

***Os processos de reestruturação, consolidação e  
racionalização dos sistemas de ensino superior***

Alberto Amaral, CIPES

Outubro de 2006

## Índice

Sumário	3
1. Introdução	4
2. Formas de associação	6
3. Uma análise dos processos de fusão	8
4. Factores que facilitam ou dificultam as fusões	10
5. Problemas de implementação	11
6. Conclusões	13
7. Bibliografia	15
Anexos	
A1 – Processos de fusão no Reino Unido, 1992/2004	17
A2 – Processos de fusão na Austrália, 1988/2004	22
A3 – Processos de fusão na Austrália, 1981/1983	27
A4 – Relatório do grupo de trabalho “forma e tamanho” do CHE, África do Sul	29
A5 – Guia de boas práticas para fusões no ensino superior, HEFCE, UK	37
A6 – Lições das fusões no ensino superior (Fielden e Markham)	48
A7 – Sumário e conclusões do relatório de Brown, Denholm e Clark	57

## Sumário executivo

Os processos de reestruturação, consolidação e racionalização de sistemas de ensino superior ocorrem com alguma frequência, sendo frequentemente impulsionados por uma decisão governamental a qual é fundamental, em particular quando as mudanças, em vez de fenómenos isolados, se processam ao nível de todo o sistema.

Na maioria destes processos observa-se, em regra, que há fenómenos de associação de instituições tendo em vista um aumento de eficiência, uma melhoria da qualidade e/ou reforço da capacidade de competição das instituições.

Os processos de associação são diversificados podendo classificar-se num contínuo que vai desde o contrato de gestão até uma verdadeira fusão. Na maioria dos casos a fusão parece ser o processo preferido.

A intervenção do estado também pode respeitar, em maior ou menor grau, a autonomia das instituições, podendo ir de um extremo em que todo o processo é definido por lei (incluindo quais as instituições a fundir) até uma situação em que o governo define um conjunto de incentivos deixando às instituições a escolha, quer dos parceiros, quer da forma de associação.

Muitas vezes, este tipo de operações é condicionado pela existência de pressões externas fortes que levam as instituições a associar-se. Nos casos em que não há imposição legislativa directa, pode interpretar-se essas pressões à luz da teoria da dependência dos recursos: se uma alteração do seu ambiente põe em causa as relações de uma organização que permitem o seu acesso a recursos essenciais, ela irá adaptar as suas relações de troca para regressar a um equilíbrio que garanta um fluxo contínuo desses recursos essenciais. Isto explica a eficiência de políticas governamentais baseadas em critérios de financiamento ligados aos processos de reconversão no sentido desejado pelos governos.

Os processos de associação são em princípio mais fáceis quando as instituições não têm o mesmo poder (dimensão, desaforo financeiro) ou se complementam (ofertas complementares de formação e/ou investigação) e estão próximas.

Apesar de se tratar de um processo, na maioria das vezes imposto do exterior, verifica-se que as fusões têm um nível de êxito surpreendente, uma vez ultrapassada a fase de implementação em que se verificam, regra geral, tensões, dificuldades e problemas. No entanto, os processos de fusão são complexos, consomem grandes recursos administrativos e são processos difíceis que exigem negociações e planeamento detalhados.

## 1. Introdução

Existem inúmeros exemplos de operações de reestruturação, consolidação e racionalização de sistemas de ensino superior determinadas por um conjunto de objectivos tais como:

1. *aumentar a eficiência e a eficácia, em especial para lidar com situações de crescimento substancial e rápido do número de alunos que aumentam as exigências feitas às instituições;*
2. *resolver problemas de instituições inviáveis ou de fragmentação institucional;*
3. *alargar o acesso dos alunos e implementar estratégias de aumento da equidade do acesso;*
4. *diferenciar a oferta de cursos para responder ao aumento da diversidade estudantil e aumentar a qualidade dos licenciados;*
5. *aumentar o controlo do governo sobre a direcção global dos sistemas, assegurando, em particular, que as instituições servem mais directamente os objectivos nacionais e regionais, quer económicos, quer sociais. (Harman & Meek 2002: 1).*

Exemplos deste tipo de operações podem encontrar-se num conjunto grande de países, de que se destacam os Estados Unidos, o Reino Unido, a Austrália, a Alemanha, os Países Baixos, a Noruega, a Suécia, a África do Sul, o Canadá, a Hungria, a Flandres, o Vietname e a Nova Zelândia. Em alguns casos tratou-se de reestruturações, por exemplo, por criação de um sistema binário, como aconteceu no Reino Unido, na Alemanha ou em Portugal, ou pelo movimento em sentido contrário de unificação de um sistema binário, como aconteceu, por exemplo, no Reino Unido e na Austrália. Porém, na maioria dos casos verificam-se operações de consolidação e racionalização que, numa situação extrema, levam à fusão de duas ou mais instituições. Segundo Lang (2002) terá havido cerca de 500 fusões de colégios e universidades na última década.

Mais recentemente, com a mudança progressiva de um paradigma de cooperação internacional para um paradigma de competição global e a emergência de ‘rankings’ internacionais, observam-se exemplos de fusões ou federações, tendo em vista aumentar a massa crítica das instituições e reforçar a sua capacidade de competição e visibilidade. Um exemplo é a decisão das três universidades técnicas holandesas – Delft, Eindhoven e Twente – de se constituírem em federação para melhor competirem internacionalmente, nomeadamente em relação aos programas europeus cuja agenda pretendem influenciar.

Na generalidade dos casos as reestruturações – na maioria dos casos trata-se de fusões – ocorrem devido a pressões exteriores sobre as instituições, por vezes devido a problemas financeiros, mas, em regra, por acções do governo. Numa situação extrema o governo determina por lei quais as instituições que se vão fundir, não deixando a estas qualquer escolha. Noutros casos, o governo cria incentivos financeiros (por vezes irrecusáveis) para que as instituições se organizem por forma a dar resposta aos desejos do governo.

A influência das pressões externas é justificada pela perspectiva que está hoje aceite nas ciências sociais de que as organizações se comportam como sistemas abertos:

*... as organizações, tal como os organismos, são abertas ao seu ambiente e devem conseguir uma relação apropriada com esse ambiente para conseguirem sobreviver. (Morgan 1986: 44-45).*

O paradigma da dependência dos recursos (Pfeffer and Salancik 1978; Pfeffer 1982) admite o princípio dos sistemas abertos e baseia-se na hipótese de que as organizações são flexíveis e *reactivas*: se uma alteração do seu ambiente põe em causa as relações de uma organização que permitem o seu acesso a recursos essenciais, ela irá adaptar as suas relações de troca para regressar a um equilíbrio que garante um fluxo contínuo desses recursos essenciais. Deste modo, alterar o fluxo de recursos e a forma como estão estruturados provocará alterações organizacionais, ou seja, a transformação do ambiente induz as mudanças organizacionais. Em alguns casos conhecidos, como os que serão referidos a propósito da Austrália e dos Países-Baixos, os governos alteraram o fluxo e as condições de financiamento, forçando as instituições de ensino superior a proceder a alterações significativas no sentido do cumprimento dos objectivos governamentais.

Neste trabalho começaremos por enunciar as formas de associação de instituições, seguindo-se uma análise de um conjunto de processos de fusão a nível internacional. Em seguida faz-se uma breve análise das condições que facilitam e/ou dificultam as fusões e dos problemas na fase de implementação e apresentam-se as conclusões.

Em anexos apresentam-se diversos documentos que permitem uma compreensão mais aprofundada dos problemas. Os três primeiros anexos apresentam listas com os processos de cooperação inter-institucional na Austrália e no Reino Unido, oferecendo assim um panorama geral deste tipo de processos. O quarto anexo apresenta o relatório do grupo de trabalho do Council on Higher Education que estudou o processo de fusões na África do Sul. O quinto anexo é um guia de boas práticas para processos de fusão, elaborado pelo Higher Education Funding Council for England (HEFCE). Finalmente, os dois últimos anexos apresentam o trabalho de Fielden e Markham (1997) e o sumário e conclusões do relatório de Nigel Brown, Jane Denholm e Tony Clark (2003) que apresentam análises dos processos de fusão no Reino Unido.

## 2. Formas de associação

*They kept talking about merger, we kept talking about a federation. In the end what we got was an acquisition. (Lang 2002: 11).*

Segundo Harman (1989), e a posterior adaptação de Lang (2002) as formas de associação institucional podem dispor-se num contínuo, com integração crescente, que vai desde a gestão por contrato até à fusão pura como se indica no esquema.

Gestão por contrato	Consórcio	Federação	Afiliação	Fusão com Centro de Responsabilidade	Fusão pura

A gestão por contrato é relativamente recente e pode encontrar-se, por exemplo, na Finlândia, nos Estados Unidos, no Canadá ou na Austrália (Rekilä 1995; University of Guelph 1996, Henry 1994). Neste caso, o governo delega a responsabilidade directa por uma instituição, em regra pequena e muito especializada, numa instituição maior, em regra generalista. Por exemplo, no Canadá, o governo do Ontário delegou na Universidade de Guelph – dependente do Ministério da Agricultura, Alimentação e Recursos Rurais – a gestão de quatro pequenos colégios de agricultura de âmbito regional dependentes do mesmo Ministério.

