

Board of Governors, Tomas Bata University in Zlín
Minutes of 22nd Board Session
Held in Zlín on 21st April 2010

Present:

Ing. Michaela Šojdrová, PhDr. Irena Ondrová, Ing. Eva Bartoňová, Ing. Josef Kubíček, Assoc. Prof. Ing. Jiří Volf, CSc.

Excused: Sonja Bata, PaedDr. Alena Gajdůšková, Ing. Eduard Janota, Libor Lukáš

On behalf of Tomas Bata University in Zlín (henceforth referred to as TBU):

Prof. Ing. Ignác Hoza, CSc.	Rector
Assoc. Prof. RNDr. Vojtěch Křesálek, CSc.	Vice-Rector, Statutory Deputy to Rector
Ing. Jiří Kostečka	Bursar
Ing. Andrea Kadlčíková	Director of Marketing and Communications, Secretary to the TBU Board of Governors
Ing. Alena Macháčková, CSc.	Chairperson of the TBU Academic Senate (henceforth referred to as TBU AS)
Assoc. Prof. Dr. Ing. Vladimír Pavlínek	Deputy Chairperson of the TBU Academic Senate
Bc. Milan Baroň	Deputy Chairperson of the TBU Academic Senate

The following agenda was proposed for the 22nd session of the TBU Board of Governors (henceforth referred to as BG):

1. Opening
2. Check on the execution of resolutions adopted at previous sessions
3. Discussion on the TBU Annual Activity Report 2009
4. Bursar's report – Economic results 2009
Budget 2010
5. Rector's report on the TBU development in reaction to the TBU BG Resolution No. 5/20
6. Miscellaneous
7. Termination

Agenda Item 1

Ing. Šojdrová, the BG Chairperson, opened the session. She welcomed all those present. She stated that, in an effort to ensure greater awareness, the Statutory Deputy to the Rector, Assoc. Prof. Křesálek, and members of the TBU AS had been invited to attend the session. She recommended to include “the TBU AS Chairperson's information concerning the TBU AS session” in the agenda as item No. 2. This change was approved by 5 members.

Subsequently, the following agenda was adopted by unanimous vote:

1. Opening
2. TBU AS Chairperson's information concerning the TBU AS session
3. Check on the execution of resolutions adopted at previous sessions
4. Discussion on the TBU Annual Activity Report 2009
5. Bursar's report – Economic results 2009
Budget 2010
6. Rector's report on the TBU development in reaction to the TBU BG Resolution No. 5/20

7. Miscellaneous
8. Termination

The BG Deputy Chairperson, PhDr. Irena Ondrová, was asked to verify the minutes of the 22nd session of the BG and she agreed to do so. The BG approved PhDr. Irena Ondrová as the verifier by unanimous vote.

Agenda Item 2

The TBU AS Chairperson, Ing. Macháčková, stated that the TBU Rector had questioned the legitimacy of the TBU AS during its session held on 20 April 2010. She provided detailed information on the course of the TBU AS election. She stated that all the requirements that had had to be met during the election had been properly fulfilled. The lists provided by the faculties fall within the responsibility of the faculty Deans.

Ing. Šojdrová asked whether the Rector had provided the TBU AS with the documents on the basis of which he assumed that the TBU AS was illegitimate.

Ing. Macháčková responded that he had not done that.

The Rector's reaction was that he had only learned about the possible questioning of the TBU AS legitimacy one day before his scheduled visit to the Minister of Education, Youth and Sports, PhDr. Kopicová. He handed the documents over to her during the session held on 16 April 2010.

Ing. Bartoňová confirmed that the Rector had handed a letter containing the above-mentioned information over to the Minister PhDr. Kopicová. The MEYS is now investigating the matter. The information released so far has been in accordance with Ing. Macháčková's above-mentioned statement. An election may be appealed 5 days after the election. However, nothing like that happened. The Rector's objection, therefore, came too late. The MEYS will inform the University about its official conclusions.

