent approach to development, the University must pursue an aggressive and transformative ICT and digital agenda. This matter is of such importance that the Commission has devoted an entire section in this Report to it. (See Section 9)　The Commission believes that in the proposed restructured governance arrangement, such an agenda must not only be　driven by the University's top leadership but must be overseen and monitored on behalf of the Council by the ECC with the support of a

dedicated committee of persons that includes external members with the requisite technological knowledge and expertise.

Purpose

(a)   To evaluate, and provide advice to the Council, through the Executive Committee, on ICT and Digital Transformation policies and strategies and to monitor and make recommendations on the progress of the digital transformation programme

(b)   To make recommendations on the prioritisation, oversight and risk monitoring of ICT investment

(c)   To review and advise on the adoption or otherwise of recommendations for improvement in the ICT governance and management systems made from time to time by various review bodies

(d)   To make recommendations on an ongoing basis with respect to the management of ICT at the regional and campus levels.

Membership

A membership of nine (9) is proposed (See Figure 8)

- Chair (external person with relevant expertise)
- 3 external persons (with experience in change management, communication strategy development and ICT)
- Vice-Chancellor or nominee
- Pro Vice-Chancellor, Strategy and Planning
- 1 Campus Principal (on a rotational basis, representing Campus Principals)
- Chair of the University ICT Steering Committee
- 1 representative of the Committee of Deans

In attendance: University Registrar, University Bursar, Chief Information Officer; University Librarian; all leads of functional domains in the digital transformation roll-out process.

Functions

These would include:

(i)   Assess and monitor University ICT plans, strategies and programmes and make recommendations to strengthen and accelerate digital transformation throughout the University;

(ii)   Review reports, and provide advice and make recommendations on the digital transformation process and on progress made towards the accomplishment of strategic goals;

(iii)   Review submissions for the approval of ICT projects of strategic importance in the context of the University's Strategic Plan and the digital transformation programme, and make such recommendations as the Committee thinks fit;

(iiii)   Review and comment on time-lines, and track timeliness for execution of planned ICT and digital transformation activities;

(ivi)   Review and advise the Council, through the ECC, on major ICT and digital transformation risks, including disaster recovery and audits;

(vi)   Provide advice and make recommendations for the approval of ICT and digital transformation prioritisation submissions by the University ICT Steering Committee to inform the University's planning and budget cycle;

(vii)   Ensure that an annual Cycle of ICT Governance Business is established and maintained and that it includes reports, submitted through the University ICT Steering Committee, on the University's current ICT Disaster Recovery plans and procedures;

(viii)   In consultation with the University ICT Steering Committee, recommend a communication protocol to provide the University community with information on the ICT Governance Framework, the prioritisation of ICT projects, and other ICT-related decisions;

(viiii) Bring to the attention of the University ECC any matter that appears to be impeding the digital transformation process and make such recommendations as it thinks appropriate;

(ixi)   Refer to the other University Council Committees any ICT and digital transformation matter that has implications for their respective mandates;

(xi)   Respond to other University Council Committees on any referred matter with ICT or digital transformation implications;

(xii)   Recommend the creation of joint sub-committees, task forces or teams as considered necessary to facilitate review and decision-making in respect of cross-cutting ICT or digital   transformation issues.

Relationship between the Executive Committees and the Advisory Committees and the University ECC and Campus ECCs

The proposed regional and campus Executive Committees of the Councils (ECCs) and the Advisory Committees of the Councils are intended to have close relationships, with the Advisory Committees providing effective support to the ECCs to enhance their ability to make good decisions on behalf of and recommendations to, their respective Councils. The details of their interaction would have to be refined. However, the Commission suggests that to avoid very crowded agendas which can undermine the time available for interrogation of important matters, the construct of meetings of the regional ECC should be designed to enable **succinct** reports from the Vice-Chancellor (or Campus

Principals) as well as from select Advisory Committees, depending on the matters to be considered at a given time.

The campus ECCs would be expected to bring to the ECC of the Council matters that affect the University as a whole.

6.4.7   *Formalisation of the Existing Executive Management Team*

The Commission learned that, at the regional level, there is an informal group of senior managers called the Executive Management Team which meets at the request of the Vice-Chancellor to discuss various matters falling within the Vice-Chancellor's management remit: (the University Executive Management Team). At the campus level, some Campus Principals have a similar group that deals with issues pertaining to the management of the business of the University at their respective campuses (the Campus Executive Management Team).

These Teams, comprised as they are of the most senior managers of the University, have the capacity to offer high-level advice on the strategic issues and significant operational and management matters. The Commission heard that meetings of the Teams provide opportunities for information-sharing and clarifications on cross-cutting management issues. However, it was said that, in some cases, meetings were held on an *ad hoc* basis and that it was difficult to assess whether the discussions and advice provided had a significant impact on decision-making.

The general view of those who spoke on this matter was that, in principle, the idea of having Executive Management Teams at both levels was a good one, but that their terms of reference needed to be clarified and their role formalised. For some, this meant that their purpose, functions, membership and procedures should be prescribed by Ordinance. **The Commission saw merit in this position and recommends the formalisation of the Executive Management Teams at both regional and campus levels as advisory committees to the Vice-Chancellor and Campus Principals, respectively. To avoid confusion with the Executive Committee of the Councils, it is suggested that these committees be renamed the University Senior Management Committee (USMC) and the Campus Senior Management Committee (CSMC), respectively.**

Brought formally into the management structure, these bodies would make valuable contributions to the University management system in a structured way with appropriate documentation of their deliberations, including Minutes of meetings.

The **University Senior Management Committee** would advise the Vice-Chancellor on such matters as:

(a) The strategic planning processes within the University, and the development of a robust, sustainable and adequately resourced draft Strategic Plan, as well as matters to take forward to the Council and its Executive Committee in relation to the University's strategic direction

(b) The annual plan for the University derived from the Strategic Plan, key performance indicators, operational plans and other plans as developed from time to time

(c) The University's annual budget and mid-year forecasts

(d) Any proposed undertaking (academic, infrastructure or other) that would have an impact on the current or planned budget (capital and operational)

(e) Requests for financial support for the development and delivery of new programmes

(f) The University's financial report against budget, including cash flow projections, reports of performance against the capital expenditure programme budget and a summary of investment performance

(g) The effective implementation of major programmes and activities such as information and communication technologies and global engagement, ensuring that these programmes support the University's strategic objectives

(h) The need for new or revised policies relating to operational or management activities that have strategic impact

(i) The introduction of cross-campus programmes, made more compelling in a post-COVID era

(j) The development of an employee and student-oriented culture, emphasising continuous improvement, personal development and high performance measured against appropriate benchmarks: (See Section 8).

The **Campus Senior Management Committee** would advise the Campus Principal on such matters as:

i The implementation of the University Strategic Plan as it relates to the campus

ii The operationalisation of University-wide policies on the campus and budgetary matters, including requests for expenditure within the limits approved for the campus

iii Issues pertaining to student experience and staff engagement, including health and safety.

In the proposed restructured arrangement, the USMC, through the Vice-Chancellor, would report directly to the Executive Committee of Council, providing a link between the main governing and management bodies of the regional University, thereby facilitating the monitoring of progress towards agreed goals and the making of adjustments to plans and goals necessitated by changed circumstances. A distinct advantage of well-established and efficiently operating Senior Management Committees at both the regional and campus levels would be that, since the Chairs of these committees would be members of the Executive Committee of their respective Councils, matters from the Senior Management Committees that require consideration or approval of the Councils or their Executive Committees could be fast-tracked. Similarly, any management matter of concern to the Executive Committee of the Councils (or any of the Council's Advisory Committees) could be brought expeditiously through the Vice-Chancellor or Campus Principal to their respective Senior Management Committees.

Membership

At the Regional Level, the following membership is proposed:

University Senior Management Team:

- The Vice-Chancellor (Chair)
- Principals of the 5 campuses
- Pro-Vice-Chancellors
- University Registrar
- University Bursar
- Chief Information Officer
- University Counsel

Campus Senior Management Team:
- The Campus Principal
- Campus Deputy Principal
- Deans
- Campus Registrar
- Campus Bursar
- Campus Information Officer

At both the regional and campus levels, meetings should be held at least once per month. The Vice-Chancellor or Campus Principal may delegate a person to chair a meeting in his or her absence. Minutes of the meeting should be kept. The University Registrar/ Campus Registrar should act as the Secretary to the Committee.

Impact of Proposed Changes on the Offices of Vice-Chancellor and Campus Principal

Vice-Chancellor

The Vice-Chancellor is the academic and executive head of the University and, as such, is responsible to the Council for the leadership, management and development of the University as a whole. As the chief executive officer of a complex organisation such as The UWI, the Vice-Chancellor is expected to guide the development of the institution's strategic plan and the realisation of its stated mission and strategic goals. He or she must also direct the development and implementation of University policies on academic and other matters and ensure that, in performing their functions, constituent parts of the University act in ways that are consistent with the University's academic, financial and organisational goals, rules and policies.

The restructuring exercise arising out of the 1994 Report led to the devolution of the powers of the Council to Campus Councils, and Campus Principals became responsible to the Vice-Chancellor for maintaining and promoting the efficiency and good order of the University on their respective campuses. This allowed the Vice-Chancellor to give more focussed attention to the "big picture" issues concerned with the well-being and development of the regional enterprise, such as the articulation of strategic goals and messages of the University, in order to build broad support for and ownership of the UWI's aspirations among its many constituents – including Governments, staff, students and alumni, business, and industry and the general public across the region, and the enhancement of the reputation of the University. The Vice-Chancellor must also:

- lead the University in developing and implementing initiatives to attract new sources of financial support in light of the institution's current perilous financial situation;
- develop a comprehensive and responsible budget to advance the institution's strategic goals and priorities; and
- oversee both human and financial resources in a manner that ensures accountability.

The Vice-Chancellor remains the main representative of the University externally, undertaking important ceremonial and civic duties.

The broad scope of the Vice-Chancellor's management responsibility over the University's operation as a whole, accounts for the office holder's multiple chairmanships of University bodies at the regional level, and membership of all significant campus committees. Statute 5 (5) (a) formally assigns the Vice-Chancellor the chairmanship of the Senate and of all committees of the Council and Senate, (subject to prescribed exceptions) but permits the appointment by the Vice-Chancellor of an

officer of the University to chair any such committee. It is on the basis of statute 5 that the chairmanship of the Finance and General Purposes Committee (F&GPC) the main Standing Committee of Council, falls to the Vice-Chancellor. The conflict of interest issue raised concerning the Vice-Chancellor's chairmanship of F&GPC has already been discussed in this Report. Had the retention of the F&GPC been an aspect of the Commission's proposed new governance structure, the Commission would have recommended that F&GPC should not be under the chairmanship of the Vice-Chancellor. But this has not become necessary in light of the Commission's recommendation that the F&GPC should be abolished.

In the proposed restructuring arrangements, the Commission envisages that the Vice-Chancellor would play a pivotal role on the proposed Executive Committee of Council, acting as a bridge between the University's governance and management domains, leading the institution's strategic planning and collaborating with the Executive Committee in determining the University's mission and major goals (with key performance measures) and, on an annual basis, identifying priorities to be pursued and the requisite funds. The Vice-Chancellor and the Executive Committee would also collaborate in making such adjustments to plans as may be necessary based on current circumstances (for example, the impact of the corona virus pandemic). It is envisaged that this interface between governance and management would be enhanced by the input of the Senior Management Team, renamed and formalised as proposed by the Commission, as an advisory committee to the Vice-Chancellor.

Campus Principals

A Campus Principal is appointed by the Council on the recommendation of the Vice-Chancellor who may also recommend his/her appointment as a Pro Vice-Chancellor. All current Campus Principals hold office as Pro Vice-Chancellors and are required under the statutes to perform such functions of the Vice-Chancellor as the Vice-Chancellor may delegate. As the chief executive officer of a campus, a Campus Principal is accountable to the Vice-Chancellor for the management of all spheres of the University's operations on that campus.

A Campus Principal is a member of the Campus Council and the (University) Council as well as other major regional governance bodies (such as the Senate and University F&GPC). Under statute, a Campus Principal is a member, *ex officio,* of many campus governance committees, usually in the capacity as the Chair. The Commission sees no reason for any fundamental change to these arrangements but a few important adjustments seem desirable.

In the proposed governance model, the Campus Principal would remain the chair of the Campus Senior Management Committee (currently called the Campus Executive Management Team) and a member of the University Senior Management Committee

(currently called the Executive Management Team) on the basis of statutory prescription and not merely by practice.

The Commission recommends that: (a) as regards membership of the Executive Committee of the Council, the Campus Principals select (in rotation) one of their number to be their representative; (b) while a Campus Principal would continue to report to the Vice-Chancellor, there should be a "dotted line reporting relationship" to the Campus Council through its new Executive Committee.

The Commission's view is that the accountability of Campus Principals to their respective Campus Councils and to the University Council must rest on an assessment of their implementation of measurable short and long- term agreed strategic goals. The Commission believes that appropriate instruments and other mechanisms should be designed to facilitate an integrated cross-University approach to addressing some of the University's short- and long-term challenges and to document the progress of all campuses towards the achievement of the University's development agenda.

Proposed Abolition of the University Strategy and Planning Committee

Responsibility for the development of the University's Strategic Plan now falls within the purview of the Vice-Chancellor and the Executive Management Team. It would be expected that, in the new governance configuration, the Plan would be constructed in collaboration with the University ECC, and with inputs from a revitalised Senate: (See below for proposals regarding the Senate). As is currently the case, the Council would approve the Plan and, thereafter, it would be the responsibility of the Vice-Chancellor and senior managers to ensure its implementation. The Senate would monitor progress with respect to the achievement of academic goals while the ECC would monitor the financial and administrative aspects of the Plan.   These monitoring functions are currently exercised by the University Strategy and Planning Committee. (See Section 5 of this Report). With the assignment of the monitoring functions to the ECC and the Senate, the University Strategy and Planning Committee would become redundant. **The Commission therefore recommends that the University Strategy and Planning Committee should cease to exist and that Ordinance 10 under which it is established should be revoked.**

6.5   Academic Governance

A useful definition of academic governance is stated in Australia's *Tertiary Education Quality and Standards Agency (TEQSA) Guidance Notes: Academic Governance*-version 2.3 (2017) (*Appendix K* in the Annex to this Report)
> *"An effective and robust system of academic governance is an essential component of every higher education provider's overarching governance structures and processes. The system provides the framework for establishing, monitoring and*

sustaining quality and integrity in higher education provision and ensuring quality learning experiences and outcomes for students. Academic governance will provide competent oversight and monitoring of all academic activities at the institutional level including approving courses; setting academic standards; developing and reviewing the academic policies that guide all academic activity; providing competent institutional academic leadership; offering advice to corporate decision making and allowing student participation in academic governance.".

The central features of The UWI's academic governance (teaching/research/community outreach) are consistent with the definition above. In essence, academic governance is largely the province of the academic community.[57] As outlined previously (See section 5) the ultimate academic authority of the University is the Senate. Specific powers of the Senate have been delegated to the Academic Board of each campus which is a Standing Committee of the Senate.