O consórcio é uma forma voluntária de associação de instituições, as quais mantêm a sua identidade. Um consórcio é uma organização com personalidade jurídica e participação voluntária, com o seu pessoal e orçamento próprios, com um executivo cujos membros são nomeados pelas instituições membros do consórcio. Uma diferença importante em relação às fusões é que qualquer membro poderá vir a abandonar o consórcio. Uma vantagem importante do consórcio é a oferta de cursos e serviços integrados por forma a rentabilizar os recursos.

Numa federação cada instituição participante mantém a sua autonomia, conservando o seu património e a responsabilidade pelos seus compromissos e mantendo os órgãos de gestão. As instituições conservam o poder de fazer nomeações académicas, admitir alunos, oferecer emprego e conferir graus e diplomas. Esta forma de organização permite

grande cooperação interinstitucional na oferta de cursos, aumentando a diversidade acadêmica a baixo custo. Porém, embora toda as instituições mantenham poder de conferir graus e diplomas apenas a instituição principal os confere e permanece como a principal responsável pela prestação de contas acadêmicas e pelas relações com o governo. No entanto as federações podem ser difíceis de gerir, sendo vulgares problemas em áreas como a liberdade acadêmica, a manutenção de padrões mínimos de qualidade, ou a harmonização das propinas (ver Lang 2002).

As afiliações não são consórcios porque envolvem apenas dois parceiros, nem são fusões porque cada instituição mantém a sua autonomia. Uma afiliação ocorre com frequência em sistemas em que apenas uma parte das instituições pode conferir graus e diplomas. As instituições que não detêm este poder podem afiliar-se a uma instituição que o detenha para que os seus alunos tenham acesso aos graus e diplomas, sendo que é a segunda instituição que garante a qualidade do corpo docente, dos alunos e dos cursos da primeira e confere os graus e diplomas. Uma afiliação, tal como um consórcio, envolve instituições no fornecimento de um curso ou serviço sem comprometer a autonomia ou franquia das instituições que beneficiam igualmente da cooperação. Mas ao contrário de um consórcio, uma afiliação não dá origem a uma nova entidade separada nem obriga a que uma instituição deixe de oferecer um curso ou serviço a favor do consórcio.

Uma fusão corresponde ao caso mais extremo de cooperação interinstitucional. Uma verdadeira fusão:

*...é uma combinação de duas ou mais instituições separadas numa única nova entidade organizacional, em que o controlo é atribuído a um único órgão de governo e a um único executivo e em que o património e os compromissos das instituições iniciais são transferidos para a única nova instituição. (Goedegebuure 1992).*

No caso de uma fusão pelo menos uma das instituições participantes deixa de existir como entidade legal e perde a sua autonomia, em princípio para sempre, não sendo possível uma inversão (ou saída da instituição) da situação como num consórcio ou federação.

As fusões podem ser de tipos diversos, correspondendo, por exemplo, a uma consolidação de duas ou mais instituições ou a uma simples aquisição de uma instituição por outra. Há ainda casos de fusões em que a instituição anteriormente independente mantém, em maior ou menor grau, algum nível de autonomia. Isso acontece, por exemplo, quando as instituições envolvidas na fusão estão geograficamente muito separadas, como aconteceu, por exemplo, com a fusão da University of Western Austrália em Perth e a Kalgoorlie School of Mines em Kalgoorlie que distam cerca de 900 quilómetros.

### 3. Uma análise dos processos de fusão

Embora existam casos de colaborações e mesmo fusões que tiveram origem nos académicos e outros profissionais, a verdade é que a maioria dos processos resultou de acções do governo, quer por imposição, quer pela introdução de incentivos financeiros (Harman & Harman 2003). Também Skodvin (1999) procedeu a uma análise de processos de fusão, chegando a uma conclusão semelhante. Na tabela seguinte apresenta-se os resultados de Skodvin para um conjunto diversificado de países, sendo de notar que em alguns casos – por exemplo na Suécia, Países Baixos, Alemanha e Reino Unido foram usadas estratégias diversas em ocasiões diferentes, respeitando em maior ou menor grau a autonomia das instituições. O mesmo fenómeno verifica-se no Canadá e nos USA, o que é natural uma vez que as políticas de ensino são definidas ao nível da província ou do estado, respectivamente.

Análise de fusões em diversos países (Skodvin 1999)<sup>1</sup>

Países	Forçada	Voluntária
Austrália (1960s sistema binário; 1987-1990 sistema unificado)	X	
USA (1960-1997)	X	X
Canada (reforma dos colégios; criação dos CEGEPs nos 1960s; criação de nova rede de universidades, 1990s)	X	X
Noruega (reforma dos colégios do estado 1994)	X	
Suécia (reforma dos colégios e universidades em 1977; criação da Mid-Sweden University em 1993)	X	X
Países Baixos (reforma dos HBOs 1983-87 e novas fusões voluntárias, 1988)	X	X
Bélgica (reforma dos colégios flamengos 1994)	X	
Alemanha (Gesamthochschulen nos 1970s e Fachhochschulen nos 1980s)	X	X
Reino Unido (reforma dos politécnicos 1960s e 1970s e novas fusões voluntárias 1980-1990s)	X	X
Finlândia (reforma dos politécnicos, 1991-95)	X	

Porém, embora muitas vezes a acção predominante tenha sido a do governo, quer a forma como foi exercida, quer o grau de autonomia das instituições sujeitas à fusão variou substancialmente de acordo com as circunstâncias. Em alguns casos a totalidade da decisão ficou nas mãos dos governos que determinaram por lei quem se fundia com quem, quando e em que termos. Isso aconteceu, por exemplo, em 1966 no Reino Unido na sequência da publicação do Livro Branco *A Plan for Polytechnics and Other Colleges*, que veio dar origem à criação de um sistema binário, sendo a maioria dos politécnicos

<sup>1</sup> Em boa verdade, algumas fusões na Austrália deviam ser classificadas como voluntárias, embora condicionadas pelas decisões de financiamento do governo.



resultante da fusão de instituições já existentes, sem qualquer possibilidade de escolha por parte das instituições, tendo por objectivo:

*“...permitir que os docentes e os alunos gozem as vantagens de pertencer a instituições que oferecem uma maior variedade de áreas científicas e ... concentrar recursos dispendiosos num menor número de centros (Pratt & Burgess 1974: 42).*

Outros exemplos idênticos foram a criação das *Gesamthochschulen* na Alemanha (1970-77), dos colégios de estado na Noruega (1994), dos colégios politécnicos na Finlândia (1991-95) ou das instituições não-universitárias na Flandres (1994) (ver Skodvin 1999), ou ainda as fusões na Hungria e na África do Sul. Também na Austrália o governo decidiu em 1981 proceder à fusão dos “colleges of advanced education” (CAES), dedicados em especial à formação de professores e à tecnologia. Apesar de todos os protestos foram criados 13 novos colégios a partir de 37 instituições iniciais, muito por acção de uma pequena comissão conhecida por “Razor Gang” sob as ordens de um Primeiro Ministro seguidor das políticas conservadoras de Thatcher e Reagan, mas que sendo conhecido mais pela retórica do que pela acção (Goedegebuure 1992) viu uma oportunidade para demonstrar:

*...o seu compromisso com um governo minimalista e a redução do sector público para permitir o avanço do sector privado (Harman 1986: 574).*

Noutros casos foi dada maior liberdade às instituições quanto à forma de organizarem o seu destino. Por exemplo, em 1972 no Reino Unido e na sequência da publicação do Livro Branco *Education: A framework for expansion*, procedeu-se a uma reorganização dos colégios de educação (Goedegebuure 1992) mas em que se permitiu uma maior liberdade das instituições na procura de uma solução:

*There was not even a statement about the desired reorganization in terms of numbers and types of colleges, and numerical projections of student numbers were changed frequently and dramatically. (Locke et al. 1985: 1).*

Nestas condições os resultados foram diversificados: 12 colégios integraram-se em universidades, 37 amalgamaram-se com politécnicos, 24 fundiram-se com colégios de ‘further education’, 26 fundiram-se com outros colégios de educação, 25 cessaram actividade e 1 resistiu isolado (Locke *et al.* 1985). Um processo idêntico foi seguido nos Países Baixos para o sector HBO e casos semelhantes podem ser encontrados, por exemplo, nos USA, Suécia, Austrália e Canadá.

Vejamos alguns casos. Em 1987 o governo australiano anunciou uma reforma para unificar o sistema binário, acompanhada por fusões de instituições. Porém, em vez de determinar quais as fusões criou apenas uma forte pressão financeira deixando a acção para as instituições. Assim, o governo anunciou as seguintes condições para a

elegibilidade das instituições a receberem financiamento público: um mínimo de 2000 alunos (ETI) para fundos para ensino; um mínimo de 5000 alunos (ETI) para fundos para ensino e financiamento limitado de investigação; um mínimo de 8000 alunos (ETI) para acesso geral a fundos para ensino e investigação. E, para incentivar as instituições o Ministro Dawkins anunciou em 1988:

*Há ainda ...algumas decisões importantes a tomar que afectarão o futuro do sistema. ...O governo ainda tem 218 milhões de dólares para financiamentos em 1990 e 1991. ...É meu objectivo garantir que estes fundos sejam usados para apoiar e desenvolver arranjos institucionais sensatos, em particular no caso de consolidação ou fusão de instituições. ...As instituições tem o direito de não participar neste processo. Mas devem estar preparadas para viver com as consequências num sistema que será mais competitivo do que no passado.*

Também nos Países Baixos foi usada uma estratégia semelhante para a reorganização do sector não universitário (HBO). Para assegurarem financiamento público continuado a partir de 1986-87 as instituições tinham que reunir três condições simultâneas:

- a) um mínimo de 600 alunos;
- b) uma instituição deve funcionar como uma unidade administrativa e educativa, com órgãos de gestão únicos;
- c) deve haver uma distância razoável entre as várias unidades de uma instituição.