Ing. Šojdrová stated that the TBU Rector also questioned the legitimacy of the BG. She read Ing. Valášek's (MEYS) letter of 15 April 2010, in which he had stated that the TBU BG was legitimate. She expressed her amazement at the fact that the University's Rector was questioning the legitimacy of the University's own bodies. The Rector provides information to external institutions, not to the concerned bodies.

Ing. Šojdrová asked the Rector to send official information on questioning the legitimacy of the TBU AS also to the TBU AS and BG. The Rector stated that he would do so after the BG session.

At the instigation of Bc. Baroň and Assoc. Prof. Pavlínek, a discussion was held, dealing with the issue of the students currently studying at the Faculty of Logistics and Crisis Management, i.e. whether they are, in terms of law, really students of the mentioned faculty, or whether they are students of the Faculty of Technology.

The information concerning the TBU AS sessions and provided to the media was also discussed. Journalists had been informed on the questioned legitimacy of the TBU AS before the session was finished.

The TBU BG members said that they had not informed the media. The TBU Rector said that he had only provided the information to the Minister, PhDr. Kopicová.

Assoc. Prof. Křesálek asked the BG members to adopt a declarative resolution asking for the situation at TBU to calm down. He said that he could understand the feelings of the Rector, who had been constantly discussed in the media.

The members answered that the argument had never been personal. On the contrary, PhDr. Ondrová added that, although the BG had had reasons to file defamation complaints, it had never decided to solve the situation that way, unlike the Rector.

Agenda Item 3

Check on the execution of Resolution No. 1/21

Not completed.

Assoc. Prof. Pavlínek stated that the TBU AS had not yet received the documents submitted by the Rector to the BG on 26 February 2010.

Ing. Kubíček stated that the approval procedure regarding the documentation must follow the following sequence: Rector's Advisory Council, TBU AS, and TBU BG. It is absolutely essential to provide all the bodies with the same documentation.

Ing. Macháčková added that in the case of the TBU AS it is also essential to meet the submission deadline.

Check on the execution of Resolution No. 2/21

Not completed.

Assoc. Prof. Volf asked the TBU Rector to explain why he had left the previous BG session and what reasons he had for questioning the legitimacy of the TBU BG. The Rector responded that he had left because of the article published in the "Zlínský deník" newspaper on 22 March 2010 in which PaedDr. Gajdůšková had endorsed his removal from office. The Rector also stated that the session had been called by the Junior Deputy Chairperson instead of the Senior Deputy Chairperson, which was inconsistent with the TBU BG Statute. The BG Chairperson, Ing. Šojdrová, presented the letter of 12 March 2010 in which PhDr. Ondrová as the TBU BG Senior Deputy Chairperson had asked Mr Libor Lukáš – Junior Deputy Chairperson – to call a BG session in her place for the reason of her incapacity to work due to sickness.

The Rector stated that the documents questioning the TBU BG would be submitted to its members after the session. The TBU BG took cognizance of this information.

Check on the execution of Resolution No. 2/20

Ing. Kostečka informed those present that the "audit" relating to the UH Technology Park Project would be available on 23 April 2010. 3 companies had been addressed, 2 of them had responded and those had been assessed. The company providing a cheaper offer had been selected.

Resolution No. 1/22

The TBU BG must say with regret that the procedure proposed by the Board of Governors to be followed during the selection procedure has not been observed and that no "audit" has been submitted yet.

Out of five TBU BG members present, five members voted for the resolution proposal No. 1/22.

Assoc. Prof. Křesálek expressed his amazement at the fact that the BG session had not been postponed to take place after the "audit" was available, that is after 23 April 2010.

Ing. Kubíček answered that Assoc. Prof. Křesálek unfortunately was not fully informed. Ing. Šojdrová added that the Rector had been asked to arrange for an independent expert's report in the letter of 18 December 2009.

Check on the execution of Resolution No. 3/20
Still effective.

Check on the execution of Resolution No. 5/20
See the below-mentioned Rector's Report – Agenda Item No. 6.

Check on the execution of Resolution No. 6/20
Completed.

Agenda Item 4

The Rector provided basic information on the TBU Annual Activity Report 2009.