By statute, the Board for Undergraduate Studies (BUS) is assigned responsibility for "managing and assessing the process of quality assurance of programmes for first degrees, certificates and diplomas other than diplomas designated as advanced diplomas" and, by delegation, exercises much of Senate's powers as they relate to undergraduate studies. Similarly, the Board for Graduate Studies and Research (BGSR) exercises, also by way of statutory delegation, the powers of the Senate in relation to postgraduate studies. It appears that these Boards are strong, respected academic governance structures that are fulfilling their mandates, by assuring quality and the maintenance of high academic standards. In the Commission's view, their structure and functions should remain the same.

6.6   Academic Governance Challenges

Evidence of the strength of The UWI system of Academic Governance includes the positive findings by National Accreditation Bodies in their reviews of all four campuses.[58]   In addition, the University has an internationally respected Quality Assurance system: UWI degrees are accepted internationally and the international ranking of the University is creditable (top 5% of the 20,000+ universities worldwide and consistently #1 in the Caribbean).

However, in the Commission's consultations the following issues were raised:

(a)   ***The considerable size of Academic Board and the high degree of absenteeism***

---

[57] See Section 5 for a summary of the role and functions of the Senate, the Board for Undergraduate Studies, the Board for Graduate Studies and Research and the Academic Board, respectively.

[58] The fifth campus – Five Islands Antigua & Barbuda – has recently been established and is not yet eligible for consideration for accreditation review.

Of the 130 members of the Academic Board, 78 had not attended any of the meetings in one year and another 26 attended only one meeting (see UMAD Report) – a situation that could potentially impair careful review of some important issues.

(b) ***Absence of a Common Forum for Academic Matters***
Given that most of the functions of the Senate are carried out by the Academic Boards on the campuses and by the Board for Undergraduate Studies and the Board for Graduate Studies regionally, there is a perception that the academic function is fragmented and that there is need for a forum in which strategic issues common to both the undergraduate and postgraduate education/research enterprise could be examined in a more integrated fashion (Provision is currently made for BUS and BGSR reporting to Council via F&GPC and for Academic Boards to report to Campus Council through Campus F&GPC, but these meetings have crowded agendas and insufficient time available to interrogate significant academic issues. A possible solution is suggested under **Recommendations for Academic Governance** below.

(c) ***Promotion System***
There was much criticism of the promotion system, in particular, of what is believed to be insufficient recognition of teaching, contribution to University life and public service.[59]

(d) ***Financing of Academic Programmes***
While there is provision for linkage of academic programmes and financing, it is unclear the degree to which this occurs either centrally or at the campus level.[60]

(e) ***Standardisation of Courses***
There is concern about the lack of standardisation of courses and programmes across campuses to facilitate the mobility of students.

(f) ***High Instructional Costs***
Based on the ATTAIN Report, instructional costs are high compared to benchmark institutions because of a multiplicity of courses and degree programmes with small enrolments, thereby increasing the demand for staff (a high number of whom are part time) and administrative and facility costs.

---

[59] The criteria for promotion are specified in Ordinance 8. See highlights of this Ordinance in Appendix L in the Annex to this Report.
[60] BUS Guidelines for Submission for Undergraduate Programme Proposals (1997/1998)

6.7   Recommendations on Academic Governance

The preservation of sound academic governance structures and practices and their enhancement over time are important in ensuring that, in the future, The UWI meets and exceeds its current performance. As noted previously, it seemed to the Commission that, in general, the University's academic governance structures are relatively strong, albeit concerns remain about the operational issues identified above, as well as the clear need to expand and integrate online course delivery by the landed campuses as well as the Open Campus (particularly in the post-COVID era).

A major complaint was that there was no **single forum in which University policy and strategic matters related to the entire academic enterprise could be thoroughly examined and decisions made.** This is an important issue which the Commission thinks must be addressed so that the gains so far achieved in academic governance and management are not undermined, but strengthened. The Commission believes that a revitalised Senate could provide such a forum.

6.7.1   A Revitalised Senate

Although most of its functions have been delegated to the Boards, the Senate remains the academic authority of the University under the University's Charter. Moreover, the Senate still has undelegated powers, some of which are significant, such as the power to deprive a person of a degree, diploma, certificate or other award, to determine the subjects in respect of which degrees may be awarded and the titles assigned to the degrees, and to make statutes.

Additionally, under statute, several powers of the Council are expressed as exercisable on the recommendation or with the consent of the Senate or after a report from it. The exercise of these residual powers was evident in meetings of the Senate held in April 2019, October 2019 and May 2020 which dealt with the establishment of new Schools and a new Faculty, statutory amendments and proposals relating to academic dress.

In addition to these residual powers, a revitalised Senate could be assigned co-ordinating, rationalising and monitoring functions over the entire academic governance system in which academic authority is dispersed among BUS and BGSR, at the regional level, and 5 Academic Boards at the campus level. The Senate would provide a single forum in which representatives of these bodies could come together to deal with, in an integrated way, cross-cutting matters that affect the University academic enterprise as a whole. These could include academic policy formation, establishment of academic strategic goals and the monitoring of the achievement of those goals. Such a forum would likely serve to minimise inconsistencies and promote standardisation of approach and practice in the academic governance system and build consensus around common issues. It would also provide the opportunity for the sharing of best practices in academic governance. **The Commission recommends that the Senate should be**

explicitly authorised by statute to exercise co-ordinating and monitoring functions over the academic governance system as a whole.

The respective roles and responsibilities of BUS, BGSR and the Academic Boards would remain the same.

6.7.2   *Proposed Matters for Consideration by a Revitalised Senate*

Outlined below are matters that might be considered in Senate meetings:

(a)   Monitoring the achievement of the University's strategic, academic, research and outreach goals within current constrained fiscal parameters, using clearly defined measurables

(b)   Ensuring that there are aggressive steps to better rationalise, re-align and integrate academic programmes across the campuses, as recommended in the ATTAIN Report and in the ProCare (2010 and 2018) Reports, with a view to achieving significant expenditure reduction[61]

(c)   In the era of COVID 19 and other possible pandemics, providing an integrated, thoughtfully constructed plan (with measurables) to drive the expansion of cross-campus online programmes

(d)   Ensuring that quality assurance practices and measures are in place for face-to-face and online teaching and research programmes

(e)   Ensuring that there is compliance with external regulatory standards (accreditation bodies) for both campus and professional programmes (e.g. medicine, nursing, engineering)

(f)   Monitoring student outcomes against agreed benchmarks (e.g. student satisfaction, percentage of students graduating on time, percentage of students employed within six months of graduation and nature of employment; 1st,2nd and 3rd year retention rates and addressing dropout rates; percentage of degrees in STEM and other fields deemed important to national/regional development)

(g)   Monitoring research productivity bench-marked against similar institutions internationally (for example, research publications per faculty members; Google Scholar measures; research funding)

(h)   Ensuring that there is appropriate oversight of academic and research integrity

---

[61] ProCare addressed issues of academic programming for efficiencies in both their 2010 and 2018 reports, and have formulated three streams (undergraduate streams, graduate and research stream & ODL and CPE stream) for the academic domain to address these issues.

(i)   Monitoring collaborations and partnerships with external institutions to ensure on-going benefit and avoidance of financial and reputational risk

Membership

Under existing statute, the Senate is comprised of the Vice-Chancellor (Chair), Campus Principals, Pro-Vice-Chancellors, four Representatives of each Academic Board, including representatives of Deans serving as members of the Senate annually, and one member representing the Students' Societies (Guilds of Students) of all campuses and the Alumni Association, in annual rotation, and such other members prescribed by Ordinance. This puts the number at 35. The Commission proposes that a revitalised

Senate should have 30 or less members. This could be achieved by the reduction in the number of representatives of the Academic Board.

Meetings

Currently, there are no specific times set for meetings of the Senate: they are called at the instance of the Vice-Chancellor or at the written request of not less than one third of the members, of whom at least one must be from each Campus. (Statute 26).

If the Senate were revitalised and new functions assigned, as proposed, **the Commission recommends that fixed dates should be set in the University's calendar for at least two meetings of Senate in each year.** The meetings should be scheduled for a time between meetings of the Council taking into account the scheduled meetings of BUS, BGSR and the Academic Boards, so as to give these bodies time to assemble key issues for discussion in the Senate.

Set meeting times would provide a more structured context in which the Senate could exercise its residual powers and perform the new co-ordinating role which the Commission has proposed.

One or both meetings could be held virtually. The Commission noted with interest that in its 2006 Report (at p 40) the *Chancellor's Commission on Governance* had recommended that meetings of the Senate should be held to deal with those matters that were not delegated, pointing out that the membership of the Senate had been significantly reduced and that with electronic meeting being expressly permitted, the meetings of Senate would not have significant cost implications.

6.7.3   Relationship between the Senate and the ECCs

In the proposed restructured arrangement, the statutory relationship between the proposed revitalised Senate and the Council would remain the same.

It is proposed that there should be close linkage between the Senate and the University ECC as well as the campus Academic Boards and Campus ECCs. **The Senate should have clear statutory authority to engage with these bodies: (a) to review financing of programmes and other ventures of strategic importance; (b) to undertake academic programmatic changes needed to achieve reductions in expenditure to address the University's fiscal crisis (see ATTAIN Report) as well as other matters determined to be of common interest for sustainability and growth of the University.**

6.8   Membership of Academic Boards

The powers of the Academic Boards are outlined in Statute 27, and its membership, meeting frequency and functions are set out in Ordinance 28. In addition to the Vice-Chancellor (or his/her representative), the Board includes the Campus Principal (Chair) and Deputy Campus Principal, all Deans, all Directors of Schools, Heads of Departments, all Professors, Campus Librarian, Campus Coordinator of Graduate Studies and many others.

The University Audit Management Department pointed out that the membership of the Academic Board on one campus **exceeded a hundred persons and that there was a very high degree of absenteeism.**

---

*Academic Board - For the 3 meetings examined, 78 of the 130 (**60%**) members **did not attend any of the meetings**. In addition, 26 of the 130 (**20%**) members examined **attended one (1) of the meetings reviewed**. It should however be noted that despite the absences, all meetings examined had a quorum.*

-    UMAD

The Commission recommends that there should be a thorough review of the membership of the Academic Boards which, while ensuring representation of key groups, should seek to limit the total number of members to no more than 30. The Commission suggests that this review should be undertaken by a reconstituted Senate which would make recommendations to the Council with respect to the amendment of Ordinance 28.

6.9   Global Partnerships

The Commission looked with favour at efforts to expand and strengthen global partnerships with other universities and like bodies. It recognised that, while such partnerships have been beneficial for the University, there was the possibility that some could pose reputational, academic or financial risks. In addition, there may be instances where some partnerships have outlived their value to the University and should be discontinued. **It is on this basis that the Commission recommends that the framework for forming and monitoring major global partnerships be subject to review by the ECC, in collaboration with the Senate, and strengthened, if necessary.** The framework would require review and interrogation of plans to form such partnerships in order to assess value and potential risks prior to approval. In addition, there should be a system of on-going review and periodic reporting on these arrangements.

6.10   Meeting Logistics

A concern that may arise with respect to the number of "new committees" proposed and an expanded role for the Senate, is that there will be an increase in the requirement for cross-campus meetings and, as a consequence, an increase in the cost of travel and use of time for travel. However, many such meetings can be held utilising the relatively robust UWI internet conferencing facilities which have been advanced even more during the COVID pandemic. **The Commission recommends that in the restructured arrangement, as a matter of course, at least one of the meetings of the Council, University ECC, the proposed Advisory Committees , BUS, BGSR and Appointments Committee of the Council should be conducted by video conferencing with face-to-face meetings held once per year if deemed appropriate** – currently a practice of some regional organisations.

7. Financial Sustainability

7.1   Current Financial Model and Position

The current funding model for UWI is a ***cost-sharing model*** in which the economic costs of teaching are shared between students (20%) and regional governments (80%) (Council Minutes, April 2014). Further, the 1982 Report of the Sub-Committee of the Committee of Council on UWI Restructuring (p 8) made clear that the "*teaching cost would be recovered on the basis of the economic cost per* student *in the particular faculty on the campus.*" In some instances, the governments also cover the 20% student portion through various grant and other programmes. To supplement this funding, the three larger physical campuses (Mona, St. Augustine, Cave Hill) have initiated commercial activities and projects to earn additional revenues.

UWI currently gets income from the following main sources:
  (a) Government contributions including 80% of the economic cost of UGC-approved programmes, and support provided for capital projects and special initiatives
  (b) Tuition fees – 20% of the economic cost of UGC-approved programmes, and 100% of the cost of other programmes.
  (c) Commercial activities
  (d) Special Project income
  (e) Income from Other projects
  (f) Miscellaneous income

Summary Financial Position

For the FY 2018/19, revenues were BDS$925.8 million and expenditure was BDS$1017.3 million, resulting in an overall operating deficit[62] of BDS$91.5 million. This is the latest iteration of structural deficits which have been recurring annually since 2015. (Prior to 2015, the financial position fluctuated between deficit and surplus). As a result of these deficits, there is erosion in the equity position, which stood at BDS$284.8 Million at July 2019, reflecting ***a decline of 28% from July 2018***.

7.2   Financial Challenges

The challenges of financial sustainability faced by The UWI are outlined below:

  (a) **The continued inability of the key contributors – regional governments – to honour their obligations under the current 80:20 funding model has created a build-up in receivables and significant liquidity risk for the**

---

[62] The deficit is inclusive of Finance costs, Depreciation and Post employee benefits.

institution. As at November 30, 2019, the receivables from the governments stood at **BD$133.9M**. Due to fiscal constraints in the various contributing countries, some Governments are now adopting 'block funding', where they contribute set amounts, which are lower than the calculated 80%. To date, the shortfall from funding via commitments vs the 80:20 model is US$367M (BD$734M).

(b) **Impairment charges on receivables has negatively impacted the operating results and balance sheets of The UWI over the years**. In FY 2018, the impairment expense was BD$113M, due primarily to the write-off of BD$102M of the receivables from the Government of Barbados under their debt restructuring programme. In FY 2019 the impairment charge was BD$17.7M.

(c) **Increasing student receivables negatively impacting cash flow and impairment expenses**. Below are the aged student receivables as at July 2019. At that time, receivables outstanding for more than one year accounted for 56% of total student receivables.

	Mona BD$	St. Augustine BD$	Cave Hill BD$	Open Campus BD$	Total BD$
UWI Student Receivables as at July 2019					
Days past due					
0-120 days	21,870,673	599,661	1,181,655		23,651,989
121-365 days	14,390,399	1,342,050	1,119,186		16,851,635
> 365 days	20,833,542	1,796,176	4,863,506	24,051,016	51,544,240
Gross	**57,094,614**	**3,737,887**	**7,164,347**	**24,051,016**	**92,047,864**
Impairment	- 23,655,893	- 1,796,176	- 7,140,657	- 19,203,955	- 51,796,681
Net	**33,438,721**	**1,941,711**	**23,690**	**4,847,061**	**40,251,183**

(d) **Operating Expenses continue to outpace revenues, resulting in a structural deficit that needs to be addressed**. The table below shows the annual expenses relative to revenues recognised over the last five years.