De certo modo, pode considerar-se a decisão do governo português de não financiar os cursos com número de alunos muito baixo como uma forma de induzir a racionalização do sistema, forçando as instituições a coordenarem oferta de formações, evitando a proliferação de cursos da mesma natureza. Porém, esta medida pode não ser suficiente sem uma intervenção mais directa do governo, mesmo que na forma minimalista de discutir com os órgãos representativos (CRUP e CCISP) uma estratégia de racionalização. Alternativamente, haverá que tornar bem claros os objectivos pretendidos, enunciando, por exemplo, uma política de racionalização de recursos de base regional e/ou criando uma comissão com poderes para promover as acções de racionalização, como foi feito em outros países. Ainda outra alternativa será a de esperar pelos resultados consolidados dos processos de acreditação, mas aqui haverá o inconveniente da demora na tomada de decisões.

#### **4. Factores que facilitam ou dificultam as fusões**

Os estudos existentes permitem formular algumas regularidades quanto à existência de factores que podem facilitar ou dificultar as fusões. Assim:

- a) O governo desempenha um papel decisivo nos processos de fusão, quer determinando por legislação essas fusões, quer criando condições – nomeadamente financeiras – que promovam essas fusões. (Eastman & Lang 2001; Goedegebuure 1992).
- b) As fusões serão tanto mais fáceis quanto mais diferentes as instituições (Eastman & Lang 2001; Skodvin 1999) ou, como diz Goedegebuure (1992) as fusões, regra geral, não parecem ser casamentos entre iguais. Num extremo haverá o caso de uma instituição forte (devido ao prestígio, à sua dimensão ou à situação financeira) que absorve – muitas vezes no que corresponde a uma quase aquisição – uma instituição mais fraca, mas com uma oferta especializada de cursos que vai diversificar a oferta da primeira. No outro extremo, haverá duas instituições com poder semelhante, mas com especializações diversas e que entram numa operação de consolidação gerando uma instituição muito mais forte. Veja-se, a título de ilustração, a tabela do anexo 1 que resultou de um estudo (Brown *et al.* 2003) sobre as fusões de instituições de ensino superior no Reino Unido, a qual mostra que a maioria dos casos em que as fusões falharam se deram em casos em que as instituições em causa não eram demasiado diferentes em dimensão, poder ou área de actividade.
- c) As fusões dependem fortemente da distância entre as instituições. A experiência internacional (Eastman & Lang 2001) parece mostrar que as fusões com maior êxito ocorreram entre instituições geograficamente próximas, sem excessivas diferenças culturais e académicas, ao passo que os maiores problemas se verificaram no caso de instituições afastadas, em especial quando havia grandes diferenças culturais e académicas.

## **5. Problemas de implementação**

Eastman e Lang (2001) referem um conjunto de problemas que ocorrem na implementação dos processos de fusão. Assim:

- a) Num processo de fusão as instituições enfrentam uma tensão entre manter o *status quo* e a implementação da mudança. Por exemplo, as instituições públicas podem debater-se entre a necessidade de responder a desejos políticos externos e a vontade de manter os interesses académicos tradicionais.
- b) A prossecução dos objectivos institucionais num processo de fusão faz-se muitas vezes à custa dos objectivos individuais, sendo normal a emergência de sentimentos de medo, azedume e ódio, muitas vezes associados ao medo da perda de privilégios.

- c) Muitos processos de fusão são afectados negativamente por planeamento inadequado ou falta dele. Em regra, parece que as fusões “voluntárias” (Países Baixos, Canadá, Suécia) têm maior probabilidade de êxito do que as fusões forçadas (Austrália, Países Baixos, Finlândia e Noruega).
- d) As fusões parece serem caracterizadas por demasiados processo de tipo top-down e falta de processos do tipo bottom-up. Porém, a inclusão dos interessados nos processos de decisão, amplamente planeados e debatidos, tende a diminuir sensações de cepticismo e de insegurança.
- e) As fusões são determinadas por factores/condições externas, por exemplo como reacção políticas públicas ou a mudanças do nível de competição entre as instituições de ensino superior. Uma das forças mais visíveis nas fusões é o medo de falta de recursos.
- f) As análises de um número significativo de casos mostram que as questões administrativas e de eficiência dominam a implementação de uma fusão, pelo menos nos primeiros anos, mesmo quando os objectivos da fusão são académicos.

Não existe, porém, consenso absoluto quanto à importância das questões de liderança e de gestão no êxito dos processos de fusão, embora um certo número de autores concorde com a sua importância (Skovdin 1999; Martin & Samels 1994; Harman & Harman 2003). Segundo Skovdin:

*Os resultados de muitos estudos em diferentes países indicam que uma fusão com êxito é acima de tudo caracterizada por uma gestão forte e visível, capaz de unir as diferentes subculturas, bem como de criar um sentido comum de identidade e estrutura organizacional. Em segundo lugar é importante desenvolver metas e objetivos que são partilhados pela maioria do pessoal. (Skovdin 1999: 77-78).*

Porém, Estman e Lang, embora reconhecendo:

*A liderança e o processo surgem assim entre os factores que determinam se as fusões têm êxito e os resultados que produzem – embora possam não ser os mais importantes destes factores (Eastman & Lang 1999: 243).*

Finalmente, Brown *et al.* (2003) concluíram que o factor mais importante para o êxito de uma fusão é a existência de factores externos fortemente negativos que tornem a fusão uma via aceitável para a sua superação, o que é compatível com o paradigma da dependência dos recursos e explica o êxito das iniciativas de alguns governos que forçaram a implementação criando uma situação financeira adequada.

## 6. Conclusões

Os dados empíricos mostram que as grandes reformas dos sistemas de ensino superior ocorrem com uma razoável frequência, tendo por pano de fundo decisões governamentais. Na maioria dos casos, as operações de reestruturação, consolidação e racionalização dos sistemas ocorrem pela via da fusão de instituições, embora haja exemplos de outras formas de colaboração inter-institucional.

Também se verifica que, na maioria dos casos, a intervenção dos governos é decisiva, quer decidindo quais as fusões sem grande respeito pela autonomia institucional, quer criando condições externas – por exemplo financeiras – que forcem essas fusões.

No entanto, apesar de se tratar de um processo em regra imposto do exterior, verifica-se que as fusões têm um nível de êxito surpreendente. Um inquérito feito por Rowley em 1997 mostrou que 90% dos dirigentes de instituições de ensino superior britânicas inquiridas tinham tido êxito, o que contrasta significativamente com os resultados que o mesmo autor obteve para o sector empresarial, em que essa percentagem era de apenas 50%.

Uma possível explicação para este comportamento mais favorável das instituições de ensino superior será o facto de os académicos se identificarem mais facilmente com o seu campo científico do que com a instituição e o carácter muito fragmentado da empresa de ensino superior (as características de “loose coupling” e de fragmentação das instituições académicas identificada, entre outros, por Clark 1983). Estas características permitem que as instituições de ensino superior sejam mais flexíveis do que as empresas, tornando os benefícios resultantes de novas formas de associação de docentes, alunos e funcionários maiores do que as obtidas pelos membros de uma empresa onde provavelmente a tensão das optimizações de pessoal tornam os processos mais dolorosos.

De qualquer modo, concordamos com as conclusões de Goedegebuure na sua tese de doutoramento:

*An assessment of outcomes appears to be tilted toward the positive. Agreed, merger processes seldom if ever have a smooth and easy run, and are interspersed with major and minor problems and battles, but they appear to have surprising results considering their largely involuntary nature. Educational offerings appear to have expanded, there are indicators that suggest an increase in quality, and community links have been strengthened (Goedegebuure 1992: 74).*

Ou, como referem Harman & Harman:

*While acknowledging [some] negative aspects, we consider that international experience demonstrates that sensibly conceived and well-*

*managed mergers, with due sensitivity being paid to cultural and human issues, can produce long-term benefits, both for individual institutions and higher education systems (Harman & Harman 2003: 42).*

Quanto ao futuro, é possível que se verifiquem as previsões de Eastman e Lang baseadas na ideia de que o paradigma da dependência dos recursos forçará as instituições a procurar fusões para assegurar recursos indispensáveis num clima de mudança. Na verdade, a emergência de um paradigma de competição inter-institucional por efeito da crescente globalização poderá forçar as universidades a usar as fusões ou outros mecanismos de associação para aumentar a sua massa crítica e a sua capacidade competitiva:

*To the extent that higher education systems continue to become more like markets, the paradigm of competition may predict institutional behaviour: universities and colleges may be expected to merge in order to achieve competitive advantage, whether through limitation of competition, complementary marketing, realization of economies of scale or critical mass, diversification of risk, or other means.*

*... One thing that unites the paradigms for merger is the conviction that merger is a response to developments in the external environment. The environments in which higher education is offered today are changing rapidly and profoundly. To the extent that universities and other institutions can anticipate those changes, merger is likely to be among the strategies by which they respond.*