Ing. Bartoňová pointed out that the information included in the text differs from the information included in the chart relating to the TBU participation in international programmes. She also recommended to take the changing demographic curve and the work with PhD students into consideration when the SWOT analysis is made next time.

Ing. Kubíček asked whether the accreditation of the TBU Master's study was a joint accreditation of TBU and the Secondary School of Hotel Management and Tourism.

The Rector confirmed the information. Ing. Kubíček added that it was very unusual. He also recommended that the posts of the BG members should always be included in the Annual Report as of a particular date. To ensure that identical information is provided to the TBU BG and to the TBU AS.

Resolution No. 2/22

The TBU BG discussed the TBU Annual Activity Report 2009.

The TBU BG asks the Rector to submit additional information relating to the Annual Activity Report 2009, namely a detailed overview of the accreditations submitted for approval in 2009 and the results of the applications.

Out of five TBU BG members present, five members voted for the resolution proposal No. 2/22.

A 5-minute break followed.

Agenda Item 5

Ing. Kostečka provided basic information on the Annual Economic Report 2009.

Ing. Kubíček asked about the voting of the TBU AS.

Ing. Macháčková answered that the TBU AS had approved the Annual Economic Report 2009 on the condition that it would include the auditor's original report. She explained that the auditor's report presented in the Annual Report did not contain the paragraph entitled "Emphasizing the Facts" with the following text: "Without modifying the auditor's statement on the Annual Final Accounts, we draw your attention to Point 8 of the Attachment to the Annual Final Accounts, where the so-called 'conditional liabilities' are mentioned. These are not part of the balance sheet because of the signed agreements on future

contracts totally amounting to CZK 138 million. In the case that the contracts are not carried out – these had not been approved by the University's Board of Governors before the date on which the Annual Final Accounts were prepared – it is necessary to point out the possible sanctions arising from the above-mentioned agreements on future contracts”.

Ing. Šojdrová asked the TBU Bursar Ing. Kostečka to explain why that paragraph had been left out. Ing. Kostečka answered that future liabilities were not related to the year 2009. The TBU AS had also received the auditor's original report.

Ing. Šojdrová remarked that the TBU BG and AS had again received a different documentation for discussion and she thanked the TBU AS for the information on the difference. She asked whether the auditor had been informed about that and whether the modified report was valid at all.

Ing. Kubiček stated that it was a serious mistake with a negative impact on the credibility of TBU.

Ing. Kostečka responded that it was an error or an oversight. He explained that those were liabilities arising from the agreements on future contracts relating to the UH Technology Park and the R&DfI project in Uherské Hradiště (The Regional R&D Centre for Air, Terrestrial and Robotic Intelligent Systems, Simulation of Long-Term Space Flights and Crisis Management), which had been rejected.

Ing. Kubiček added that future liabilities are not allowed to be created along with suspensive conditions.

Assoc. Prof. Volf also expressed his amazement at the fact that the auditor's report had been modified. It does not have the form of a coherent document.

Ing. Bartoňová also expressed her concern about the fact that something like that could at all happen at a higher education institution.

Resolution No. 3/22

The TBU BG states that the documentation received in order to discuss the TBU Annual Economic Report 2009 is different from that received by the TBU AS.

The TBU BG refused to take cognizance of the TBU Annual Economic Report 2009, as the report does not contain a complete auditor's report.

Out of five TBU BG members present, five members voted for the resolution proposal No. 3/22.

Resolution No. 4/22

The TBU BG asks the Rector to submit the full auditor's report and an overview of TBU's conditional liabilities.

Out of five TBU BG members present, five members voted for the resolution proposal No. 4/22.

Ing. Kostečka presented basic information on the TBU Budget 2010.

Ing. Šojdrová asked whether the TBU AS had approved the submitted document. Ing. Macháčková stated that the TBU Budget 2010 was approved at the session held on 2 March 2010. Suggestions made by the Economic Commission had been incorporated. However, she said that the Faculty of Applied Informatics representatives had had serious comments. These were explained by Ing. Macháčková.