UWI Revenue and Expenditure Recognised in the Profit or Loss account					
BD$ (Millions)	**2015**	**2016**	**2017**	**2018**	**2019**
Revenue	963.40	968.40	915.80	965.30	925.80
Expenditure	1,022.80	987.10	943.10	1,060.60	1,017.30
Shortfall	(59.40)	(18.70)	(27.30)	(95.30)	(91.50)

(e) **UWI has a growing deficit related to the unfunded Employee benefits obligation (including pension liability).** This deficit, which stood at BD$452 Million as at July 2019, can have a significant impact on solvency and therefore needs to be resolved. The UWI has been in discussion with the governments of the contributing countries regarding alternative strategies to resolve this issue. Specifically, consideration has been given to the establishment of a Working Group, in conjunction with WIGUT (Jamaica) and the Government of Jamaica (GOJ) to review all aspects of the pension supplementation liability which is the major component of the UWI's Employee benefits obligation. The Working Group is to determine the most effective method to meet The UWI Mona Campus' pension supplementation obligation. In addition, measures are under consideration to reduce the liability, such as changing the formula and increasing retirement age. Reduction in benefits, however, is always challenging as this will require the support of employees.

(f) **The target financial metrics for financial health of a University are not being met**[63]. A Composite Financial Index (CFI) score of positive 3 is considered the minimum benchmark point which is indicative of a financially healthy university. The ATTAIN Report (2015) highlighted the downward trend in The UWI's CFI, a negative trend which has progressed through to 2019 to a negative value, well below the target score, as indicated in the table below.

As at July	*2015*	*2016*	*2017*	*2018*	*2019*
CFI	**0.99**	**1.39**	**0.96**	**-0.44**	**-1.21**
(Composite Financial Index)					

The ATTAIN Report indicated that a score of less than 3 needs serious attention as shown below:

---

[63] ATTAIN Report

SCORING SCALE FOR CFI PERFORMANCE

-4	-3	-2	-1	0	1	2	3	4	5

Consider whether financial exigency is appropriate

With likely large liquidity and debt compliance issues, considers structured programmes to conserve cash

Consider substantive programmatic adjustments

Re-engineer the institution

Direct Institutional resources to allow transformation
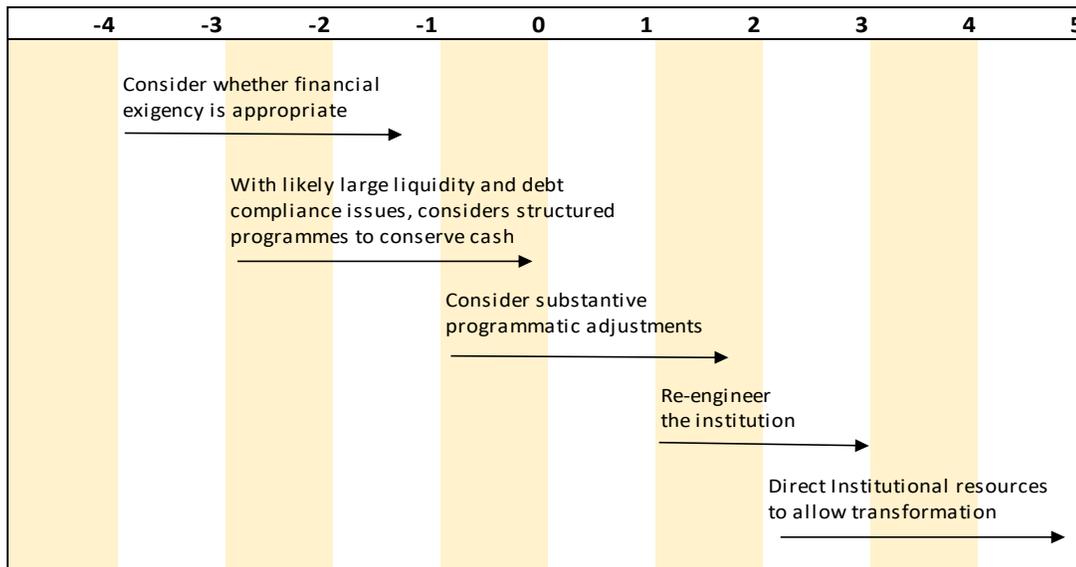
The CFI is determined through four critical ratios (primary reserve ratio, net operating revenues ratio, return on net assets ratio, and viability ratio). The index reflects high level financial decisions for management of the university's financial position directly related to its (i) sufficiency and flexibility, (ii) ability to live within its means, (iii) sufficient return on net assets, and (iv) strategic management of debt.

Based on the trending of the CFI score, The UWI appears to be heading towards financial exigency, which calls for rigorous restructuring in all segments of the institution to reduce operating costs, while pursuing feasible means of increasing revenues. The trending suggests that institutional reengineering, substantive programmatic adjustments, and a structured cash conservation programme, in combination, are now probably all due.

7.3   Contextual Conclusions

In summary, based on the UWI's consolidated accounts, and trends in structural deficits, there is significant risk to the future sustainability of The UWI. Also, based on the downward trend of the CFI score between the years 2015 to 2019, and the Commission's understanding of new programmes, projects, and human capital increases in which the University has engaged over this said period, it would appear that the University has had an overextension of commitment beyond its means.

While the observed deficits are directly related to challenges with the current funding model (*how The UWI gets its income*), it is also related to the effectiveness of the operations and financial management of the University (*how The UWI spends its money*). These two critical components need to be addressed holistically to ensure that The UWI can survive to deliver on its mandate of providing tertiary education to the people of the region for the foreseeable future.

The Commission therefore recommends with urgency:
   (a)   **A revision of financial management oversight and processes to ensure visible, transparent and effective use of resources and accountability**
   (b)   **Improved analysis and utilisation of data and trending to mitigate reporting risk, and to clearly identify risks and opportunities to be addressed so as to inform decision-making of all academic and administrative cost centres at the Vice Chancellery and at campus levels**
   (c)   **Developing and implementing a more sustainable funding model.**

Towards A New Financial Operating Environment

> *If institutions don't continuously assess their portfolio of business processes, identify duplicative activities or inefficiencies, or ensure each business function supports the institution's broader strategy, they could find themselves unable to deliver on their academic mission. How business processes are designed and executed drives resource allocation, staffing, and management oversight. If processes are inadequate, the institution may experience financial strain in an environment already facing revenue declines, increased operating costs, and shrinking budgets. Colleges and universities should balance revenue with operating costs, including faculty, staff, utilities, and facilities.* **(Deloitte, 2018, p. 4)**

7.4   Visible, Transparent, and Effective use of resources for Educational Gains

The Commission recognises the imperative need for tangible and visible measurements of gains to be traceable across all areas to which the University's scarce resources are allocated. In this regard, it will be critical to enhance the quality of the University's financial reporting to maximise performance and accountability within all areas of its established mandate, namely, teaching and learning, research and innovation, and public service.

Further, the Commission is well aware of the impact that The UWI's graduates have had in advancing the Caribbean economies. However, given the economic environment in which all sectors compete for funding, governments and individuals will want best value for money. In this regard, the way in which the University allocates and expends financial resources to achieve desired goals must be subject to sound governance processes. These processes must be built within a robust *system of reviews, controls,*

reporting, sanctions and incentives that will ensure *optimal use of the University's resources.*

7.5   Current Governance Gaps - Financial Management

"*The governing body ensures institutional sustainability by working with the Executive to set the institutional mission and strategy. In addition, it needs to be assured that appropriate steps are being taken to deliver them and that there are effective systems of control and risk management.*" (*Committee of University Chairs (CUC) 2018, p.15*)

The challenges with various aspects of the University's corporate governance system that appear to undermine the proper execution of governance responsibilities generally are outlined in Section 6. Outlined below are specific governance gaps that relate to financial management, which exacerbate the weak financial health of The UWI:

(a) The University's Strategic Plan is a critical tool to drive its mission. The Commission has noted that the 2017-2022 Strategic Plan appears to push for expansion beyond the means of the University, despite its declining financial health. The continuing deterioration of the University's financial health does not appear to have influenced adjustments to the ongoing Strategic Plan. Strategy needs robust coherent goals with adequate resources, follow-up and corrective actions and Council's oversight role is critical here. **The gaps in the existing governance structure (*infrequency of Council meetings, ill-structured meeting agendas, inadequate scrutiny and discussion of issues, inadequate reporting, and insufficient independent oversight*) do not allow the Council to effectively oversee Executive leadership and hold them accountable for performance and sustainability of the strategic plan.**

(b) **Delay in responding effectively to deteriorating financial metrics in a proactive manner**, particularly on the expense management side, over the last few years. The University has now sought to manage this by several measures such as freeze on salary increases and hiring, and across-the-board budget cuts. However, there has been reluctance to execute larger impact cost-cutting measures, such as head-count reduction and eliminating under-subscribed courses/programmes. Significant recommendations were made in the ATTAIN report for cost-reduction.   Yet, five years later, most of the efficiency improvement measures have not been implemented. (Note that the tension on cost-reduction has increased significantly since the onset of the Covid-19 Pandemic).

(c) **There is a perceived lack of clarity and transparency on the methodology and data used to calculate the gross economic cost** of delivering the various

academic programmes. This leads to delays in governments settling the bills for their contributions, again impacting liquidity risk. This issue was highlighted by Prime Minister Mottley of Barbados during discussion of the UGC Funding Model (2018), and she indicated that the "*funding options could not be examined in a wholesome manner without resolving the billing issues*" (UGC, 2018, p.3.) Similar concerns regarding calculation of economic cost for funding were expressed by government representatives from ten contributing countries who were interviewed by the Commission. It was also noted that the perceived lack of clarity and transparency on the billings of the University is not new and has been a persistent concern that has not been addressed (see above, UGC, 2018, p. 3). Consequent on this feedback, what stood out for the Commission was that there needs to be a clear methodology for calculation of gross economic cost and billing, and criteria for disaggregation at a Campus level. This methodology must be understood and agreed by relevant stakeholders.

(d)   **The decision-making process for new strategic initiatives needs improvement**. There are instances where initiatives are undertaken without sufficient business case diligence and consideration of their financial sustainability and the liabilities that they can create for The UWI. The UMAD Report to the Commission highlighted the deficiency in the decision-making and approval process as a matter of grave concern.

(e)   As The UWI attempts to take on **commercial projects** to supplement income, there are **gaps in the review process,** particularly as it relates to conducting the financial analysis, understanding the risks and developing the structure of the arrangements to mitigate risk and ensure financial sustainability. There are also **gaps in the process for executing, monitoring and reporting** these arrangements.

(f)   Clause 6 in Chapter 2 of the University's Financial Code allows for oversight by the University Bursar of the Campus Bursars, who report to their respective Campus Principals. Currently, there is inadequate supervision and oversight of the Campus Bursars, which has led to campuses, without consulting the University Bursar, making critical financial decisions that bind The UWI.

(g) Non-compliance with the rules governing private consulting arrangements by UWI staff and lack of an effective monitoring mechanism by the University.

7.6   Recommendations for Improved Governance - Financial Management

The following are recommended actions/initiatives that would improve governance with respect to the financial management of the University.

(a) The Commission noted that under the University's Charter and Statutes, responsibility for the financial viability of the institution as a whole rests solely with the Council. The Council must assume ultimate responsibility and ensure that proper oversight of fiduciary responsibility is well executed, and must hold executive management accountable to meet clearly agreed and established financial objectives. With the recommended new Governance structure outlined in Section 6, the Council, through its various Committees, should review and approve the Strategic Plan, establish frequent reporting and performance assessment to continuously determine the progress of the Executive Leadership in meeting established objectives, and making interventions as needed.

(b) The Council's fiduciary oversight must be well supported through its committees and executive management with expert advice and data. In this regard, the Council must ensure that it has the appropriate data for decision-making, and should direct any gaps to be addressed promptly.

(c) Resource allocation, cost and revenues **need to be made visible and transparent** across the defined segments within the University in order to monitor, evaluate and compare the financial performance of each segment (for example, research and innovation or a large project) and its sustainability as a stand-alone at the level of a campus or at the Vice Chancellery or consolidated in a 'One UWI' approach. The Executive Leadership together with the Finance and Capital Allocation Committee of Council (see section 6.4.6) will need to agree on the defined segments relevant to the University as well as key performance metrics for endorsement by the Council. Also, Executive Management will need to define all elements that require approval by the Council so as to ensure that systems and resources are in place to generate this type of reporting on a timely basis.

(d) Greater effort must be made to address the financial challenges through implementation of aggressive cost-reduction initiatives. **The UWI leadership should proactively initiate extensive cost-saving and efficiency projects** such as the ones recommended in the ATTAIN report. With the impact of Covid-19 and the resulting shift to digital education delivery, there should be increased focus on leveraging technology to reduce the economic cost of tertiary education at The UWI. (Section 9 goes into more detail on the recommendations for Digital Transformation).   These pro-active efforts are important not only to ensure survival of the institution, but also to instil greater confidence in the key contributors – regional governments, the Private Sector and alumni – that The

UWI leadership is executing an effective plan that will put The UWI on a more sustainable path for the future.

(e) Implement **improved governance processes** to ensure greater prudence and fiduciary responsibility with focus on:

   (i)   Clear definition of authority levels and approval limits
   (ii)   Managing reporting relationships for key finance staff to ensure that the University Bursar plays a greater oversight and approval role in relation to the Campus Bursars. The Campus Bursars should have a dotted line reporting relationship to the University Bursar who should clearly define the working relationship, including meeting frequency and scope of authority
   (iii)   Approval process for capital expenditure
   (iv)   Approval process for borrowing
   (v)   Process for undertaking Strategic initiatives and commercial projects, including a sound framework for:
   - assessing the opportunity and developing the business case
   - defining return on investment
   - review and approval processes
   - execution (set-up and ongoing management)
   - monitoring and reporting
   (vi)   Accountability for meeting financial metrics
   (vii)   Compliance framework with appropriate sanctions for breaches along with incentives for compliance
   (viii) Monitoring mechanisms and reporting, including whistle-blower mechanisms
   (ix)   Improved independent oversight – Audit function.

All these should be reviewed and approved by the relevant committees recommended in Section 6 on Governance structures, namely, the Finance and Capital Allocation and Audit and Risk Committees.

(f) Once the improved governance processes are developed and documented, a robust programme of communication and training is required at the relevant levels to ensure there is full awareness not only of the procedures, but of the expected role that all persons involved must play to ensure compliance.

(g) Calculation of Economic Cost and Billing: – The Commission recommends that a team be established with relevant stakeholders, including all Bursars, and possibly, a mediating consultant, to review and agree on a methodology to calculate the economic cost and to allocate that cost through an agreed billing process. Given the work done by the ATTAIN group and their familiarity with the University's structure and nuanced understanding with granularity of details

across key dimensions, it is suggested that someone from this team could be asked to play the role of the mediating consultant.

Clarity should bring an explicit labelling of the cost dimensions used in the current 80:20 cost-sharing model, whereby teaching cost (including shared services support and ancillary costs) would be recovered on the basis of the economic cost per student in the particular Faculty on the campus. Teaching and learning costs and revenues should be visible and transparent across the board, and should be distinguished from the costs and revenues from other operations.

(h) Create a specialised team at the level of the Vice-Chancellery to be accountable for commercial activities across all campuses: identifying and proposing opportunities, implementation of approved activities and ongoing monitoring of commercial activities.