## Bibliografia

- Brown, N., Denholm, J. & Clark, T. (2003), Handling Merger Proposals, HEPI, Oxford – <http://www.hepi.ac.uk/pubdetail.asp?ID=144&DOC=Seminars>
- Clark, B.R. (1983), *The Higher Education System*, University of California Press, Berkeley.
- Eastman, J. & Lang, D. (2001), *Mergers in Higher Education. Lessons from Theory and Experience*, University of Toronto Press, Toronto.
- Fägerlind, I. & Strömquist, G. (eds) (2004), *Reforming higher education in the Nordic countries – studies of change in Denmark, Finland, Iceland, Norway and Sweden*, International Institute for educational Planning, UNESCO, Paris.
- Fielden, J. & Markham, L. (1997), “Learning Lessons from Mergers in Higher Education, CHEMS paper No 17.
- Goedebebuure, L. (1992), *Mergers in Higher Education*, Uitgeverij Lemma, Utrecht.
- Harman, G. & Harman, K. (2003), “Institutional Mergers in Higher Education: Lessons from International Experience, *Tertiary Education and Management*, 9.1 829-44).
- Harman, G. (1986), “Restructuring Higher Education Systems Through Institutional Mergers: Australian Experience 1981-83”, *Higher Education*, 15 (576-586).
- Hall, M., Symes, A. & Luescher, T. (2004), *The Governance of Merger in South African Higher Education*, Council on Higher Education, Pretoria.
- Harman, K. & Meek, V.L. (2002), “Introduction to special issue – Merger revisited: international perspectives on merger in higher education”, *Higher Education*, 44.1 (1-4).
- HEFCE (2004), *Mergers in the Higher Education Sector. A guide to good practice*, Higher Education Council for England, London.
- Henry, M. (1994), *The Restructuring of Higher Education in Australia*, International Institute for Educational Planning, Paris.
- Lang, D.W. (2002), “There Are Mergersn and There are Mergers: The Forms of Inter-institutional Combination, *Higher Education Management and Policy*, 14.1 (11-50).
- Lang, (2002), “There Are Mergersn and There are Mergers: The Forms of Inter-institutional Combination, *Higher Education*, 44.1 (153-183).
- Locke, M., Pratt, J. & Burgess, T. (1985), *The Colleges of Higher Education 1972 to 1982; the central management of organic change*, Critical Press, Croydon.
- Martin, J. & Samels, J.E. (1994), *Merging Colleges for Mutual Growth. A New Strategy for Academic Managers*, The John Hopkins University Press, Baltimore.
- Morgan, G. (1986), *Images of Organization*, Sage Publications Inc., Beverly Hills.
- Pfeffer, J. (1982), *Organizations and Organization Theory*, Pitman, Boston.
- Pfeffer, J. & G. Salancik (1978), *The External Control of Organizations; A Resource Dependence Perspective*, Harper and Row Publishers, New York.
- Pratt, J. & Burgess (1974), *Polytechnics: A Report*, Pitman, London.

- Rekilä, E. (1995), “Contracts as a Management Instrument”, *Tertiary education Management*, 1.1.
- Rowley, G. (1997), “Mergers and Acquisitions in Higher Education: A Strategic Analysis”, *Higher Education Quarterly*, 51.3 (251-263).
- Skodvin, O. (1999), “Mergers in Higher –Education”, *Tertiary Education and Management*, 5.1 (65-80).
- University of Guelph (1996), *Memorandum of Agreement between Ontario Ministry of Agriculture, Food and Rural Affairs, and the University of Guelph*, September.



**Anexo 1 – UK – Mergers within the higher education sector, 1992/2004**

**UK – Mergers within the higher education sector, 1994/95-2002/03**

**Source: University of Edinburgh – Planning section web site**

List of the mergers between higher education institutions in the years indicated.

**2002-2003:**

London Guildhall University and The University of North London merged on 1 August 2002 to become London Metropolitan University.

**2001-2002:**

Northern College of Education merged with Aberdeen and Dundee Universities

Bretton Hall College merged with University of Leeds

**2000-2001:**

College of Guidance Studies merged with Canterbury Christ Church University College

Westminster College, Oxford merged with Oxford Brookes University

Wye College merged with Imperial College of Science, Technology & Medicine

North Riding College merged with The University of Hull

**1999-2000:**

St Andrew's College of Education merged with The University of Glasgow

Westhill College merged with The University of Birmingham

**1998-99:**

United Medical and Dental Schools of Guy 's and St Thomas 's Hospitals merged with King's College London

Loughborough College of Art and Design merged with Loughborough University

Moray House Institute of Education merged with The University of Edinburgh

The Scottish College of Textiles merged with Heriot-Watt University

Royal Free Hospital School of Medicine merged with University College London

**1997-98:**

Royal Postgraduate Medical School and Charing Cross & Westminster Medical School merged with Imperial College of Science, Technology & Medicine

Institute of Psychiatry merged with King's College London

La Sainte Union College of higher education merged with The University of Southampton

**1996-67:**

Coleg Normal merged with University College of North Wales,

Bangor Winchester School of Art merged with The University of Southampton

Salford College of Technology merged with The University of Salford

**1995-96:**

The British Postgraduate Medical Federation was incorporated into Imperial College of Science, Technology & Medicine, King's College London, University College London and London University - Senate institutes

St. Bartholomew's Hospital Medical College and The London Hospital Medical College merged with Queen Mary and Westfield College

**1994-95:**

West London Institute of Higher Education merged with Brunel University

The Welsh Agricultural College merged with the University College of Wales, Aberystwyth

Duncan of Jordanstone College of Art merged with The University of Dundee

## Mergers and potential mergers among British HEIs 1992-2004 (Brown *et al.* report)

Mergers and potential mergers among British higher education institutions 1990-2003			
Institutions	Date of proposal/formal discussions	Nature of proposal	Outcome
Strathclyde University/ Jordanhill College of education	?	Large university and small teacher education college	Successful
Glasgow Polytechnic/ Queen's College Glasgow	?	?	Merged
Paisley University/Craigie College of Education	1992	Large university and small teacher education college	Merged
Dundee University/Duncan of Jordanstone College of Art	1995	Large university and small prestigious arts college	Merged
Glasgow University/St Andrew's College of Education	?	Large university and small teacher education college	Merged
Heriot-Watt University/ Scottish College of Textiles	1998-99	Large university and small, rural, general higher education college	Merged
Edinburgh University/Moray House Institute of Education	1998-99	Large university and small teacher education college	Merged
St Andrews College of Education/ The University of Glasgow	1999-00	Large University and small teacher education college	Merged
Aberdeen University/ Dundee University/Northern College of Education	2001-02	Large universities and small teacher education college on two sites in two different cities	Merged
Aberdeen University/Robert Gordon University	2002	Two large and complementary universities in the same city	Decided not to merge but to continue strategic Collaboration
Brunel University/ West London Institute of Higher Education	1994-95	Large general/teacher training college and modest sized university	Merged
British Postgraduate Medical Foundation/Imperial College of Science, Technology and Medicine, Kings College London, University College London and Senate Institutes London University	1995-96	Part of the rationalisation of medical education in London	Merged
St Bartholomew's Hospital Medical School and the London Hospital Medical College / Queen Mary and Westfield College	1995-96	Merger of two freestanding medical schools with one of the major colleges of London University as part of the re-organisation of medical education in London	Merged
Winchester School of Art / the University of Southampton	1996-97	Specialist Art&Design College merged with a large pre-1992 university	Merged
Salford College of Technology / the University of Salford	1996-97	Large generalist College merged with geographically adjacent small technology focused university, bringing in a major college of nursing and midwifery from the NHS	Merged
Royal Postgraduate Medical School and Charing Cross & Westminster Medical School / Imperial College of Science, Technology and Medicine	1997-98	Part of the re-organisation of London Medical Education	Merged
Institute of Psychiatry/Kings College London	1997-98	Part of re-organisation of London Medical Education	Merged
La Sainte Union College of Higher	1997-98	Small specialist teacher	Merged

Education / the University of Southampton		training institution with major pre-1992 university	
Loughborough College of Art and Design /Loughborough University	1998-99	Small specialist Art& Design College with geographically adjacent technological university	Merged
United Medical and Dental Schools of Guy's and St Thomas's Hospitals / King's College, London	1998-99	Part of the re-organisation of medical and dental education in London	Merged
Westhill College/University of Birmingham	1999-00	Large pre-1992 University and small specialist teacher education college	Merged
College of Guidance Studies/ Canterbury Christchurch University College	2000-01	Large General College with very small specialist college	Merged
University of Birmingham/ Aston University	2000 -01	Large pre-1992 University and smaller pre 1992 university	Did not take place
Westminster College Oxford and Oxford Brookes University	2000-01	Small specialist teacher education college and large post-1992 university	Merged
Loughborough University and University of Leicester	2000-01	Large technological pre-1992 University and Pre-1992 University with medical school	Did not take place
Wye College / Imperial College of Science, Technology and Medicine	2000-01	Small specialist School of London University with large multi-faculty School	Merged
North Riding College/ University of Hull	2000-01	2001 Small teacher education college with medium sized pre-1992 university	Merged
University of Bath/University of the West of England	2000-01	Medium sized pre-1992 university and large Post-1992 University	Did not take place
Imperial College of Science, Technology and Medicine/ University College, London	2001-02	Two large multi faculty, research strong schools of London University	Did not take place
Bretton Hall College/ University of Leeds	2001-02	Small teacher education college and large University	Merged
University of North London/ London Guildhall University	2002-03	Two Post-1992 universities in London	Merged
University of Manchester and UMIST	2004	Two Pre-1992 universities	Agreed to be implemented in 2004
Bradford University and Bradford College	2004	Pre-1992 University and large mixed economy FHE College	Not now to go ahead
Welsh Agricultural College/ University of Wales, Aberystwyth	1994-95	Small specialist College with Pre-1992 University	Merged
Coleg Normal/ University of Wales Bangor	1996-97	Small teacher education College with pre-1992 University	Merged
Trinity College Carmarthen and University of Wales Lampeter	1998-99	Small teacher education College and small pre- 1992 University	Did not take place
North East Wales Institute/ University of Wales Bangor	2004?	Generalist HE college and Pre-1992 University	Discussions suspended
University of Glamorgan/ University of Wales Institute, Cardiff.	2004	University and large General College	Not to proceed
University of Wales College of Medicine and Cardiff University	2005?	Pre-1992 University and Specialist freestanding Medical School	Likely to proceed