Assoc. Prof. Volf apologized for not being able to stay at the session. However, before he left he said that he had learned about the Rector's proposal to remove him from his post in the Board of Governors without having informed him about it. Assoc. Prof. Volf stated that it used to be enjoyable to attend the BG sessions, which was not the case any longer. He does not cling to his membership. Nevertheless, he will leave it up to the MEYS to make a decision.

Due to his busy time schedule, Assoc. Prof. Jiří Volf left the session. The TBU BG continued its discussion without the possibility to adopt any resolutions but keeping the minutes.

Ing. Bartoňová pointed out to the Bursar the difference between the data presented in the submitted TBU Budget 2010 and the data presented in the Bursar's report entitled "Economic Information and Capital Construction in 2010".

The sum of CZK 80,661,000 relating to the UH Technology Park Project is presented in the TBU Budget 2010, on page 67, as a private investment, while in the Bursar's report it is presented as a MIT investment.

Ing. Bartoňová stated that one of the BG tasks is also the monitoring of the investment flow. She recommended to make well-organized charts showing all TBU investment projects as part of one document intended for the TBU BG and AS.

Ing. Kubiček recommended to present the budget in more detail next time.

Agenda Item 6

The Rector informed the TBU BG about meeting the priority indicators defined in the MEYS Long Term Aims and Objectives for 2011 – 15 and, subsequently, about the University's development between 2007 and 2009.

The TBU BG members stated that those documents would be further dealt with during future sessions of the BG.

PhDr. Ondrová asked the Rector about the TBU intentions in Prievidza discussed at the 21st session of the TBU BG.

The Rector answered that the cooperation had been initiated by the Slovak Republic. Along with the FLCM Dean, Dr Mrkvička, he decided that no TBU unit would be established in Prievidza.

Assoc. Prof. Křesálek informed the TBU BG about the current situation concerning R&DfI and OPEI projects:

The FT Laboratory Centre is now being assessed, the ICT Technology Park has been approved by the MIT, and it seems that the project of the Polymer Systems Centre may be successful as well. He stated that the projects were important for TBU. They are expected to influence its research orientation.

Agenda Item 7

The Rector submitted to the TBU BG the Expert Opinion No. 002-01/2010 by Assoc. Prof. Ing. Pavel Máchal, CSc., the aim of which had been to assess the economic aspects of the "UH Technology Park" project. It was requested on 16 March 2010.

Ing. Kubiček stated that he did not understand the purpose of the expert opinion – why does it analyze the MIT methodology? Why does it ask about issues that are clear?

PhDr. Ondrová asked about the price of the expert opinion. Ing. Kostečka answered that the price was about CZK 40,000. PhDr. Ondrová added that it was uneconomical to spend financial means that way.

Ing. Šojdrová stated that the submitter's questions did not make sense. The TBU BG always assumed that those matters were in order. The expert opinion was requested on 16 March 2010 - why, when, by that time, it had been known that the requested project "audit" had been ordered already? On the basis of what was Assoc. Prof. Máchal selected? She recommends that this expert opinion should also be made available to the TBU AS.

Ing. Macháčková asked the Rector whether the information presented at the TBU AS session held on 20 April 2010 and saying that he had filed a criminal complaint against an unknown offender about increased expenses in the University Centre construction budget was true.

The Rector confirmed the information. He stated that he had duty to give notice.

Ing. Bartoňová stated that she would submit the matter to the MEYS for investigation.

Ing. Bartoňová also stated that she did not consider paying the 13th and 14th salaries reasonable. It is better to motivate staff individually. She recommended that the wage regulations should be modified. The Rector stated that TBU does not plan to pay the 13th and 14th salaries in 2010.

The Rector stated that he did not personally benefit from the UH Technology Park project.

Ing. Kubiček recommended that TBU should thoroughly study the audit to be submitted on the basis of a selection procedure.

Agenda Item 8

The TBU BG Chairperson recommended that, before the President of the CR makes a decision on removing the Rector from office, the BG should not hold any other sessions.

She thanked those present for attending and terminated the session.

Date: 22 April 2010

Minutes taken by: Ing. Andrea Kadlčíková

PhDr. Irena Ondrová
Deputy Chairperson of the TBU BG

Ing. Michaela Šojdrová
Chairperson of the TBU BG