(i) For private consulting arrangements, the Commission recommends a process to require the submission of quarterly declarations by staff members to which the consultancy rules apply, on the consultancies undertaken by them during the previous quarter with confirmation that the prescribed percentage of fees received in respect of such consultancies has been paid over to The UWI. Appropriate sanctions are to be applied if false or incomplete declarations are submitted.

7.7   A New Funding Model for UWI

In December 2017, a UGC Task Force was established to review The UWI's funding model and to make recommendations to create a path towards financial sustainability.

Model Recommended by the UGC Task Force – December 2017
   Recommended Options for Recovering Receivables

- *Securitisation of existing receivables*
- *Use of Serial Bonds*
- *Design payment plan for Governments*

N.B. The committee voted evenly on the recommendation for the Securitisation model and the payment plan model

   Recommended Long-Term Funding Model
- *The committee supports the Cost- Sharing Model as the long-term funding model for the UWI and higher education in general*
- *The distribution of the costs will have to be determined through negotiations with the various stakeholders (Government/ Students/ Institution)*
- *One of the models to fund cost- sharing in order to reduce the burden on the student and the government and also to improve the financial health of the institution, is the use of an **Augmented Income Contingency Loan Model** (AICL).*

Recognising the limitations in fiscal space for Governments, the Task Force recommended a new, sustainable funding model as well as mechanisms to address the significant receivables due from Governments.

The funding model recommended by the Task Force was presented to a special UGC meeting in November 2018. After feedback and discussion about technicalities that needed further research and review, the UGC concluded the meeting with the following actions to be undertaken:

Short- term:
   (a) To circulate the letter regarding the serial bonds to the contributing Governments
   (b) The continuance of the structured payment plans; and
   (c) The UWI arranging to have discussions with the Governments regarding the options for settling their debts including debt/asset swap

Long-term:
   (d) The establishment of a University Trust Fund

In reviewing the model, the Commission was mindful of the conflict between the desire of regional governments to meet the need to offer affordable tertiary education to citizens, and their ability to fund this on a long-term, sustainable basis. The Commission recognises and supports the governments' commitment to tertiary education as a critical enabler for development. However, the harsh reality is that governments will continue to face fiscal challenges in the near future, with many competing demands for funding from different sectors.

The Commission noted that the UGC did not agree on the proposed cost-sharing model with increased student contributions. The UGC instead agreed on setting up a Trust Fund which the various contributing Governments would be asked to seed. While the Commission agrees in principle with the establishment of a Trust Fund, this solution could work only if the Fund were to be seeded with either cash or income-generating assets. With the current fiscal realities affecting the Governments' ability to seed a Fund with these types of assets, the implementation of this concept seems unlikely.

The Commission supports revisiting the cost-sharing funding model based primarily on the reality that governments are unable to meet their current share of the economic cost of education. Given the fiscal challenges faced by regional governments, the key question is: *in what ratio should the costs be shared?* The Commission feels that **students, being the primary beneficiaries** of the tertiary education, should contribute a greater portion of the economic cost. Having said that, the Commission is keenly aware of the financial challenges of many students and parents and, for this reason, thinks it is imperative that support be given in the form of full up-front funding via student loans, with manageable repayment terms.

The Commission recognises that even with greater up-front funding support, there are some hurdles and risks in increasing the student contribution too significantly from the current 20%. There is an expectation by the population based on historical practices to receive 'free education'. As such, any alterations of fees could result in a decline in enrolment. When the Barbados Government stopped funding the 20% student portion effective for academic year 2014/15, enrolment dropped by 21% from 7,388 students in 2013/14 to 5,825 students in 2014/15. On the other hand, when in 2017, Trinidad reduced the Government Assistance for Tuition Expenses (GATE) grant funding for new students, on a phased basis with needs-based assistance, this had a lower impact on enrolment. First year student enrolment went from 5,207 students in academic year 2016/17 to 4,905 students in academic year 2017/18 (6% reduction) in the year of the grant cut.

Importantly, in terms of equity, and before any new funding model is subscribed, the University must demonstrate moral and fiduciary responsibility, and ethical guardianship in its effective and efficient use of institutional resources. Further, it should clearly show how these resources are being maximised to increase the greater good of Caribbean society.

If The UWI is going to move to a model with students contributing a greater share of the economic cost, it is important to do scenario analyses to factor in attrition rates and other critical variables that would affect the outcomes. The revised model has to be carefully crafted with mitigating factors to minimise disruption and the disenfranchisement of needy students.

7.8   Recommendations for a New Funding Model

7.8.1   *Cost- sharing with risk mitigating considerations*

The Commission recommends aiming for the following base scenario for cost-sharing, recognising that other scenarios would need to be assessed before a final one is agreed with the relevant stakeholders, including key Government representatives:

  (a)   Students – **40%** through borrowing with long-term mortgage-type, graduated payments that are aligned with the graduates' ability to repay, for example, a set percentage of the graduates' income/salary during their working lifetime.
  (b)   Government – **60%**

The Commission also feels that the roll out of this model would require an implementation plan which would incorporate risk-mitigating elements such as the following:

(i)   A policy which could include components like grandfathering of existing students, possible phasing in of increases, and needs-based assistance determined by means testing.

(ii)   Ensuring sufficient funding of relevant lending agencies in each Contributing Country to enable the issue of larger loans to cover the increased student contribution/fees. The provision of adequate funding to the lending agencies has been an issue in the past. Apart from Government funding, alternative sources would have to be sought, including multi-lateral funding and pension funds.

(iii)   The loan repayment structure must be manageable, and should be aligned with the student's ability to pay once he/she graduates and secures employment or starts earning income.

(iv)   Loan repayments could be tax-deductible to reduce the burden of repayment

(v)   To encourage repayment and reduce delinquency, stronger collaboration with credit bureaus (where applicable) and banks to ensure that student loan payments become a priority for the graduate's disposable income.

(vi)   Communication regarding The UWI Leadership's plan to reduce the economic cost of the programmes, and by extension, funding requirements

(vii)   Strengthened and focussed alumni communications and engagement to encourage repayments and reduce delinquency.

Notwithstanding the merits of these ideas, the Commission recommends that they be subject to a more rigorous examination and modelling, to determine with more confidence, the most optimal cost-sharing ratios and most viable characteristics that will make the model as affordable as possible, both to governments and prospective students.

7.8.2   *Additional Sources of Funding*

(a)   **Private Sector Contribution**: While acknowledging the significant contributions made to the University by many private sector entities in the region, the Commission felt that the private sector, as a beneficiary of higher education, could contribute more to tertiary education. The level of funding for students should be biased towards key programmes/courses that the region considers important for development. An appropriate mechanism/framework could be developed to secure greater contributions by the Private Sector, particularly those enterprises that employ UWI graduates, so that the

contributions by Governments can be reduced over time. **The Commission recommends that The UWI conduct research on global best practices on private sector funding with a view to determining the approach(es) that might be appropriate in the regional context.**

(b) **Engaging Alumni**: Alumni contributions are an important source of funding at universities across the world. There is potential to obtain greater contributions from UWI Alumni. The current infrastructure at UWI to support these efforts, however, is woefully inadequate, and requires investment and increased capacity to bring the engagement of alumni in university affairs in line with best practice norms. The department responsible for Alumni engagement has staffing of 6 persons, and insufficient budgets to execute the necessary systems, programmes and follow-up. A strong co-ordinated effort (supported by adequate systems, resources and funding) should be made to execute a sustained programme to engage The UWI Alumni to participate in the development of the institution through ongoing financial and other contributions. It is likely that the investment in this area will be handsomely rewarded. Also, to incentivise Alumni to give more, their contributions to The UWI could be tax-deductible, **and the Commission recommends that the necessary tax-deductibility approvals be sought by the department responsible for alumni affairs.**

7.9   Digital Transformation to support outlined recommendations

As presented in Section 9, one of the five key functional domains of the digital transformation programme that has been launched in 2019 with the advisory support of ProCare is the Financial Domain. It is currently sponsored by the Cave Hill Campus for and on behalf of the Vice Chancellery and all campuses across The UWI. The Commission sees the value of digitally transforming the financial operations of the University that will lead to productivity gains, efficiency savings and resource sharing. These are KEY strategic imperatives for placing the University on a sustainable financial path. This will be crucial for regaining and sustaining the financial health of the University, particularly amidst the widespread public spending cuts that will be aggravated by the evolving global, pandemic-driven economic downturn.

Upon considering documents and suggestions put forward by ProCare, the Commission further supports the following:

(a) Transitioning the One UWI budget system to more robust shared models for resource allocation, tracking and reporting, as an imperative for contending with regional challenges. Those include adapting to ongoing and expected changes in the external fiscal parameters imposed by campus-hosting governments and the other contributing countries.

(b)　Unifying the financial data definitions and schemes, including cross-campus financial transactions, data mobility, comparability and reporting so as to streamline the multiple charts of accounts, and facilitate inter-operability and consolidation across the University.

(c)　Calculating, charging, billing and reporting of teaching economic costs and tuition fees by an incremental unit such as the credit hour, as a means of improving the visibility and transparency of the required disaggregation of those costs.

(d)　Enhancing the ability to recover joint costs, share joint revenues and distribute both the costs and revenues more equitably among collaborators, in order to promote more collaboration and innovative entrepreneurship, without jeopardising relations with, and commitments to funding governments. This will be contingent on enhancing the visibility and transparency of costing and resource allocation at more granular levels.

(e)　Building mandatory financial reporting requirements into the system to facilitate performance monitoring, and inform decision making in relation to the key strategic priorities of the University. The aim is to facilitate visibility of the aggregated and disaggregated costs in all mission-critical elements such as the quality of teaching, learning and student development, the effectiveness of the ICT assets and operations, and the quality, quantity and impact of the research, innovation and publications across the university.

8. University Management

The Vice-Chancellor and Campus Principals as CEOs of the University and campuses, respectively, are responsible for managing both the academic and corporate operations of the University. Some of the key powers of the Vice-Chancellor include (*Statute 5*):

(a) general and specific supervision over the educational arrangements of the University, including authority for the admission of students
(b) maintenance and promotion of the efficiency and good order of the University
(c) ex-officio Chair of the Senate and with certain specified exceptions (see Statute 5 - a) **chair of all Committees of the Council and Senate provided that the Vice-Chancellor may appoint a member of the University to be Chair of any such Committee.**

See Figure 9 *(in Appendix M* in the Annex to this Report) which presents a diagrammatic representation of the University Management.

In like manner the Campus Principal is *"responsible to the Vice-Chancellor for maintaining and promoting the efficiency and good order of the University at the Campus to which the Principal is appointed".*

In addition (and of relevance to subsequent discussion), the Principal "…. ***Shall be ex-officio Chair of the Academic Board (of the Campus) … and of any standing, special or advisory committee set up by the Council, the Campus Council for that campus or the Senate***…

Other Senior Managers with both corporate and academic management responsibilities include the Pro-Vice-Chancellors (Statute 9), Deputy Campus Principals (Statute 11), the Deans (Statute 12), the University Registrar (Statute 13), the University Bursar (Statute 14), the University Librarian (Statute 15) and other officers (Statute 16). At the Campus level, in addition to the Principal, Deputy Principal and Deans, there are the Campus Registrar and Campus Bursar.

There exists **Executive Management Teams** chaired by the Vice-Chancellor at the regional level and by the Campus Principals on the campuses. However, as indicated earlier in this Report, these are not statutory entities and their membership, authority, responsibilities and frequency of meetings vary widely. These factors contribute to uncertainty about their value and effectiveness in the overall management of the University.

8.1　People Management Matters

The Commission's key task was to listen, review and recommend how The UWI could move towards improved governance and financial sustainability – the focus of previous sections of this Report. The comments below are focussed on the 'people' component of Governance. Herb Kelleher, former CEO of Southwest Airlines, famously said "the business of business is the people." The feedback that the Commissioners received clearly suggests that the University is not intentionally focussing on the people in the organisation and the employee experience is not being managed effectively. The feedback from consultations with this stakeholder group highlighted the following areas of concerns:

    (a)　A need for more effective leadership throughout the institution
    (b)　The need for consistent performance management discussions and honest feedback on performance for all levels of staff
    (c)　An absence of sanctions for breaches and non-compliance with existing regulations and policies
    (d)　The need for greater transparency in assessment and promotion.

The Commission feels that these concerns must be addressed. Appropriate attention and focus on these areas would enhance the overall employee experience and improve engagement, morale and productivity.

8.1.1　*Develop Effective Leaders*

There is a need to promote and develop a cadre of leaders who are emotionally intelligent and who show up and connect with the people they lead. The academic culture and structures might not have equipped Deans, Heads of Department, Lecturers and others who are promoted to senior administrative positions, with the skills sets and leadership competencies required for general management. Organisational leadership has not explicitly been required for senior academic roles: How to allocate resources, manage finances, read a balance sheet, understand the implications of accumulating debt; manage and motivate people, guide marketing and product development strategies are now required skills of a 21st Century University Executive. A campus is a billion-dollar business which requires leaders who hold themselves accountable, pay attention to their people skills and lead by example. A person who is promoted, for example from Dean to Campus Principal faces a big transition, requiring a new skill set. Existing efforts and programmes which seek to prepare academic leaders for wider management should be prioritised. Concerns were expressed that the apparent absence of effective mentoring for leadership roles has had a negative impact on governance within the university system.

Some respondents expressed a desire for a better relationship between academic leaders and ATSS. Persons appointed to leadership positions require the support of the Administrative and Technical staff to successfully transition from academic to leadership roles.

8.1.2   A Robust Performance Management Framework

Respondents noted the lack of consistent performance appraisals and or feedback on performance. Regular appraisals were absent at all levels, whether from Executive leadership, Deans, or Department Heads. The academic members of staff are, apparently, only appraised when they are due for a formal review; that is, contract renewal, crossing the merit bar, promotion to senior lecturer, promotion to senior lecturer above the bar, and promotion to professor. In the case of the administrative staff and the ATSS staff, appraisal instruments exist but appear to be inconsistently administered and even then, in a perfunctory manner. Further, the conduct of the performance appraisal is often considered a "compliance requirement," rather than an effective performance development tool. There would be many benefits from **a simplified and integrated performance assessment process applied across The UWI.** This could have the advantage of everybody speaking and meaning the same thing and having shared conversations, to the benefit of the University. The metrics should be legitimised through international benchmarking. This is important as The UWI must urgently address significant financial challenges and, simultaneously, maintain its reputation for world class academic excellence.

The University Leadership and Management teams must be the catalyst to improvements at The UWI and provide full and ongoing leadership support, given the urgency of the need to reduce costs and find new sources of funding. The Commission also supports a performance management system based **on a very simple instrument** which allows for frequent feedback between participants.

The Commission recommends that the University's executive team agree on and apply a few key performance metrics across The UWI. Further, that these key strategic priorities directly address the University's urgent financial requirements while maintaining its international standing for academic excellence. In this exercise, we recommend close attention be paid to the findings and recommendations of the ATTAIN Report 2016, which is attached as *Appendix J* in the Annex to this Report**.** The ATTAIN Report noted that the University lacks important operating metrics at each of the campus locations. Less than 20% of the data requested for review during their diagnostic consultancy was made available. The digital transformation programme formulated with the advisory consulting support of ProCare has a focus on aggregated and disaggregated data visibility and mobility to facilitate capturing and monitoring those key performance metrics and other analytics.