## Anexo 2 – Processos de fusão na Austrália, 1988/2004 – Mergers in Australia

State Territory	University	Merging/Amalgamating Institutions	Action	New status
ACT	Australian National University	Canberra Institute of the Arts	Integration	January 92
	University of Canberra	Formerly Canberra CAE	Sponsored Monash Univ. 90-93	January 90
NSW	Charles Sturt University	Mitchell College of Advanced Education	Integration	July 89
		Riverina-Murray Institute of Higher Education	Integration	July 89
	Macquarie University	Institute of Early Childhood Studies (Sydney CAE)	Integration	January 90
		The Sydney College of Chiropractic Ltd	Integration	July 90
	Southern Cross University	Formerly Northern Rivers CAE	Sponsored by UNSW 94-98	January 94
		Formerly University of New England - Northern Rivers		
	University of Newcastle	Hunter Institute of Higher Education	Integration	November 89
		NSW Conservatorium of Music (Newcastle Branch)	Integration	November 89
	University of New England	Armidale College of Advanced Education	Integration	January 94
	University of New South Wales	City Art Institute (NSWIA)	Integration	January 90
		St George Institute of Education (Sydney CAE)	Integration	January 90
	University of Sydney	Cumberland College of Health Sciences	Integration	January 90
		Sydney College of the Arts (NSWIA)	Integration	January 90
NSW Conservatorium		Integration	January 90	
Sydney Institute of Education (Sydney CAE)		Integration	January 90	
Institute of Nursing Studies (Sydney CAE)		Integration	January 90	
Orange Agricultural College		Integration	January 94	
Univ. of Technology Sydney	Kuring-gai College of Advanced Education	Integration	January 90	
	Former University of Technology Sydney	Integration	1989	
	Sydney College of the Arts (School of Design)	Integration	January 90	
	ITATE (Sydney CAE)	Integration	January 91	
University of Western Sydney	Hawkesbury Agricultural College	Integration	January 89	
	Macarthur Institute of Higher Education	Integration	October 89	
	Nepean College of Advanced Education	Integration	January 89	
University of Wollongong	<b>No mergers or amalgamations</b>			

<b>State Territory</b>	<b>University</b>	<b>Merging/Amalgamating Institutions</b>	<b>Action</b>	<b>New status</b>
<b>NT</b>	Charles Darwin University	Northern Territory University	Integration	November 03
		Centralian College	Integration	November 03
		Menzies School of Health Research	Integration	January 04
		Darwin Institute of Technology	Integration	January 89
		Northern Territory University College	Integration	January 89
<b>VIC</b>	Deakin University	Warnambool Institute of Advanced Education	Integration	August 90
		Victoria College	Integration	January 92
	La Trobe University	Lincoln Institute of Health Sciences	Integration, School then from 94 Faculty	January 88
		Formally Bendigo CAE	Affiliation	January 91
		Regional Faculty of the University	Integration as multidisciplinary Faculty	January 94
		Full integration with new discipline-based Faculty of Education based at Bendigo; other disciplines aligned to other faculties	Integration	January 95
	Monash University	Wodonga Institute of Tertiary Education	Integration in schools then fully integrated	January 94
		Chisholm Institute of Technology	Integration	July 90
		Gippsland Institute of Advance Education	Integration	July 92
	University of Melbourne	Victoria College of Pharmacy	Integration	July 92
		Melbourne College of Advanced Education	Integration	January 89
		Victorian College of Agriculture & Horticulture	Integration	July 92
		Victorian College of the Arts	Affiliation	July 91
	Victoria University of Technology	Hawthorn Institute of Education	Integration	January 91
		Footscray Institute of Technology	Integration	July 90
Western Melbourne Institute of TAFE		Integration	July 98	
Melba Memorial Conservatorium of Music		Affiliation	October 94	
The Auston Research Institute		Affiliation	July 98	
The Playbox Theatre Company Limited		Affiliation	February 00	
Western Institute	Integration	July 90		

State Territory	University	Merging/Amalgamating Institutions	Action	New status
	RMIT University	University Phillip Institute of Technology Melbourne College of Decoration (part only) Melbourne College of Printing & Graphic Arts Melbourne Institute of Textiles Integration	Integration Integration Integration Integration	July 92 January 93 January 95 January 99
	University of Ballart	Formerly Ballarat University College The School of Mines & Industries Ballarat & Wimmera Institute of TAFE	Special sponsorship by Melbourne University (ceased 1996) Merger	January 94 January 98
	Swinburne University of Technology	Formerly Swinburne Institute of Technology Prahran College of TAFE Outer Eastern Institute of TAFE	Integration Integration	July 92 January 92 July 98
QLD	Griffith University	Queensland College of Art Integration Queensland Conservatorium of Music Brisbane CAE (Mt Gravatt campus only) Gold Coast CAE	Integration Integration Integration Integration	January 92 July 91 January 90 July 90
	James Cook University	School of Art & Design within Townsville College of TAFE	Integration	May 91
	Queensland University of Technology	Brisbane CAE (other than Mt Gravatt Campus)	Integration	May 90
	Central Queensland University	Formally University College of Central Queensland Formally Capricornia Institute of Advanced Education		January 90 January 90
	University of Southern Queensland	Formerly Darling Downs IAE		January 90
	The University of Queensland	Queensland Agricultural College (Gatton)	Integration	January 90
	Bond University	<b>No mergers or amalgamations</b>		
	University of the Sunshine Coast	<b>No mergers or amalgamations</b>		
SA	The University of Adelaide	Roseworthy Agricultural College City Campus SACAE Flinders Street School of Music (Adelaide College of TAFE)	Integration Integration Integration	January 91 January 91 January 92

<b>State Territory</b>	<b>University</b>	<b>Merging/Amalgamating Institutions</b>	<b>Action</b>	<b>New status</b>
<b>SA</b>	Flinders University of South Australia	Sturt Campus SACAE	Integration	January 91
	University of South Australia	Magill Campus SACAE	Integration	January 91
		Underdale Campus SACAE	Integration	January 91
		Salisbury Campus SACAE	Integration	January 91
	South Australian Institute of Technology	Integration	January 91	
<b>TAS</b>	University of Tasmania	Tasmanian State Institute of Technology	Integration	January 91
<b>WA</b>	Curtin University of Technology	Formerly Western Australia Institute of Technology		October 87
	Murdoch University	<b>No mergers or amalgamations</b>		
	The University of Western Australia	<b>No mergers or amalgamations</b>		
	Edith Cowan University	Formerly Western Australian College of Advanced Education		January 91
<b>National</b>	Australian Catholic University	Catholic College of Education, Sydney	Integration	January 91
		Institute of Catholic Education Melbourne (Victoria)	Sponsored by LTU	January 91
		McAuley College, Brisbane		January 91
		Signadou College, Canberra		January 91



### Anexo 3 – Processos de fusão na Austrália, 1981/1983

Instituições iniciais	Instituições finais
<b>New South Wales</b> Alexander Mackie CAE Guild Teachers College Nursery School Teachers College Sidney Kindergarten Teachers College Sidney Teachers College	Sidney CAE
Catholic Teachers College Polding College Mount Saint Mary College of Education	Catholic College of Education
University of Wollongong Wollongong Institute of Education	University of Wollongong
Goulburn Teachers College Riverina CAE	Riverina CAE
<b>Victoria</b> Prahan College SCV Burwood SCV Rusden SCV Toorak	Victoria College
Caulfield Institute of Technology SCV Frankston	Chisholm Institute of Technology
Preston Institute of Technology SCV Coburg	Philip Institute of Technology
SCV Institute of Early Childhood Development SCV Melbourne	Melbourne CAE
SCV Institute of Catholic Education /federation of three separate colleges	Institute of Catholic Education
<b>Queensland</b> Brisbane Kindergarten Teachers College Kelvin Grove CAE Mount Gravatt CAE North Brisbane CAE	Brisbane CAE
James Cook University Townsville CAE	James Cook University
<b>South Australia</b> Adelaide College of Arts and Education Hartley CAE Salisbury CAE Sturt CAE	South Austrália CAE
<b>Western Australia</b> Churchlands CAE Claremont Teachers College Mt. Lawley Teachers College Nedlands Teachers College	Western Australia CAE

**Anexo 4 – Relatório do grupo de trabalho “forma e tamanho” do CHE,  
África do Sul**

**EXTRACTS FROM THE COUNCIL ON HIGHER EDUCATION (CHE)  
‘SHAPE AND SIZE’ TASK TEAM REPORT**

The impetus for the CHE Task Team Report to the Minister was provided by the formal request by the Minister in 1999, in accordance with the policy outlined in the White Paper (CHE, 2000: 2).