8.1.3   *Absence of Sanctions for Breaches and Non-Compliance*

Respondents indicated an absence of accountability at all levels for breaches or non-compliance with existing regulations, policies and procedures and the apparent absence of sanctions or consequences for mistakes being investigated.   References were drawn to inadequate analysis and justification for decision making for major initiatives that have significant impact on The UWI (financial, service delivery) and sometimes non-compliance with the approval framework and regulations.

The Commission is aware that Ordinance 8 details the composition of both University and Campus Disciplinary Committees and noted that the recent review of Ordinance 8 which included an interrogation of the disciplinary procedures, and an analysis of the system of evaluation and promotion of staff, would not be ready for promulgation until feedback was received from campus management teams and their respective WIGUTs.

The Commission received repeated feedback concerning inordinate delays by Management in dealing with complaints relating to allegations of breaches of Ordinance 8 and believes that this is due, in part, to the delays involved in appointing and constituting an ad hoc committee for each complaint to be investigated: (this committee is not constituted until after a complaint is made). **The Commission recommends that the Disciplinary Committees at the regional and campus levels should be established as standing committees.**

8.1.4   *Transparency in the Assessment and Promotion Processes*

The Commission received requests to highlight in its Report the need for greater transparency in the process for selecting candidates for promotion, appointment and tenure, and specifically with respect to feedback to unsuccessful applicants. The Commissioners are aware of the fact that the terms and conditions of service for academic and senior administrative staff are regulated by the provisions of Ordinance 8, which is the only negotiated ordinance. Appointments and promotions are also governed by Ordinance 8, highlights of which are set out in *Appendix L* in the Annex to this Report**.**   The criteria by which Senior Administrative and Professional staff are assessed are spelt out in paragraph 14(b) of Ordinance 8 and appear to be clear. However, the Commissioners were advised that the Faculties were charged with providing elaborated language for criteria on a Faculty-specific basis and would welcome the completion of that exercise. The Commission wishes to emphasise the need to advertise opportunities that arise for promotion. and to give prompt and forthright feedback to staff whose applications are not successful.

8.1.5   Change Management and Culture

The Commission is convinced from the significant feedback received, that The UWI staff and leaders want to address the immediate challenges and improve the University's financial and academic performance. The recommended changes are significant and complex, and implementation will require strong change management capacity. The leadership of The UWI will need change management support, and individual leaders must develop their skills in listening and in leading change. Generally, advocacy for maintaining the *status quo* is strong, and without addressing, in a robust manner, the need for change as a priority, the work of the Commission risks having very limited impact.

Any recommendation to assist the institution to move forward in the very challenging environment must recognise the culture of the institution and respect and work within its culture. The academic structure can be quite isolating, as it allows persons to operate in their own space often without consequences. The University environment may not have prepared its leaders to motivate people, initiate change and move the institution forward. The norms support a peer- to peer- approach, with emphasis on discussion and consensus reaching. The appropriate exercise of authority over staff, and the need to control, direct and require specific performance outcomes are not part of the existing academic culture. University employees are knowledge workers and would need effective communication and transparent and authentic leadership to buy into the changes required. They would have to own it. **The main concern of this Commission is how to get the leadership cadre aligned and working towards the same goals**.

8.1.6   Enhance Executive Management Effectiveness

The UWI People challenge is to build institutional trust, through effective, accountable leaders with clearly defined roles and deliverables and whose performance and conduct are measured, rewarded and sanctioned. In corporate terms, the Executive leadership team of The UWI comprises approximately three dozen persons – Vice-Chancellor, Pro Vice-Chancellors, Principals, Deputy Principals, Registrars, Bursars and University Librarian. There is need for improved oversight and accountability for all leadership positions, including the most senior roles in the organisation. The existing governing instrument – Ordinance 8: Powers of Appointment, Promotion and Dismissal – covers only positions from the Assistant Lecturer to Professor, as well as Senior Administrative staff and Professional staff.

The Commission recommends that as a matter of high priority, the responsibilities of and criteria for performance oversight of Senior Management above the level of Ordinance 8 need to be clearly defined. Appropriate guidelines to provide a policy framework for Executive oversight and accountability should be drafted, and consultations held with the executive teams prior to implementation. The Commission also suggests that these guidelines on executive

accountability must be consistent with the recommended changes in The UWI structure and governance.

The Commission further recommends that the leadership of the University take the time and allocate the resources necessary to achieve the "alignment of purpose" within the University. The UWI's achievement of its strategic goals will be dependent, in large measure, on the extent to which its Human Resources policies and processes are aligned with the purpose and goals of the institution (including improved governance, financial sustainability and accountability).   Such goals are achievable only where the people on whom their achievement largely depends feel valued, are motivated and trust those who lead them.

The Commission's recommendations, if accepted, will require significant organisational redesign, process improvements and culture change. There must be a dedicated managerial resource able to develop maps for each stage of the implementation and to report to the executive leadership on the achievements against an agreed timetable and plan. If this is not done, the recommendations may go the way of the Attain Report and so many others.

9. Digital Transformation

The success of any contemporary organisation depends on how well it can use and control the quality of its information and communications. This is particularly true for a university as large and complex as The UWI, serving so many contributing nations scattered across a million square miles of sea. The good governance and effective management of the University are both contingent on the availability, integrity, usability and coherence of its mission-critical enterprise data, so as to support evidence-based decision-making and results-based management practices.

Information and communication technologies (ICTs) form the digital platforms and systems that collect, organise, manage and communicate information electronically. The robustness of those platforms and systems, however, does not only depend on the ICT development and investment levels. It also depends on the broader encompassing work environment, cultural settings and collective eco-system of the University. Digital transformation fuses ICT changes with cultural and operational changes to define new ways and attitudes for an enhanced, more robust One UWI eco-system that can foster collaboration to achieve greater economies of scale and scope.

The digital transformation thus offers productivity gains, efficiency savings and resource-sharing opportunities that are crucial for surviving the widespread public spending cuts aggravated by the evolving global, pandemic-driven economic downturn. Transitioning a One UWI budget system to more robust shared models for resource allocation and financial reporting/accountability is imperative for contending with regional challenges, including adapting to ongoing and expected changes in the external fiscal parameters imposed by campus-hosting governments and the other contributing countries.

9.1   Digital Transformation Issues

9.1.1   Progress Issues

The Commission took note that the University has made progress over the years in terms of developing its ICT base and systems. Yet, the fragmented governance, lack of buy-in and commitment at several levels of the organisation and sparse funding have conspired to limit and undermine the eco-system gains accrued from ICT. The high level of decentralisation has also led to incompatible platforms and eco-system elements across the University. Addressing these and other factors has become more vital than ever, particularly with the growing need for greater consolidation and integration of the distributed operations, systems and data assets of The UWI. The Commission was informed that a series of digital consolidation and integration initiatives has finally culminated in a digital transformation programme, newly launched with the advisory consulting support of ProCare Services. This programme will manage the cultural,

operational and technological changes needed to move to an enhanced, more integrated eco-system of greater productivity, effectiveness and efficiency, which is critical for the survival of The UWI as a regional university.

In considering the way forward, the Commission interviewed the University CIO and the Managing Director of ProCare Services and received written submissions on the current state of play at the University. Consequently, the Commission examined relevant reports submitted by both, and sought additional clarifications where needed. See *Appendix N* in the Annex to this Report - *Governance Challenges/Recommendations from the ICT Cross-Campus Team and the Digital Transformation Advisor,* ProCare Services.

Based on the iterative interviews and readings, the Commission concludes that a digitally transformed, more integrated One UWI eco-system is a top priority that is crucial for surviving the financial and other challenges facing the University.

(a)   The transformation will be **technology-enabled**, <u>not</u> *technology-driven*, despite its "Digital" nomenclature and even though its roots were started by the ICT teams across the University.

   In other words, the transformation hinges on, but is larger than the University and Campus ICT operations.

(b)   It is developing as a multilateral change management programme that overlaps with, subsumes and integrates several earlier ICT and other projects and initiatives across the University.

9.1.2   *Human Resource Issues and Requirements*

The digital transformation programme engages 82 key in-house resources across the University, with a tentative overall estimated level of effort equivalent to 15-19 FTE workloads. The estimate can be interpreted as equivalent to 300-400 FTE days per month or 75-100 FTE days per week.

82 Key In-house Resources From the Vice Chancellery and 4 campuses	**Estimated Overall Level of Effort (LOE)** 15-19 FTE workloads	**Accumulative Equivalence (Indicative Bulk Estimate)** 300-400 FTE days per month	**Incremental Equivalence (Possible Breakdown)** 75-100 FTE days per week
5 Programme Stewards and 1 Steering Custodian	5-10% of overall worktime	1-2 workdays a month	2-4 hours a week

5 Stewardship Anchors and 1 Steering Support Officer	30-40% of overall worktime	1-2 workdays a week	2-3 hours a day
5 Domain Sponsors (for and on Behalf of all Respective Domain Seniors)	20-25% of overall worktime	4-5 workdays a month	1-2 hours a day
20 Domain Co-Patrons (Respective Domain Seniors – functional co-leaders)	10-12% of overall worktime	2-3 workdays a month	4-5 hours a week
9 Domain/Stream Functional Anchors	30-40% of overall worktime	1-2 workdays a week	2-3 hours a day
36 Domain/Stream Focal Points (Counterparts of Domain/Stream Anchors)	20-25% of overall worktime	4-5 workdays a month	1-2 hours a day

Reportedly, with other commitments and duties competing for their time and focus, designated resources are not yet spending adequate time on their transformation roles. Many would need relief from some other commitments and duties and/or support by additional human resources in order to dedicate adequate time for the digital transformation. Performance evaluation criteria must entice them to focus on their transformation roles and to excel at performing them. The University may also have to hire some additional staff, fully outsource some tasks and/or procure technical assistance to supplement the in-house capacity, where needed.

9.1.3   *Funding and Technical Support Issues*

Digital transformation is inherently complex, resource intensive and time-consuming, even when pursued steadily, without major or frequent delays and interruptions. At The UWI, it started with a vision in 2008 of a Single Virtual University Space that eventually matured, evolved and metamorphosed into the structured change management programme launched in 2019. Progress has often been modest and intermittent, particularly in the earlier conceptualisation phases of the journey, largely due to commitment, capacity and funding gaps. Financial support provided by the Caribbean Development Bank had enabled the University to engage ProCare in two consulting service stints, six years apart, to identify and articulate the various issues and elements and to rally support and build momentum across the University.

The Commission took note that progress became more expeditious and more steadfast since the formulation of the digital transformation programme in September 2019, but its pace and rigour are still inadequate. This is once again largely due to persisting, albeit narrowing commitment, capacity and funding gaps. Views expressed to the Commission suggest that progress in Digital transformation is still insufficiently championed from the top, with mobilised resources still inadequately deployed and not yet undergirded

by the management and technical support levels required for successful implementation, as further detailed in *Section 12* on the Postscript of the Lessons and Implications of Pandemics.

9.1.4   Nomenclature and Taxonomic Issues

A 'One UWI' nomenclature framework is a top priority governance tool for the digital transformation. It is critical for enhancing the interoperability and communications across the University, both during and after the transformation. It must start with compiling a baseline inventory of the mission-critical terms and definitions frequently used at various points across the University. Without it, any progress on any other front will be limited.

9.1.5   Functional Transformation Governance Issues

Digital transformation documents offer analyses of various issues and identify priority action points needed for the transformation of each stream of five functional domains of the programme. Each set includes at least one key recommendation from a governance perspective or with a governance thrust, as presented in *Appendix N* in the Annex to this Report– *Governance Challenges/Recommendations from the ICT Cross-Campus Team and the Digital Transformation Advisor,* ProCare Services*. These are outlined in a recommendation of the Commission below, to be taken into consideration by the executive management.

9.2   Conclusions

The Commission recognises that the digital transformation programme will be predicated on several recommendations from ProCare, as listed in *Appendix N* in the Annex to this Report - *Governance Challenges/Recommendations from the ICT Cross-Campus Team and the Digital Transformation Advisor,* ProCare Services*. Many with direct impact on ICT governance and various operations of the University. The Commission also sees a timely promising pilot in the matrix, dual-reporting and goal-driven stewardship approach of the federated accountability framework, as proposed by ProCare to govern the programme. The programme thus holds potential as a keystone for remodelling the University Governance. In due course, the framework can possibly be rolled out as a tested model to govern more than just the current transformation programme. *For example, it may be rolled out to transform Faculties across the campuses, in a way similar to how it is now transforming functional domains of the programme.*

The Commission concludes that ICT, and the digital transformation programme are imperative, both for governance and executive management. Both require an intensive effort to secure external funding sources and/or internal funding allocation shifts for

their purposes. Given the troublesome financial circumstances of the University, and since it will be impossible to progress towards all outlined goals at the same time, there will be a need for careful prioritisation and a timetable with measurable goals, required funding levels, and identified sources. As shown by the Commission's analysis of the impact of COVID, every effort will have to be made to prioritise this agenda as it is central to the survival of the University in a post COVID world.

The Commission also concludes that the transformation to achieve a 'One UWI' integrated enterprise would require sweeping cultural, operational and technological changes that involve all constituents of the regional institution. A genuinely committed and involved executive leadership team must enable and support the transformation. Transformation cannot be undertaken solely by a cadre of professionals; it must also engage the top leadership of the University. Its programme must also be monitored and overseen by a Committee of the University Council. This Committee must include independent members with requisite change management, strategy and technology knowledge and expertise, in addition to representative University leaders and Council members, in order to assure University stakeholders that meaningful progress is being made. More details are provided on the proposed committees in Section 6 of the Report.

Finally, on a relevant governance matter, the Commission noted that while the Campus CIO is a member of the Campus Council under statute, the University CIO, who is the officer in charge of the University-wide ICT portfolio, is merely in attendance at Council meetings. Hence, the Commission acknowledges the need to duly recognize and formalise the University CIO post as a Council Member.

9.3   Recommendations

The Commission calls for an unambiguous **executive commitment** to driving the digital transformation, based on the following key recommendations:

(a) That a Digital Transformation Committee of the University Council be established, as proposed in Section 6.

(b) That the post of University CIO be accorded more prominence, visibility and authority and be duly recognised and formalised as a Council Member by statute.

(c) That the University secure adequate funding and resources for the various ICT and digital transformation activities and developmental requirements, including outsourcing tasks and/or procuring technical assistance to supplement the in-house capacity where needed.

(d) That the University take all necessary action to support and enable the human resources designated for roles in the digital transformation programme to spend

adequate time on it. This includes adjusting workloads and performance evaluation measures across multiple roles.

(e) That the University proceed steadfastly with developing a compendium of all mission-critical nomenclature. In every round of reform, restructuring or governance overhauling thereafter, the University should take stock of nomenclature issues that would have emerged over the elapsed period, to determine endorsements, changes and/or other necessary actions.

(f) That management teams and respective governance committees take into account and incorporate in their workplans the various other key digital transformation recommendations presented in *Appendix N* in the Annex to this Report. An outline of those includes consolidating and integrating each of the following:

(i) Enterprise data architecture, IT governance system and ICT investment strategy.
(ii) Communication and relationship management framework and system tools.
(iii) Institutional research and business intelligence operations and system tools.
(iv) Academic catalogues, academic architecture and academic governance system tools.
(v) Library solution to provide equitable access to adequate library resources and services.
(vi) Deployment and upgrades of IT platforms and software product lines, ensuring version compatibility and interoperability across the university.
(vii) ICT assets inventory and network performance auditing system.
(viii) Shared business process and workflow repository and management system.
(ix) Flexible HR and Faculty staff workload profiles and performance assessment models.
(x) Budget system and a resource allocation and financial reporting shared model.

The Commission noted that the budget system, resource allocation and financial reporting shared model must support the One UWI ICT strategy, with adequate ICT cost tracking, monitoring and evaluation tools. The system must facilitate visibility of the aggregated and disaggregated capital and operating costs of all ICT assets and operations across the University, including those under the purview of the University and Campus CIOs, the libraries and any other department that may have its own direct ICT spending.

10.   The Culture of the University

The culture of an organisation is perhaps its most defining feature. It speaks to how the work is done, how staff relate to and treat each other, how people feel about themselves and others, and how they communicate. Some organisational theorists suggest that organisational culture is more critical to the organisation than strategy.

The University of the West Indies conducted climate surveys in 2012 and 2015, and the results revealed the view of the respondents that the existing culture is "toxic", with less than satisfactory scores under the following headings:
- (a)   Trust
- (b)   Integrity
- (c)   Speaking freely
- (d)   Management cares for us.

These findings were reaffirmed by many of the respondents to other information-gathering tools used by the Commission. Thus, the Commission is convinced of the need for the transformation of the culture of the entire workforce, including all levels of leadership, the Deans, and HODs, and the entire workforce.

The Commission submits that, if the University is to realise its fullest potential, it needs to become a more caring and kinder organisation. It urges the leadership to make serious and consistent efforts towards achieving this. It is understood that it will involve the challenging task of transforming the current culture of The UWI.

10.1   Concepts and Characteristics of a Caring Organisation

According to Marci Koblenz, a founder of "Companies That Care", a company that cares is one that sees creating a positive work environment for employees and being an active corporate citizen as integrated components of its identity.

A more caring University will demonstrate the following characteristics:

- (a)   Sustain a work environment founded on dignity and respect for all employees
- (b)   Make employees feel their jobs are important
- (c)   Cultivate the full potential of all employees
- (d)   Encourage individual pursuit of work/life balance
- (e)   Enable the wellbeing of individuals and their families through compensation, benefits, policies and practices
- (f)   Develop great leaders who excel at managing people as well as results
- (g)   Show appreciation for and recognise the contributions of people
- (h)   Establish and communicate standards for ethical behaviour and integrity
- (i)   Get involved in community endeavours and public policy

(j) Consider the human toll when making business decisions.

Caring and kindness are cost-neutral but pay big dividends. Neglecting caring and compassion equals neglecting a major driver of human interaction.

Executive level commitment to making caring and kindness contagious is the single most important requirement for transforming the existing culture.

The Commission noted and endorsed the recommendations of the (2012) report of the Governance Network Limited, and the (2018) report of ProCare consultants which highlighted the need for dedicated resources to be made available for the change management effort.

11.   Implementation of Recommendations

Many of the governance challenges raised in this Report are not new: some have been pointed out in previous reports, including the 2006 Task Force on Governance, and suggestions made on how they could be addressed. In the Commission's view, the ATTAIN and ProCare Reports made many sound recommendations to correct the governance and management deficiencies identified in those Reports, but since many of those recommendations were not implemented, the deficiencies and their attendant negative consequences have persisted.

It is the Commission's fervent hope that this Report will not suffer the fate of previous Reports and that such of its recommendations as the Council accepts will be implemented in a timely manner. In this regard, the Commission recommends that the Council establish a dedicated Implementation Team which would develop maps for each stage of implementation of the accepted recommendations. The Team would be mandated to report periodically to the proposed Executive Committee of Council on achievements against an approved plan and time-table.

The Commission recognises that putting in place some of its recommendations will require significant adjustments, including cultural changes and a redesign of structures and processes.

12.   Post Script –The Lessons and Implications of Pandemics

12.1   Introduction

The depth and scope of global disruption caused by the COVID-19 pandemic is well-known and increasingly documented. Among its most crippling effects (besides the health casualties and the economic ruination) is the closure of education systems worldwide. The ILO reports[64] that four out of every five workers – a total of 3.3 billion persons – have been rendered unemployed as a consequence of the pandemic while UNESCO[65] estimates that three out of every four students or 1.37 billion persons across 138 countries are out of school.

This impact has been particularly acute in higher education and in universities everywhere. The university campus is a community characterised by diversity of all kinds (nationality, ethnicity, language, intellectual interests) living, studying and interacting in close proximity to each other. An important characteristic of regional universities is the proportion of local and regional students and faculty incorporated in that community and for universities aspiring to be world class, the proportion of international students and faculty is also an indication of prestige and status.

Like universities worldwide, The University of the West Indies has been adversely impacted by the pandemic. In many cases, the impact has been binary across these institutions – they have either had to completely shut down or have been able to ensure continuity of learning. In the case of The UWI, the impact has been largely textured according to the ICT and e-learning capabilities of the various campuses and faculties.

12.2   Challenges posed by the situation

The main challenges posed by the pandemic in university communities have included:

(a)   Physical closure of face-to-face-classes – within less than a month of the pandemic's spread to Latin America and the Caribbean, 98% of the higher education students and teachers (23.4 million students and 1.4 million teachers) were affected by these closures.

(b)   Closure of physical library facilities – affecting the ability of faculty and students to conduct research. It must, however, be noted that all of The UWI libraries have continued to provide to students and staff virtual service across almost all areas. There has been increased utilisation of this virtual access. The challenge with the physical closure has largely been experienced by those with

---

[64] https://www.ilo.org/global/about-the-ilo/newsroom/news/WCMS_740893/lang--en/index.htm
[65] https://en.unesco.org/news/137-billion-students-now-home-covid-19-school-closures-expand-ministers-scale-multimedia

no access to the internet; and those wishing to access the West Indiana collections (most of which are not digitised because of copyright and intellectual property issues). The paucity of indigenous digital learning objects specifically tailored to courses taught by The UWI also posed challenges for the continuity of learning in the pandemic.

(c)   Challenges of transposing Face-to-Face (F2F) courses to online instruction

(d)   Capacity of faculty to shift to distance learning instruction

(e)   Absence of a robust, unified and integrated institutional platform that enables online administration of student and faculty, online teaching, learning, testing and research – it is not simply about the adoption of single stand-alone technologies but the convergence of technology for the seamless operation of the organisation.

(f)   Access to internet/ICT devices and affordable/appropriate broadband levels.

There is need to rethink the "bricks and mortar" approach to expansion of university opportunity and its high capital investment costs. If COVID persists or if the future will involve recurring pandemics, the university of the future will require a strong virtual construct in a blended modality of delivery of higher education throughout the university system.

Of equal concern is the profound economic impact of the pandemic on the Caribbean. A leading Caribbean economist predicted that a legacy of this pandemic, if its economic decline is to continue along its current trajectory, could be that the Caribbean can become by 2050, one of the poorest regions of the world.[66]

12.3   The UWI reality

The impact of the pandemic on The University of the West Indies highlights the imperative of the digital transformation of The UWI's entire infrastructure – foreshadowed in the ATTAIN and PROCARE Reports. The increasing possibility of the world having to adjust to a "living with COVID" mode and the uncertainty as to how long this might be, requires that The UWI undertake an integrated ICT and digital transformation with accelerated urgency. The University's position as the premier institution of higher education necessarily calls for it to have a solid and integrated ICT and digital infrastructure that eliminates duplication and overlap of systems and processes. This would enable greater federated collaboration of academic and

---

[66] Justin Ram Feb 2020 - https://caribbeannewsservice.com/now/caribbean-could-become-the-poorest-region-in-the-world-by-2050-cdb-director-warns/?fbclid=IwAR2CAve-eSHaNBA0Y8ZCe4aEdnVink3_myzrMbucmT7LjNxQ-ykj5IW4muw

administrative staff and students, and provide instruction seamlessly across its regional footprint, while enhancing the ability of the University to project itself internationally, and to manage better the governance-related costs associated with persons having to meet across the island chain.

It should be emphasised that the digital transformation of The University of the West Indies is not about a uni-dimensional change from a predominantly face-to-face instructional construct to an online and virtual institution. The imperative is that The UWI establish the digital infrastructure that will enable it to achieve the things that we described through use of real time, strategically determined data, with the ultimate aim of becoming a blended learning institution.

Alongside the acceleration of its digital transformation, The UWI should also focus on the redesign of its physical spaces to take into account the new protocols of physical distancing that may persist for an indefinite period. This will require fundamental changes to class size, and workload will be impacted in this process, as there will be need for repetition of classes, or for a combination of face-to-face and simultaneous streaming. Therefore, there is **need to expedite the digitisation of courses** to reduce the pressure on physical classrooms.

The online policy for teaching will need to be revisited to treat with scheduling as well. Such a redesign should also be guided by the importance of preserving the community and socialising function of a regional university that promotes people-to-people relationships in a diversified academic demographic.

The campuses of The UWI have generally taken their cue from the national governments of the countries in which they are located. Notwithstanding this, from information received by the Commission, the decisiveness of the shutdown was so immediate that it elicited a differentiated impact among the campuses. From a student services perspective it appeared that UWI Cave Hill campus was the one with the best focus on student welfare, wellbeing and ease of mind, particularly with respect to non-national students. Cave Hill Campus' communication with students, its expressions of support and its dialogue with the OECS in response to queries of Member States Ministries of Education and parents were said to be exemplary.

However, the Commission learned that the contradictory information received from other locations caused unnecessary anxieties to students and highlighted (i) an absence of University-wide strategy and understanding for an emergency and disaster response within a crisis, but importantly (ii) differences in priority ordering across the University, and (iii) a lack of balancing UWI-wide priorities against campus localised priorities. There needs to be a mechanism to ensure that, in addressing any mission critical matter, there is a balanced response that takes into account both the University-wide perspective as well as the campus agenda, an issue highlighted in the ProCare Report (2018).

The Commission has been made aware that many gaps and inequities in the system have been brought to the fore by COVID-19, and with the hurried shift to online learning, access issues were foremost. All education systems in the Caribbean were forced to respond hurriedly to assure continuity of learning with the closure of schools. Equity issues were brought into sharp focus (such as access to internet and required devices; student nutrition provision). It was always assumed that at the higher education level most students would have access to computers and internet at home. However, the University reported that – as a consequence of COVID-19 – it discovered that 20% of the student population does not have access to computer devices and, consequently, efforts are underway to address this disadvantage. At the regional level, there is now an acute sense of urgency on the need to ramp up broadband access and ensure that it is made more affordable.

The importance of online learning is now irrevocably on the agenda of education policy makers and it is the right moment for the UWI Open Campus – as the only campus of The UWI with the full capability for online delivery of programmes – to take a lead role. The challenge is that the rest of the University was not tooled to do this and consequently, the University has had to move quickly to upskill lecturers and re-configure its courses for online delivery.

The Times Higher Education has concluded that "*the most effective tool in keeping student retention and maintaining access to learning has been online courses[67].*" In the short-term, there may well be an enrolment crunch coming for universities that have not been able to make that transition with sufficient speed. For The UWI, enrolment for the new academic year will be unpredictable, except for those programmes that can be made or are already available online.

In the Commission's view, the enrolment crunch can be beneficial to The UWI as many Caribbean students who may have contemplated studying in the US, Canada or the UK may now be reluctant to do so given the prevalence of the pandemic in these geographies – diminution of Caribbean student enrolment in foreign universities can be turned to advantage by The UWI if it is able to provide programmes of equal or better quality. Relatedly, though, if the programmes that they desire are available online with renowned institutions, these students may opt to remain at home and pursue those options (which challenges the Open Campus to offer quality alternatives or establish strategic partnerships with these external providers).

The ILO estimated that "9.9 percent of working hours in the Caribbean are expected to be lost during the second quarter [of 2020] due to the impact of COVID-19 – a magnitude equivalent to a loss of 1.5 million full- time jobs".[68] The economic impact of the

---

[67] https://www.timeshighereducation.com/hub/keystone-academic-solutions/p/impact-coronavirus-higher-education

[68] https://www.ilo.org/caribbean/newsroom/WCMS_744643/lang--en/index.htm

pandemic on family income and resources therefore may well lead to the postponement of plans for university and in such cases, a viable option for such persons might be micro-credentialing upskilling themselves to provide more economic mobility or entrepreneurial lift in the medium-term. This will require a carefully calibrated and integrated approach involving re-conceptualisation of the traditional degree offering, aligned to quality assured policies and procedures for online assessment/examinations and their proctoring and acceptance of these programmes by accreditation agencies.

The record of the Open Campus suggests that there is a potentially big market for professional upgrading among working people and with the uncertainties of the employment landscape, The UWI can undertake a careful study of the upskilling of those still engaged in economic activity and for re-skilling of persons made redundant who are seeking to re-engage.

Another consequence of a possible enrolment crunch to The UWI is a severe contraction or **contradiction** of campus fees – whether paid by Governments or by students. This reinforces a principal preoccupation of the Commission with the overdue urgency of simplifying and reforming the financial model of UWI with transparent disambiguation of economic cost of a programme or course. Further, this financial remodelling might be more effective if it offers a variety of payment options and variable fees related to the modality of instruction and the modularisation of degrees (e.g. online courses being cheaper than face-to-face course options).

The UWI will need to meticulously define the protocols for health and safety that it will put in place for the restoration of face-to-face classes on all campuses. In light of its precarious fiscal position (likely to be exacerbated by the inability of Governments to pay) attention will have to be paid to how these protocols will impact the recurrent costs of the University and how The University will sustain its daily physical operations under these protocols.

A 2020 study done by Deloitte on Higher Education in a Post COVID-19 World[69], which the Commission commends to the attention of The UWI Executive Management, identified seven immediate, short-term and long-term challenges facing higher education institutions.

---

[69] https://www2.deloitte.com/us/en/pages/public-sector/articles/covid-19-impact-on-higher-education.html

A modified summary of these challenges is provided below:

Deloitte.   **Higher Education in a post-COVID-19 world**

Immediate   Short-term   Long-term   ?

Rapid Restructuring
Rapid re-examination &
restructuring of
operations. Evaluate
liquidity for short term
continuity

Uncertain Enrollment
Economic recession impacting
affordability of HE

Title IV Compliance
Financial assistance
requirements from Govts in
jeopardy

Remote Delivery
Courses and operations to
virtual platforms and
remote work

Student Wellbeing
Most student services to
move online to address
student needs

Increased Cyber-risk
Speed to scale up could
increase cyber vulnerability

Long Term Solvency
Impacted by overall
revenue reductions and
general economic decline in
all sectors

Things that need to be rethought as a consequence of the pandemic

In the Commission's view, there are four "big picture" things that will need to be reimagined by the University as a consequence of the pandemic in the Caribbean:

(a) The rationale for any future investment in bricks and mortar – taking into consideration that whether in a "post-COVID" or a "Living with COVID" future, public spaces such as educational spaces will need to be reconceptualised around health safety protocols. Bricks and mortar will be reduced but not go away, so that any investment should ensure that buildings are multipurpose, and intelligently and digitally enabled. Essentially, these new facilities should be available for lectures, streaming and recording of lectures, and potentially with all necessary protocols in place they could be used as examination sites as well.