*The Minister asked the CHE to provide him with:*

*A set of concrete proposals on the shape and size of the higher education system and not a set of general principles, which serve as guidelines for restructuring. I cannot over-emphasise the importance of the point. Until and unless we reach finality on institutional restructuring, we cannot take action and put in place the steps necessary to ensure the long-term affordability and sustainability of the higher education system.’*

The Report documents the key commitment and convictions of the Task Team that shape the spirit of the recommendations in the following way (CHE, 2000: 2):

*The Task Team’s point of departure is the Education White Paper 3: A Programme for the Transformation of Higher Education 1997. The goals and purposes advanced in the White Paper – such as equity and redress, quality, development, effectiveness and efficiency – has [sic] guided the Task Team and inform this Report.*

It also has a common commitment to transforming higher education so that it is ‘responsive to the needs of students of all ages and the intellectual challenges of the 21st century’. The members of the Task Team share a passionate belief in the vital importance of higher education to democracy, social justice and the economic and social development of this country (CHE, 2000: 2):

*As requested, the Task Team advances concrete proposals on the reconfiguration of the higher education system and institutions, and on the creation of a new landscape. It also recommends certain issues for further investigation.*

*The Task Team is convinced that the problems and weaknesses of the higher education system will not disappear on their own or be overcome by institutions on their own. They must be confronted and overcome in a systemic way.*

*This will require the reconfiguration of the present system and the creation of a new higher education landscape. It will entail extensive, integrated, iterative national planning as well as multiple co-ordinated interventions and initiatives. It will also require political will, sustained commitment and the courage to change at system and institutional level.*

In summary, the CHE Task Team Report offers a number of different types of recommendations to the Minister (CHE, 2000: 8–9). For example, the Task Team Report:

- *Recommends that the present system should be reconfigured as a differentiated and diverse system so that there can be effective responses from institutions to the varied social needs of the country.*
- *Recommends that in a new reconfigured system, institutions should have a range of mandates (principal orientations and core foci) and pursue coherent and more explicitly defined educational and social purposes with respect to the production of knowledge and successful graduates. (...)*
- *Stresses that the Minister must be mindful that under apartheid, institutions designated for black South Africans and the technikons were disadvantaged in different ways. (...)*
- *Advocates that there should be no closure of institutions but that the absolute number of institutions should be reduced through combination.*
- *Argues that combination offers the opportunity for creating a more responsive higher education landscape. (...)*
- *Strongly recommends that the Minister should investigate the full range of possibilities*
- *Proposes that as part of national planning and the development of a national plan, there should be an iterative process between the Minister and institutions around the reconfiguration of the system, combination and the mandates of institutions. (...)*

Thus, regarding the ‘Shape of the System’, the CHE Task Team recommends that there should be a differentiated and diverse system, brought about through the reconfiguration of institutional mandates (CHE, 2000: 64).

### ***The Shape of the System***

1. *The present system should be reconfigured as a differentiated and diverse system so that there can be effective responses from institutions to the varied social needs of the country.*
2. *In a new reconfigured system, institutions should have a range of mandates (principal orientations and core foci) and pursue coherent and more explicitly defined educational and social purposes with respect to the production of knowledge and successful graduates.*
3. *The mandates of institutions should be defined as:*
  - *Institutions which constitute the bedrock of the higher education system. The orientation and focus of these institutions would be:*
    - *quality undergraduate programmes;*
    - *limited postgraduate programmes up to a taught masters’ level;*
    - *research related to curriculum, learning and teaching with a view to application.*
  - *Institutions whose orientation and focus is:*
    - *quality undergraduate programmes;*
    - *comprehensive postgraduate taught and research programmes up to the doctoral level;*
    - *extensive research capabilities (basic, applied, strategic and developmental) across a broad range of areas.*
  - *Institutions whose orientation and focus is:*
    - *quality undergraduate programmes;*

- extensive postgraduate taught and research programmes up to the masters' level;
- selective postgraduate taught and research programmes up to the doctoral level;
- select areas of research (basic, applied, strategic and development).
- An institution whose orientation and focus is dedicated distance education.
- Private higher education institutions.

Institutional Combination should lead to a reduction in the number of institutions, yet no closures. The number of higher education delivery sites should be maintained (CHE, 2000: 56–57).

#### *Institutional Combination*

*It is vital that a reconfigured higher education system be sustainable. This requires an effective regulatory framework. It also entails state funding of the public sector and the more efficient and effective use of scarce public resources. For this and other reasons indicated at the beginning of this chapter, the Task Team recommends reducing the absolute number of higher education institutions. This does not necessarily imply closing institutions and the concomitant sale or scrapping of buildings, facilities and plant, and retrenchment of staff, although Section 25 of the Higher Education Act makes provision for closure of institutions. The Task Team recommends that there should be no closures.*

*The Task Team instead recommends reducing the present number of institutions through combining institutions.*

The CHE Task Team anticipates savings from economies of scale, from the elimination of duplication and rationalisation of programmes and from reduced numbers of councils, senates and senior management.

*Savings should result from an increase in size of the institutions with reduction of unit costs. Further benefits will accrue through the elimination of unnecessary duplication and rationalisation of programmes. The possibility of cross-subsidising programmes will be enhanced. Reducing the number of institutions should also realise cost benefits by reducing the numbers of councils and senior management and administrative teams that would be required.*

The key reasons for institutional combination are to be found in the need to achieve specific social and educational goals (CHE, 2000: 57).

*Combination is not an end in itself; it is a means towards the achievement of social and educational goals. In South Africa, these goals relate to:*

- *Overcoming apartheid fragmentation and the historical character and geography of institutions.*
- *Improving access for learners, particularly for blacks, women and learners from working class and rural poor backgrounds.*
- *Improvements in the quality of outputs of the higher education system and institutions.*
- *Improvements in student and staff equity overall, and in specific areas of the system.*
- *Increasing the effectiveness of the system and institutions with regard to mandates and missions.*
- *Increasing the efficiency (including administrative and financial) of the system*

- and institutions.*
- *Ensuring a geographic distribution of institutions that best serves socio-economic needs.*
  - *Ensuring greater levels of collaboration among higher education institutions, particularly on a regional basis.*
  - *Ensuring a sustainable system and viable and sustainable institutions with capabilities to pursue their particular mandates and missions.*

The following key considerations for merger are provided in particular (CHE, 2000: 58–59).

### **Key Considerations**

*In making final decisions about the combination of institutions, a number of issues should be considered. These include:*

1. *With respect to social and educational goals, how, or to what extent, combination:*
  - *Promotes the overall social and educational goals that have been set for higher education.*
  - *Contributes to the achievement of particular regional and local economic and social needs.*
  - *Contributes to the achievement of particular mandates and missions.*
2. *With respect to access and equity, how, or to what extent, combination:*
  - *Promotes access and equity through improvements in quality and efficiency or, at least, does not make access and equity more difficult to achieve.*
  - *Improves the student and staff equity profile.*
  - *Permits historically disadvantaged institutions to play an important and effective role in the new landscape.*
3. *With respect to improving quality and efficiency of provision, how, or to what extent, combination:*
  - *Builds synergy in terms of institutional orientation, broad areas of study, fields and disciplines, variety and levels of programme offerings, distribution of students across broad areas of study, etc.*
  - *Enables more effective provision of learning and teaching, and research and community service.*
  - *Enables more rational and efficient use of buildings, facilities and human resources.*
  - *Enables economies of scale through the creation of larger multi-purpose institutions.*
  - *Provides enhanced leadership, management and administrative capacities.*
4. *With respect to overcoming the historical legacies of apartheid, how, or to what extent, combination:*
  - *Creates institutions with new identities and cultures that transcend their past racial and ethnic institutional histories and contribute to their deracialisation.*
  - *Creates new institutions that transcend the past institutional histories as universities, technikons or colleges.*
5. *With respect to institutional viability and sustainability, how, or to what extent, combination:*
  - *Overcomes the threat to the viability of institutions of low student Full-time Equivalents (FTEs).*

- *Addresses the viability of institutions as single-purpose public institutions.*
- *Develops potentially stronger, more viable and sustainable institutions.*

*There must also be sensitivity to the historical contributions of institutions to the democratisation of South Africa, the identities and cultures of particular institutions and the language policies and medium of instruction of institutions. The characteristics (minimum student FTEs, distribution of enrolments across the three broad areas of study, staff qualifications and research outputs, etc.) that institutions should need to satisfy should be a further consideration when approaching combination. Finally, in considering combinations, the missions and orientations of institutions, their strengths and real capabilities, the existence of synergy and the prospects of creating robust new institutions should be taken into account.*

The CHE Task Team report recommends a four-step process of consultation and planning stretching over several years to arrive at a reconfigured system (CHE, 2000: 67).

*7. A reconfigured system will not be realised overnight. Clear, explicit, and realistic time frames must be established for the processes and activities highlighted above:*

- *Consultations around the reconfiguration proposals.*
- *An iterative process around institutional mandates and missions.*
- *The development of a national plan.*
- *Combinations and the development of institutional missions and concomitant strategic plans.*

*The first three activities above are likely to require a minimum of six months. The fourth, especially where it involves combinations, could require between one and three years. It will not be possible to address every dimension of reconfiguration and pursue all the combinations at once. Implementation must be carefully planned and rolled out over a number of phases, which combine goals, strategies and human and financial resources. Overall, achieving a new higher education landscape with the qualities that are desired is likely to take a decade.*

Consultations around the reconfiguration proposals with stakeholders should be the first step (CHE, 2000: 66).

*1. The Minister should begin a process of consultation with key national stakeholders on the proposed reconfiguration of the higher education system. An iterative process that involves the Department of Education and individual higher education institutions should follow these consultations. This should be part of the present institutional and national planning activities. The overall purpose of the iterative process would combination.*

The National Plan for Higher Education informed by the consultations should provide for performance agreements with institutions and establish the planning framework of institutions (CHE, 2000: 66).

*2. The above processes should inform the production of a national plan by the Department of Education. The national plan should also encompass agreed upon performance agreements and targets for the national system and for*

*individual institutions related to the equity, quality, effectiveness and efficiency challenges identified in chapter one.*

The development of new institutional missions in line with approved institutional mandates should be an initial step at the institutional level in the process of combining institutions. (CHE, 2000: 66).

3. *Once the national plan is finalised, the process of combining institutions should be initiated and institutions should be required to develop missions according to their approved mandates. The Department of Education must develop efficient and effective steering and coordination mechanisms.*

The process of institutional combination should be facilitated by establishing appropriate co-operative structures and lines of communication, and should be premised upon such principles as co-operation, openness, integrity, realism, and sensitivity to human resource issues (CHE, 2000: 66–67).

4. *Due attention should be paid to the process by which combination is undertaken. This would require attention to:*

- *Appropriate structures with the necessary financial resources and human resources to steer the combination.*
- *Institutional involvement in identifying their strengths and weaknesses and the advantages and disadvantages of combination, and in maximising the opportunities afforded by combination.*
- *Planning in an atmosphere of openness and integrity with the engagement of all the principal actors.*
- *Strategic planning processes and detailed action plans with clear and explicit goals and outcomes, planning phases and realistic time frames.*
- *Sensitivity to human resource issues and careful attention to labour relations, regulations and the rights and obligations all parties.*
- *The use of financial and other instruments as pulleys and levers.*

5. *The approval of mandates and the development of institutional missions and strategic plans must be informed by high levels of realism. The goals and purposes of higher education, national and regional needs, as well as the specific histories, geographical location, key academic and other characteristics and capacities and potential capabilities of each institution must be taken into account.*

The CHE recommends the development of a ‘social plan’ for merging institutions (CHE, 2000: 67).

6. *A Social Plan should be developed within a three-month period to serve as a framework for addressing various issues relating to labour relations. These include:*

- *The commitments and interactions that would be required from the different social partners to ensure the success of reconfiguration.*
- *The human resource implications of reconfiguration and combination.*
- *Legal obligations in terms of the Labour Relations Act.*

- *Possible new opportunities for staff as a result of a reconfigured system.*
- *Measures to reduce or avoid retrenchments and alternatives to retrenchments.*
- *Time frames for resolution of issues and decision-making.*

The Department of Education should monitor the progress towards the achievement of set and agreed-upon goals; the CHE should evaluate the progress (CHE, 2000: 67).

8. *The success of reconfiguration will require setting nationally negotiated priorities and targets, as well as monitoring and evaluation mechanisms to track their progress.*
9. *The Department of Education would need to effectively monitor progress towards achievement of the performance agreements and targets. As the Minister is required to consult with the CHE on the national plan, the CHE must also regularly assess progress around the national plan so that it is able to advise the Minister appropriately.*

The CHE cautions about the costs of reconfiguration and recommends that ‘savings’ (due to smaller student numbers) should be used to reconfigure the system (which implies that the DoE will pay for it), and that in addition donor and private funding should be sought. (CHE, 2000: 68).

### ***Resources***

1. *Present levels of public funding of higher education should be sustained, despite the decrease in enrolments. Savings should be used to reconfigure the higher education system.*
- (...)
4. *Public, international donor and private sector funds should be mobilised for strategic interventions towards the reconfiguration of the system and the achievement of quality, equity and efficiency in higher education. (...)*

The CHE Task Team Report sets out as the primary legal basis for institutional combination Section 23 of the Higher Education Act and White Paper policy (CHE, 2000: 57–58).

### ***Legislative Framework***

*The legislative basis for combination is provided for by the Higher Education Act of 1997. Section 23 of the Act states that:*

*...the Minister may, after consulting the Council on Higher Education (CHE) and by notice in the Gazette, merge two or more public higher education institutions into a single public higher education institution [Section 23 (1)].*

*Section 23 also outlines the process that must be followed by the Minister to effect mergers. Section 24 provides for the merger of subdivisions of higher education institutions. Section 38 of the Act makes provision for institutions to co-operate to enable the optimal use of resources in the performance of their functions, and to establish regional structures in the interest of such co-operation. It also refers to*



*the possibility of financial incentives to encourage such co-operation. The White Paper states:*

*...emphasis will be placed on regional reviews of institutional plans as an integral part of the national planning process. This will be intended to promote regional coordination and collaboration as part of the national plan to enhance articulation of programmes, mobility of learners between institutions, the sharing of resources, including scarce academic staff, library and information facilities. It is also intended to reduce programme duplication and overlap. The Ministry will provide incentives to encourage and facilitate regional planning and coordination.*

*It also says:*

*Incentive funding will be available on a selective basis to support the costs involved in regional collaboration among institutions which aim to consolidate, merge, share or otherwise collectively improve the efficient use of their facilities and resources for training, teaching, research or community service.*

## **Anexo 5 – Guia de boas práticas para fusões no ensino superior, HEFCE, UK.**

HEFCE 2004

February 2004/09

Good practice

### **Guidance for senior managers**

This report is for information and guidance

This document is aimed at higher education institutions considering merger. It provides general guidance on the process of merger, some of which may be relevant to other forms of alliance. It is not intended to be prescriptive, but where institutions seek funding from us we will expect them to follow the broad outline of this guidance.

# Mergers in the higher education sector

## **A guide to good practice**

HEFCE 2004

HIGHER EDUCATION **hefce**  
FUNDING COUNCIL FOR ENGLAND

## Mergers in the higher education sector: a guide to good practice

To	Heads of HEFCE-funded higher education institutions Heads of universities in Northern Ireland
Of interest to those responsible for	Strategic planning, Management
Reference	2004/09
Publication date	February 2004
Enquiries to	On this document: David James tel 0117 931 7328 e-mail d.james@hefce.ac.uk  On specific proposals: HEFCE regional consultants

### Executive summary

#### Purpose

1. This document provides good practice guidance to higher education institutions considering merger.

#### Key points

2. Institutions are responding to the challenges of a rapidly changing higher education environment, and some are discussing mergers and other forms of alliance. This guidance describes a general approach to managing the process of merger. Elements of it may be useful in planning other collaborative arrangements.
3. The first stage is to develop a business case for consideration by governing bodies and relevant external bodies. With agreement to proceed in principle, the next stage is to develop a business plan, which sets out in detail how the merger will take place.
4. This guidance is not intended to be prescriptive, although if institutions intend to bid for discretionary funding, for example from the Strategic Development Fund (HEFCE 2003/28), we will expect them to follow the broad outline.

#### Action required

5. This report is for information and guidance.

## **Introduction**

6. This guidance was originally issued for consultation as Circular Letter 18/2003, and incorporates comments and suggestions received from the sector. It is designed to assist institutions considering merger. Mergers arise in a variety of circumstances and take different forms, and so this guidance describes a general approach to managing the process. It is not intended to be prescriptive, and full merger should not be seen as the sole model for collaborations between institutions. Elements of the guidance may, however, be useful for other forms of alliance short of merger.
7. Paragraph 80 of the financial memorandum between HEFCE and institutions (HEFCE 2003/54) requires them to involve us actively at the early stages of any proposed merger. We have responsibilities in relation to the academic and financial viability of the institutions we fund, and a duty to ensure that the interests of students are not jeopardised. Even when no financial assistance is sought, merger proposals almost inevitably will have an impact on future funding requirements.
8. Where institutions intend to bid for discretionary funding, for example from the Strategic Development Fund (HEFCE 2003/28), we will expect them to follow the broad outline of this guidance – thereby demonstrating that value for money is being achieved – and their proposals will be evaluated against it. However, we recognise that each set of circumstances is unique and we will not seek to impose a single model or methodology. Mergers with or between small institutions are also likely to be different, and some of the following detail may not be appropriate to them.
9. In assessing whether to fund proposals, we will consider how they fit with our strategic priorities. We will act reasonably in requesting information and will have regard to the costs and burden of providing this information. We will respect the confidentiality of the institutions involved.

## **Project management**

10. The process of considering and evaluating strategic options is likely to be time-consuming for senior managers in the institutions involved. To provide coherence and impetus to the project, institutions will probably need to set up a multi-disciplinary project team as soon as the opportunity or problem is identified. Such a team will need clear terms of reference and the authority to represent the institutions and commit them to act. Ideally, it should comprise senior staff from all the key academic areas and functions: for example, teaching and research, estates, finance, and human resources. In planning their programme of activity, team members will wish to consider the volume of work that will be necessary, timescales, reporting deadlines and the resourcing implications, and whether they need formal training in project management. In many cases it will be essential to have a dedicated project manager to guide the proposal through the processes of producing a business case and business plan.
11. There is often a role for external professional advisers to supplement the expertise of institutions' own staff, for example in identifying suitable options and appraising them, preparing an estates strategy, and considering ways of financing the merger costs. This may be particularly important where timescales are short or senior staff cannot be released from their existing duties. The role and terms of reference for such advisers, and their relationship to the project team, should be clearly defined at the outset.
12. Early and regular contact with us and other major funders and stakeholders is advisable,

particularly where discretionary funding is sought. In our case, this contact should primarily be between the project team and heads of institution and the HEFCE regional consultant. In reviewing funding requests from institutions, we will draw on expertise across the Council.