(b) The globalisation agenda of The UWI needs to be revisited (in light of the serious financial situation facing the University) with careful attention to the costs of establishing and maintaining "offshore alliances" in several parts of the world. Consideration needs to be given to a reverse scenario in which The University invites strategic partners to co-locate in the Caribbean on its campuses. This would open possibilities for space rentals to world class universities offering partner programmes with UWI. The famed touristic appeal of the region as well as our comparatively superior handling of the pandemic can be leveraged to attract a significantly larger demographic of foreign students to The UWI.

(c) The financing of the University with specific attention to the "fee factor" – requiring a revisiting of the economic cost model and a more transparent differential pricing formula for online and face- to- face programmes.

(d) The digital transformation of the University: As the Commission has observed and reported, The UWI has reports which have mapped comprehensive approaches to the digital transformation of the University, such as the ProCare (2010 and 2018) reports. Their far-reaching recommendations not only addressed the technological efficiencies to be realised but, importantly, outlined the organisational efficiencies, the cost savings and the student-centeredness that could be achieved through a systematic transformation process. No-one could have foreseen the catastrophic impact of the pandemic that descended in 2020 but had the pathways meticulously mapped in these reports been followed, The UWI would have been far more prepared and able to guarantee continuity of learning in higher education in the Caribbean. However, the recent COVID-19 pandemic has incentivised and engendered a demonstration of the possibilities moving forward. The Commission hopes that The UWI will optimise the potential opportunities.

13. Findings and Recommendations

DOMAIN	ISSUE/FINDING	RECOMMENDATION
Governance Structure of The UWI (Section 6)		
	The Council, the primary governing body of the University is not adequately fulfilling its intended role in decision-making, oversight and monitoring: it meets only once per year and is too large to carry out its functions effectively	The Council should be retained as a large assembly of stakeholders. Establish an Executive Committee of Council (ECC) to carry out functions delegated by Council: the Council must reserve certain functions to itself. The Chancellor should be the Chair of the ECC Abolish the (University) F&GPC The Council should adopt a Statement of Primary Responsibilities
	The Campus Council needs to be more effective in decision-making, oversight and monitoring There is need for greater rigour, transparency and thoughtful discussions in	Establish an Executive Committee of the Campus Council to carry out most of the Council's powers by delegation. The Committee should be chaired by the Chair of the Campus Council Abolish the Campus F&GPC Create Advisory Committees to support the Executive Committee of Council. Six Committees should be established with responsibility, respectively, for Governance, Finance

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	making decisions on corporate governance matters	and Capital Allocation, Audit and Risk, Human Resources, Student Success and Digital Transformation. At the campus level, create similar Advisory Committees (except the Governance and Digital Transformation Committees) to support the Executive Committee of the Campus Council Suggested roles, responsibilities and membership of these Committees are outlined in the Report (Section 6) Chairs of all Advisory Committees should be independent persons (i.e. not in the employment of the University)
	The functions of the University Audit Committee and the Campus Audit Committee need to be broadened in relation to their audit function and extended to include oversight of risk management, corporate compliance and quality assurance.	Amend Ordinances 11 and 12 to broaden and enlarge existing functions, as proposed
	No formal process is in place for selection of the Chancellor's nominees, nor to assess their performance. Some external members appear to serve several terms, possibly limiting opportunities for broader	One of the functions of the Governance Committee of the ECC would be to develop a framework for identification and selection of the Chancellor's nominees and guidelines for their orientation, training and the evaluation of their performance annually. The number

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	external input into governance matters.	of terms for each individual should be specified.
	Corporate governance arrangements should enable comprehensive interrogation of finances of the University providing meaningful input by external/independent individuals with relevant expertise.	The proposed Finance and Capital Allocation Committee of the Council would examine all major financial proposals and make recommendations to the ECC to inform its decision-making/recommendations to the Council. Suggested roles, responsibilities and membership of the Finance and Capital Allocation Committee (FCAC) at the regional and campus levels are set out in Section 6
	While limits are prescribed for Campus expenditures and capital projects, final approval of such projects ultimately rests with the Vice-Chancellor, with no requirement for consultation with a University governing body. In addition, there are no expenditure limits for the University's regional administration.	Mandate a process for approval of expenditures and capital projects exceeding a prescribed limit. Proposals to be: (a) reviewed by the campus FCAC (b) approved by the campus ECC (c) referred to the University FCAC and, if approved, submitted to University ECC for approval (d) recommended to the University Council for ultimate approval.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	There is lack of clarity with respect to the framework for establishing and monitoring business arrangements at the campus and regional levels, posing financial and reputational risk to the University.	A framework should be established by the University ECC requiring proposals for business arrangements to be approved and monitored by the Campus FCAC for campus- related businesses, and by the FCAC of the University Council for businesses controlled by the regional administration.
	Roles, responsibilities and authority limits of managers at all levels are not sufficiently spelled out and there is a general lack of accountability in the system. There are instances of abuse of power and authority. (Section 8 -Management, for greater enunciation of the issues).	The Human Resource Committees proposed at the regional and campus levels should establish a framework for appointment and appraisal of senior leaders by the ECC and the Council. The Committee should approve and monitor HR policies. Suggested roles and responsibilities of University and Campus HR Committees are outlined in the Report (Section 6).
	While a *Statement of Principles and Code of Ethics* exists, there is a perception that it is not widely disseminated and that breaches are not addressed.	The proposed Human Resource Committee at the regional level would oversee wide dissemination of the *Statement of Principles and Code of Ethics* and be responsible for reviewing complaints about breaches at the regional level. The Campus HR Committee should review complaints about breaches at the campus level
	There needs to be a whistle blower policy and some means by which whistle-blowers can be assured anonymity and response to complaints.	Human Resource Committee to direct the development of a whistle-blower policy and oversee its implementation.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	Student Services need to be strengthened and more robust opportunities devised to ensure that student concerns are carefully reviewed, and university/campus responses monitored for effectiveness.	The Student Success Committees proposed at the regional and campus levels should ensure the development and oversight of programmes aimed at promoting academic success by providing appropriate student support services, and by promoting a campus culture and overall student experience that is positive – preferably, exceptional. The purpose, role, responsibilities and membership of these Committees are outlined in Section 6
	Based on the ATTAIN and Pro-Care Reports there is a critical need to transform ICT governance and implement extensive changes for more cohesive, efficient and cost-effective University operations The need for digital transformation is discussed in Section 9 of this Report and clearly articulated in the Pro-Care Reports	The proposed Digital Transformation Committee of Council would oversee and, where appropriate, ensure the implementation of changes recommended (Section 6).
University Strategic and Planning Committee	The University Strategy and Planning Committee was established to exercise planning functions in relation to the University's operations and, in particular, to provide guidance and advice on the	Abolish the University Strategy and Planning Committee which would become redundant since, in the proposed restructuring arrangement, its planning functions would be carried out by the Vice-Chancellor and senior managers in collaboration with the ECC and, following approval

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	Strategic Plan and to monitor the implementation of the Plan and ensure its periodic review.	of the Plan by the Council, its implementation by senior managers would be monitored by the ECC and the Senate. Ordinance 10 should be revoked.
Impact of restructuring proposals on the Vice-Chancellor and the Campus Principal	Statute 5 (5) (a) formally assigns the Vice-Chancellor the chairmanship of the Senate and of all committees of the Council and Senate, (subject to prescribed exceptions). A conflict of interest issue raised concerning the Vice-Chancellor's chairmanship of F&GPC is discussed in Section 6 of the Report. The University Executive Management Team is an *ad hoc* advisory group convened at the instance at the Vice-Chancellor	With the proposed abolition of the F&GPC, the conflict of interest issue would be eliminated. The proposed Advisory Committees of the Council would not be chaired by the Vice-Chancellor but by external members of Council. The ECCs and advisory committees at both the regional and campus levels must be made excepted Committees under Statute 5 since they will be chaired by persons other than the Vice-Chancellor The University Executive Management Team should be renamed the University Senior Management Committee (USMC) and formally established by Ordinance which should prescribe provisions on membership, frequency of meetings, procedures and reporting responsibilities. The Vice-Chancellor would chair USMC and be a member of the ECC. The USMC would be expected to work closely with the ECC so speeding up decision-making with

DOMAIN	ISSUE/FINDING	RECOMMENDATION
		assurance of monitoring by the highest authority of the University
	The Campus Executive Management Team is an *ad hoc* advisory group on some campuses, convened at the instance of the Principal on some campuses	The Campus Executive Management Team should be renamed the Campus Senior Management Committee (CSMC) and should be formally established by Ordinance which would prescribe provisions on membership, frequency of meetings, procedures and reporting responsibilities.
		The Campus Principal would chair the Committee and would be a member of the Campus ECC. The Campus Senior Management Committee would be expected to work closely with the Campus ECC.
		While a Campus Principal would continue to report to the Vice-Chancellor, there would be a "dotted line reporting relationship" to the Campus Council through the proposed Executive Committee.
Academic Governance	There is no single forum in which the University's academic policies and strategic initiatives, as a whole, can be comprehensively interrogated and monitored.	Revitalise the Senate and assign it by statute the function of co-ordinating/integrating the work of Board for Undergraduate Studies, Board for Graduate Studies and Research, and the 5 Campus Academic Boards (Section 6). In this way, the Senate can coordinate major

DOMAIN	ISSUE/FINDING	RECOMMENDATION
		matters related to the University's academic enterprise.
		(Academic Governance cohering in a revitalised Senate would complement Corporate governance by the Council acting through the regional ECC.)
		As is currently the case, the Vice-Chancellor would be Chair of the Senate.
		The membership of the Senate which is prescribed by Statute should be reviewed: 30 or less members is suggested. This could be achieved by the reduction in the number of representatives of the Academic Boards
		With the Senate revitalised as proposed, fixed dates should be set in the University's calendar for at least two meetings of Senate in each year. The meetings should be scheduled for a time between meetings of BUS and BGSR.
		There should be close linkage between the Senate and the University ECC as well as the campus Academic Boards and Campus ECCs.
		In addition to the VC, a few individuals jointly selected by the Council and the Senate should serve on both bodies to ensure coordination of academic and corporate governance.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	The membership of the Academic Board is too large and the body is plagued by absenteeism	Re-visit the membership of Academic Boards with a view to reducing the number of members to 20-25 and incentivising attendance and participation.
Board for Undergraduate Studies and Board for Graduate Studies and Research	The Board for Undergraduate Studies and the Board for Graduate Studies and Research are regional bodies that carry out most of the functions of the Senate by statutory delegation	It appears that these Boards are strong, respected academic governance structures that are fulfilling their mandates, by assuring quality and the maintenance of high academic standards. The structure and functions of these bodies should remain the same. However, the work of BUS and BGSR and the Academic Boards needs to be co-ordinated. A Senate, revitalised as proposed, would provide an appropriate forum for such co-ordination
Global Partnerships	There appears to be no clear framework for assessing proposals for engagement in global partnerships	The Council and Senate should collaborate in mandating the development of a framework for the engagement of the University in global partnerships, which should include criteria for engagement, assessment of risks and mechanisms for ongoing monitoring and reporting
Meeting Logistics	A concern that may arise with respect to the number of "new committees" being proposed and an expanded role for the Senate, is that there will be an increase in cross-campus meetings and	A policy should be instituted that large University meetings involving overseas travel are to be held using internet conferencing facilities: one face-to-face meeting could be held annually.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	as a consequence, an increase in the cost of travel and use of time for travel.	
Financial Sustainability (Section 7)		
Financial Governance	The Commission has noted that the 2017-2022 University Strategic Plan appears to push for expansion beyond the means of the University despite its declining financial health. The existing governance structure does not allow the Council to effectively oversee Executive leadership and hold them to account for reviewing the plan and ensuring its sustainability.	With the proposed new Governance structure outlined in Section 6, the Council through its various Committees, should review and approve the Strategic Plan, establish frequent reporting and continuous performance assessment of the Executive Leadership in meeting established objectives, and make interventions as needed.
Financial Governance		The Council's fiduciary oversight must be well supported with expert advice and data. In this regard, the Council must ensure that it has the appropriate data for decision-making, and should direct any gaps to be addressed promptly.
Financial Governance		Resource allocation, cost and revenues **need to be made visible and transparent** across the defined segments within the University in order to monitor and evaluate the financial performance of each

DOMAIN	ISSUE/FINDING	RECOMMENDATION
		segment and its sustainability as a stand-alone. The Executive Leadership should define the segments relevant to the University as well as key performance metrics, and ensure that systems and resources are in place to generate this type of reporting on a timely basis.
Financial Governance	Delay in responding effectively to deteriorating financial metrics in a proactive manner, particularly on the expense management side. There has been reluctance to execute large-impact cost-cutting measures, such as head-count reduction and eliminating under-subscribed courses / programmes.	Implement aggressive cost-reduction initiatives. The UWI leadership should proactively initiate extensive cost-saving and efficiency projects such as the ones recommended in the ATTAIN report. With the impact of Covid-19 and the resulting shift to digital education delivery, there should be increased focus on leveraging technology to reduce the economic cost of tertiary education at The UWI.
Financial Governance	There is lack of clarity and transparency on the methodology and data used to calculate the gross economic cost as well as the billing methodology.	A team should be established with relevant stakeholders, including all Bursars, and a mediative consultant to review and agree on a methodology to calculate the economic cost and to allocate that cost through an agreed billing process. Given the work done by the ATTAIN group, it is suggested that someone from this team could be asked to play the role of the mediative consultant.
Financial Governance	The decision-making process for new strategic initiatives requires review since there are instances where initiatives are	Implement improved processes to ensure greater prudence and fiduciary responsibility with focus on:

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	undertaken without sufficient business case diligence, consideration of their financial sustainability and the liability that it creates for The UWI.	(a) Clear definition of authority levels and approval limits (b) Reporting relationships for key finance staff (c) Approval process for capital expenditure (d) Approval process for borrowing (e) Process and framework for undertaking Commercial projects (f) Accountability for meeting financial metrics (g) Compliance framework (h) Monitoring mechanisms, including Whistleblower mechanisms (i) Independent oversight – Audit function Once these are developed and documented, implement a robust programme of communication and training to ensure full awareness not only of the procedures, but the expectations for compliance.
	As UWI attempts to take on commercial projects to supplement income, there are gaps in the review by relevant experts in conducting the financial analysis, developing the structure of the arrangements to mitigate risk and be financially sustainable for UWI. There is also lack of adherence to the proper process for executing these arrangements.	Create a specialised team at The UWI Centre level to be accountable for the commercial activities across all campuses: identifying and proposing opportunities, implementation of approved activities and ongoing monitoring of commercial activities.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
Financial Governance	There is inadequate supervision and oversight of the Campus Bursars, leading to Campuses, without consulting the University Bursar, making critical financial decisions that bind The UWI.	The University Bursar should play a greater oversight and approval role over the Campus Bursars. The Campus Bursars should have "dotted line reporting relationships" to the University Bursar, and the University Bursar should clearly define the working relationship, including meeting frequency, level of authority
Financial Governance	Non-compliance with the rules governing private consulting arrangements by UWI staff and conversely, the lack of effective monitoring mechanism by the University.	Implement a process requiring the submission of quarterly declarations by staff to whom the consulting rules apply, listing consultancies undertaken by them in the previous quarter with confirmation that the prescribed portion of consultancy fees received have been paid over to The UWI. Appropriate sanctions are to be applied if false or incomplete declarations are submitted.
New Funding Model	The financial sustainability of The UWI is at risk based on the current funding model. Key financial metrics for sustainability are not being met, and deficits are increasing.	Adopt a new funding model: (a) Students – 40% through borrowing with long-term mortgage-type, graduated payments that are aligned with the graduate's ability to repay, for example, a set percentage of the graduates' income during their working lifetime. And perhaps the debt-repayments could be tax-deductible, to further reduce the burden of repayment. (b) Government – 60%

DOMAIN	ISSUE/FINDING	RECOMMENDATION
		Private Sector Contribution: The private sector can also contribute more to tertiary education. The level of funding for students should be biased towards key programmes considered important for development in the region. An appropriate mechanism/framework could be developed to achieve greater contributions by the Private Sector. We recommend that UWI conduct research on global best practices in private sector funding, and develop options for consideration.
	There is potential to obtain greater contributions from UWI Alumni. However, the current infrastructure at UWI to support these efforts is woefully inadequate. The outreach to Alumni is well below best practice norms.	Engaging Alumni: A strong co-ordinated effort with adequate systems, resources and funding should be placed on executing a sustained programme of engaging existing alumni to earn a greater contribution from them. The UWIAA should seek the necessary tax incentives to encourage donations.
People Management (Section University Management)		
	Performance management processes are not consistent and impactful. Need to strengthen executive accountability and performance management.	In consultation with UWI Executive leadership teams, the Human Resources Committee of the Council should ensure the development of key strategic metrics for Executives which include management of financial challenges and the standing of UWI compared to international benchmark ratings.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	Traditional academic culture does not adequately prepare persons for general management responsibilities.	Devise cost- efficient internal programmes to mentor and build financial management and people management skills.
	Need for improved oversight and accountability for all leadership positions, including the most senior roles in the organisation.	Establish appropriate guidelines to provide a policy framework for executive oversight and accountability: consultations to be held with the executive teams prior to implementation.
Culture	Low levels of employee engagement	To promote a culture based on caring and kindness driven by a team of change makers on each campus.
Legal and Statutory Framework (Section 5)	*(These recommendations arise from the proposals under the Corporate and Academic Governance and People Management Sections.)*	
Executive Committees and F&GPCs		Create by Ordinance: (a) the Executive Committee of the Council as a Standing Committee (ensuring that it falls within the definition of "excepted committee" in the Statutes -i.e. not chaired by the VC) (b) the Executive Committee of the Campus Council as a Standing Committee Revoke Ordinances 10 and 25 under which the (University) F&GPC and

DOMAIN	ISSUE/FINDING	RECOMMENDATION
		the Campus F&GPC, respectively, are established Replace all references from the Statutes and Ordinances and other instruments (e.g. the Financial Code) to the Finance and General Purposes Committee(s) with references to the appropriate body
Proposed Advisory Committees of the Council and the Campus Council		Establish by Ordinance the following Advisory Committees of the Council, prescribing their purpose, functions membership and procedure: (a) Governance Committee (b) Finance and Capital Allocation Committee (c) Audit and Risk Committee (d) Human Resources Committee (e) Student Success Committee (f) Digital Transformation Committee All Committees, other than the Digital Transformation Committee, to be Standing Committees and the Digital Transformation Committee to be an *ad hoc* Committee since it will have a finite life Establish by Ordinance as Standing Committees of the Campus Council the Committees listed above except the Governance Committee and the Digital Transformation Committee
University Audit Committee and		Amend Ordinances 11 and 12 to broaden the mandates of the

DOMAIN	ISSUE/FINDING	RECOMMENDATION
Campus Audit Committee		University and Campus Audit Committees in relation to their audit function and extend their functions to include oversight of risk management, corporate compliance and corporate quality assurance
Executive Management Teams		Formalise by Ordinance the University Executive Management Team as an advisory body to the Vice-Chancellor and prescribe its purpose functions, membership and procedures.

Rename the body the University Senior Management Committee (USMC)

Formalise by Ordinance the Campus Executive Management Team as an advisory body to the Campus Principal and prescribe its purpose, functions, membership and procedures.

Rename the body the Campus Senior Management Committee (CSMC) |
| Approval of Expenditure over prescribed limits | | Provide by Ordinance the recommended process for approval of expenditure and capital projects exceeding a prescribed limit by regional and campus administrations

Amend Statute 21.3 (approval for expenditure by Campus Councils and Principals) in excess of prescribed limits) and the Financial Code, as necessary |

DOMAIN	ISSUE/FINDING	RECOMMENDATION
Global partnerships		Establish by Ordinance criteria for engagement in global partnerships and the procedure for approval and monitoring of such engagement
Academic Governance		Amend Statute 24 to adjust the membership of Senate as proposed (30 or less) Amend Statute 25 to ensure that the Senate has explicit authority to co-ordinate and integrate the work of BUS, BGSR and Academic Boards and to be a forum for discussion of cross-cutting academic issues Amend Statute 26 to provide for at least two meetings of the Senate each year
		Amend Ordinances 28 and 54 to reduce the membership of the Academic Boards
Human Resources		Amend Ordinance 8 pursuant to negotiations with the WIGUTs: (a) to reflect proper performance criteria for promotion of Academic Staff, Senior Administrative Staff and Professional Staff, and their relative weight. (The existing provisions reflect areas of activity to be assessed, **not performance criteria**.) Teaching needs to be allocated more weight than it currently has in the processes relating to appraisal,

DOMAIN	ISSUE/FINDING	RECOMMENDATION
		evaluation and promotion of academic staff (b) to make the University Disciplinary Committee and the Campus Disciplinary Committee standing committees rather than *ad hoc* committees (c) to modify the procedure set out in paragraph 37 of the Ordinance so as to provide a framework for dealing with complaints that is consistent with modern HR practices and natural justice principles.
		Reporting: make legislative provision to make it clear that: (a) Deans report to the Principal of the relevant campus (b) Professors report to the Heads of the Departments to which they are assigned.
Digital Transformation (Section 9)		
Human Resource Issues and Requirements	Designated resources are not yet adequately prepared and able to commit sufficient time to their transformation roles.	Support and incentivise deployed human resources to undertake required transformation roles.
Funding and Technical Support Issues	The resource intensive strategic endeavour is still inadequately funded and not yet undergirded by the managerial and technical	Secure adequate funding and technical support for the ICT initiatives and digital transformation programme.

DOMAIN	ISSUE/FINDING	RECOMMENDATION
	support levels required for steady progress and success.	
Nomenclature and Taxonomic Issues	A One UWI nomenclature framework is a top priority for enhancing the interoperability and communications across the University, both during and after the transformation.	Develop a nomenclature compendium as a critical systematic governance tool, to be updated in every subsequent round of reform, restructuring or governance review or overhauling.
Functional Transformation Governance Issues	ProCare consultants made numerous recommendations at multiple levels for various transformation streams. The Commission highlighted the most critical top priority for each stream.	Take into account 10 other key digital transformation recommendations to be incorporated in workplans of various management teams and respective governance committees.
Conclusions	The critical value in terms of surviving financial and other challenges of the university necessitates instituting a Council monitoring and oversight mechanism.	Establish an ICT and Digital Transformation Committee of the University Council.
	Campus CIOs are members of respective Councils by statute, but the university officer in charge of ICT is not a member of University Council	Accord more prominence, visibility and authority to the University CIO post, to be duly recognised and formalised as a Council Member by statute.
Lessons and Implications of Pandemics (Section 12)		

DOMAIN	ISSUE/FINDING	RECOMMENDATION
The UWI reality	There is a need to rethink the "bricks and mortar" approach to expansion and its high capital investment costs.	Shift to a stronger virtual construct in a blended modality of delivery throughout the university system.
	Globalisation agenda of The UWI needs to be revisited	The University should invite strategic partners to co-locate on its campuses in the Caribbean rather than UWI's co-locating around the globe.
	The University must accelerate its financial remodelling in light of the Covid-19 crisis.	Revisit as soon as possible the economic cost model to yield a more transparent differential pricing formula for online and face to face programmes
	Had the university proceeded more steadfastly with the digital transformation at an earlier stage, it would have been far more prepared and able to guarantee continuity of learning during and after the pandemic.	Optimise the potential opportunities to leverage on the emerging possibilities for moving forward.
Report Implementation (Section 11)		
	Implementation of recommendations accepted by the Council	Establish an Implementation Team to develop maps for each stage of implementation of the recommendations of the Commission accepted by Council. The Team should report periodically to the proposed Executive Committee of the Council on achievements against an approved plan and time-table.

14. Bibliography

The University of the West Indies Documents and Reports

ATTAIN, LLC. *The University of the West Indies-Diagnostic of the University Operating System,* (2016)

Papers from Annual Business Meetings of Council
1) The University of the West Indies. (1981). C.P9 – *University Restructuring*
2) The University of the West Indies. (1990). C.P10A - *Separation of Central and Campus Administration, May 1988* by Sir Carlisle Burton and Professor Gladstone Mills
3) The University of the West Indies. (1993). C.P19 - *Proposal to Review the Governance of the University, July 2, 1993* by the Vice-Chancellor
4) The University of the West Indies. (2002). Agenda and Minutes of meeting held April 19, 2002

Papers from Campus Council, Cave Hill
a) The University of the West Indies. (2002). Agenda and Minutes of meeting held March 15, 2002

Papers from Campus Council, Mona
a) The University of the West Indies. (2002). Agenda and Minutes of meeting held December 11, 2002

Papers from Campus Council, St. Augustine
a) The University of the West Indies. (2003). Agenda and Minutes of meeting held March 17, 2003

Papers from Finance and General Purposes Committee, Cave Hill Campus
a) The University of the West Indies. (2003). Agenda and Minutes of meeting held May 20, 2003
b) The University of the West Indies. (2004). Agenda and Minutes of meeting held January 29, 2004

ProCare Services, *Single Virtual University Space Project of The University of the West Indies, Final Report (2010)*

ProCare Services, *Implementation Framework for the Digital Transformation of The University of the West Indies,* Final Report (2018)

Special Meeting of the University Grants Committee (UGC) (2018) (Held to discuss the draft report of the UGC Task Force on Funding)

The University of the West Indies (1982), *University Restructuring*. Report of Sub-
      Committee of Committee of Council

The University of the West Indies (1994), A *New Structure: The Regional University in the
      1990s and Beyond.* Report of the Chancellor's Commission on the Governance of The
      UWI, July 1994. Petrel and Porpoise Design, Coventry, England

The University of the West Indies (1998), *The Charter Statutes and Ordinances*, Vol. I.
      University Printers

The University of the West Indies (1999), *The Charter Statutes and Ordinances*, Vol. II.
      University Printers

The University of the West Indies Strategic Plans - (1997-2002, 2002-2007, 2007-2012,
      2012-2017)

The University of the West Indies: *Report of the Chancellor' Task Force on Governance of
      The UWI (2006)*

The University of the West Indies, *Annual Financial Reports* (2008-2018)

The University of the West Indies, *Minutes* of the meeting of Council (2014-2018)

The University of the West Indies, *Minutes* of the meetings of the Board for
      Undergraduate Studies (2015-201,)

The University of the West Indies *Strategic Plans 2017-2022: The UWI Triple A Strategy
      2017-2022. Revitalizing Caribbean Development.*

The University of the West Indies, *Governance Concerns of the University Management Audit
Department,* Paper submitted to the Chancellor's Commission on Governance by the
University Management Audit Department (UMAD) (2019).

Other Publications

Australian Government. *Guidance Note: Academic Governance*: Tertiary Education Quality
      and Standards Agency (TEQSA) -version 2.3 (2017)

Charles Hodges, Stephanie Moore, Barb Lockee, Torrey Trust and Aaron Bond. *The Difference
      Between Emergency Remote Teaching and Online Learning* (2020), Educause Review

Committee of University Chairs (UK). *University Higher Education Code of Governance (2014,*
      revised 2018)

David E. Leveille. *Accountability in Higher Education: A Public Agenda for Trust and Cultural Change* (2006)

Deloitte, *Significant risk facing higher education. Taking an enterprise approach to risk,* (2018)

Financial Sustainability Strategy Group. *'Mind the gap' – Understanding the financial sustainability challenge*: *A brief guide for senior managers and Governing Body members* (2016)

Government of Jamaica. *Corporate Governance Framework for Public Bodies in Jamaica*, (2011, revised 2012)

Jacqueline Wade. *Organizational change in the University of the West Indies,* Master's Thesis, University of Manchester, England (1997).

Justin Ram. *Caribbean Could Become Poorest Region in the World by 2050,* February 2020 – https://caribbeannewsservice.com/now/caribbean-could-become-the-poorest-region-in-the-world-by-2050-cdb-director-warns/?fbclid=IwAR2CAve-eSHaNBA0Y8ZCe4aEdnVink3_myzrMbucmT7LjNxQ-ykj5IW4muw

KPMG, LLP, Prager, Sealy & Co., LLC; ATTAIN LLC. *Strategic Financial Analysis for Higher Education. Identifying, Measuring & Reporting Financial Risks* (2010) (Seventh Edition)

KPMG LLP. *The Audit and Risk Committee Terms of Reference* (2015)

KPMG LLP. *Understanding costs of undergraduate provision in Higher Education: Costing Study Report* (2019)

Kristin Blagg and Erica Blom. *Evaluating the Return on Investment in Higher Education. An Assessment of Individual- and State- Level Returns. Urban Institute* (2018)

The Economist Intelligence Unit. *Geopolitics after Covid-19: is the pandemic a turning point?* (2020)

Thomas Estermann, and Veronika Kupriyanova. *Efficiency, Leadership and Governance: Closing the gap between strategy and execution.* AN UPSTREAM Report, European University Association (2018)

Universities Australia. *Voluntary Code of Best Practice for the Governance of Australian Universities (2011 amended 2018)*

Universities UK. *Efficiency and Effectiveness in higher education:* A report by the University UK Efficiency and Modernisation Task Group (2011)

Universities UK. *University Funding Explained, (2016).*

15. Annex

Appendix A   ProCare Report (Digital Transformation of The UWI-2018)

Appendix B   Persons Consulted

Appendix C   Meetings of the Commission

Appendix D   The UWI System (Figure 1)

Appendix E   ICT Target Operating Model for Shared Services

Appendix F   UMAD Report to Commission on Governance, Final (Prepared by Judith Nelson)

Appendix G   Statement of Primary Responsibilities

Appendix H   Revised Corporate Governance Framework for Public Bodies in Jamaica

Appendix I   KPMG, LLP: Audit and Risk Committee - Terms of Reference

Appendix J   Attain Report (2016)

Appendix K   Guidance Notes: Academic Governance (TEQSA)

Appendix L   Highlights of Ordinance 8

Appendix M   University Management (Figure 9)

Appendix N   Governance Challenges/Recommendations from the ICT Cross-Campus Team and the Digital Transformation Advisor, ProCare Services