13. Where institutions seek funding from us, we will seek agreement to take the lead role, on behalf of most other public funding bodies, in evaluating the business case. This will reduce the burden on institutions, although in some instances these other bodies may have their own requirements and therefore ask for additional information. They may also have separate approval processes. Bodies such as the Learning and Skills Council (LSC) have to meet their own statutory responsibilities, and institutions should bear this in mind in planning their work.
14. In preparing a business case and business plan, institutions may wish to refer to other guidance we have issued, for example:
  - ‘Model financial memorandum between HEFCE and institutions’ (HEFCE 2003/54)
  - ‘Investment decision making: a guide to good practice’ (HEFCE 2003/17)
  - ‘Financial strategy in higher education institutions’ (HEFCE 2002/34)
  - ‘Risk management: a guide to good practice’ (HEFCE 01/28).

### **General outline of the process**

15. In common with other major strategic changes, there are essentially two stages in the process of developing a merger proposal:
  - building a business case
  - writing a business plan.
16. The business case comprises all the work needed to identify the preferred solution to the strategic problem or opportunity, and to seek commitment from the governing bodies and relevant external bodies to proceed in principle. When the case has been adequately made, the more detailed work of the business plan can begin. This sets out how the institutions will implement the preferred solution.
17. Where institutions seek funding from us, we will expect to see a sound business case, broadly defined by the stages that follow, although modified by individual circumstances.
18. In practice, although the work can be formally planned as a project, much of it will be iterative. The development of the business case and business plan may run concurrently. For example, in conducting the assessment of options (see paragraphs 24 and 25), institutions may need to prepare detailed financial forecasts (see paragraph 48), which are logically part of the business plan stage.

### **Developing a business case**

#### Identify the opportunity or problem

19. A clear definition of the strategic problem or opportunity forms the basis of the whole process. Governing bodies are likely to be involved at this initial stage, and throughout. The results of the appraisal may lead to a redefinition of the problem or opportunity, or call into question whether it does in fact exist.

### Consider the strategic context

20. The strategic context comprises the missions, aims and objectives of the institutions involved and of their major stakeholders, such as HEFCE, LSC, the Office of Science and Technology and Regional Development Agencies.

### Decide vision and objectives

21. The statement of vision and objectives sets out what is to be achieved, and defines a firm boundary to the appraisal. It provides the criteria for assessing the options and evaluating the project's success.

### Identify the options

22. In the context of major strategic change, it is important to consider a range of options, even though some may be rejected at an early stage as being unrealistic. Institutions may need external professional advice to help them identify options and engage in market research.

23. The options should include 'do nothing' as a baseline or the 'base case', even if this fails to achieve the key strategic objectives. It will form the basis for comparing the costs and benefits of all the other options. Where 'do nothing' is clearly unacceptable, then 'do minimum' will be the base case.

### Assess the outline costs and benefits, risks and uncertainties

24. The assessment of each option typically comprises:

- a. Economic analysis – discounted cash flow forecasts, based on total costs, benefits and quantifiable risks (usually over 25 years), with key assumptions clearly stated, to yield a net present value (NPV).
- b. Sensitivity analysis – how the NPV changes in response to variations in the key assumptions.
- c. Appraisal of the non-financial aspects.
- d. Risk assessment – risks and uncertainties are often best clarified by setting them out in a formal risk register. This should identify which factors will make it impossible to proceed with the merger.

25. The assessment of each option should also set out the impact on the following, as appropriate:

- the institutions' own strategies
- staff
- students
- if HEFCE funding is sought, HEFCE's core aims as set out in our strategic plan (HEFCE 2003/35):
  - widening participation and fair access
  - enhancing excellence in learning and teaching
  - enhancing excellence in research
  - enhancing the contribution of higher education to the economy and society
- other funders' core aims
- the region
- regional HE provisions (for example, how it complements provision by neighbouring

- institutions; and diversity of provision, in terms of range, choice and quality).
- national HE provisions (also including diversity of provision)
  - FE provision (where appropriate, noting the risk of 'mission drift').

#### Communicate with staff and other key stakeholders

26. Before launching a proposal for merger, institutions will normally wish to take account of staff views through a formal consultation process. This might take place when the strategic opportunity or problem has been identified or during the assessment of options. Staff are likely to be concerned about the personal implications of proposals, but their insights might also help institutions to evaluate the options. Early and sustained communication with staff and trade unions will reduce the risk of alienating them during the process. Synchronising communications by the merging institutions will help staff to feel they are being treated equally.
27. Other key stakeholders will also expect to be kept informed, for example funding bodies, Regional Development Agencies and major benefactors, whose support may be important for a successful merger.

#### Select the preferred solution

28. The preferred solution must achieve the strategic objectives and be both viable and affordable. It may not necessarily have the highest NPV of the options assessed, as higher NPVs may result only from unaffordable levels of investment. It may be possible, however, to scale back some of the investment and still achieve the main objectives. There is therefore likely to be some iteration between the assessment of costs and benefits (above) and the assessment of affordability (see below). It may be necessary to weigh the financial advantages of one option against the non-financial advantages of another. The extent of risk and uncertainty will also influence the final choice.

#### Review and agree the strategic mission

29. Having identified the preferred solution, it is appropriate for the institutions to review and agree the strategic mission of the merged entity.

#### Develop an academic strategy

30. This should follow logically from the agreed strategic mission and will form the basis of the estates' strategy and staffing plan.

#### Develop an outline estates strategy

31. Estates and infrastructure costs are often the largest cost in any merger. Reorganising the estate to meet the requirements of the merged institution can be one of the most complex tasks and take many years. At this stage the institutions will need to consider the estates implications of merger.

#### Identify savings and/or increased levels of activity

32. The economic analysis (paragraph 24a) will help to identify likely cost savings and/or increased levels of activity arising from merger. This may form an important part of the

rationale for public sector investment (see paragraph 36). However, there are risks in assuming that merger will of itself deliver cost savings, and in attempting to make savings too quickly. In the short term, the merger process may actually increase costs, because of the greater workload, and institutions should take a realistic view of the costs involved in managing the process.

#### Identify funding sources and assess overall affordability

33. The preferred solution must be affordable, within known or likely sources of finance. Total merger- related costs and the likely timetable of investment should be set out against (phased) funding, the sources for which might include:

- institutions' own funds (cash and realisable investments)
- asset sales
- borrowing
- Private Finance Initiative or Public Private Partnership arrangements
- grants from public bodies
- fundraising and endowments.

34. It is unlikely that total funding can be confirmed at this stage, but any material 'funding gap' will make it difficult for the institutions to proceed, and might make it impossible for public bodies (where appropriate) to give consent.

35. The assumed investment and funding must be realistic and affordable. For example, borrowing should not be so high that it will be difficult to raise finance, or that it will impose a heavy burden on annual budgets. Any assumed levels of public investment should be in line with what might reasonably be achieved and be consistent with the published criteria for such investment. Early contact with us will help to establish how much HEFCE funding might be available.

#### Provide the rationale for any public sector investment

36. Where the proposal involves bids for public sector investment, it should state clearly which bids are to be made and against which criteria. If institutions seek funding from us, they should explain how merger would support the achievement of our aims or cross-cutting themes, as described in our strategic plan. We will expect them to demonstrate a benefit to higher education as a whole, beyond that accruing to the institutions themselves.

#### Set out the process for merging the institutions

37. A merger will involve the dissolution of one or more institutions, so this stage of the process sets out what needs to be done, when and by whom. This is particularly important where consents are required from other bodies, such as the LSC or the Privy Council.

#### Set out the outline action plan and timetable

38. The outline plan will summarise the main actions that need to be taken, and by whom, to achieve the preferred solution within a realistic timescale. External advice in this area is particularly recommended.

#### Seek commitment of the governing body and external bodies and funders



39. Before the start of detailed implementation planning, the institutions will need to seek explicit commitment from their governing bodies and consent from any relevant public bodies. Governing bodies should give their approval to proceed only when they are satisfied that there is a sound business case, demonstrating that the proposal is viable, affordable and consistent with the institutions' strategic direction. Their decision should take into account the views of academic boards (or equivalent) and the results of consultation with staff. The success of proposed mergers depends on the early and continuing commitment of governing bodies and heads of institution.
40. At this stage the institutions should also seek indicative and in principle commitment to funding from relevant public bodies (subject to the more detailed business plan confirming the business case). The absence of such commitment might call into question whether the proposal is affordable.

### **Developing a full business plan**

41. The information provided in the business plan should be consistent with the business case.

### Confirm the assumptions and strategic context

42. When the governing bodies are committed to the proposal and the appropriate public bodies have approved it in principle and/or any funding for associated costs, the institutions can devote more resources to exploring the merger in detail. Depending on how much time has passed, they may need to confirm that the original major assumptions are still valid. If there are significant changes, the assessment of options may require updating, and this might lead to a different preferred solution, which in turn will require a new commitment from the governing bodies (and so on).

### Conduct due diligence on the participating institutions

43. Institutions need to gain an objective view of the financial and legal position of the other parties. Due diligence work is often conducted by professional firms. Determining the financial position will include identifying possible or contingent liabilities, assessing future business prospects and testing the assumptions used in the business case. The results of this analysis will feed into the financial forecasts (see paragraph 48). Failure to clarify the legal or financial position and reach agreement on the acceptable level of risk will make it impossible to proceed with the proposal.

### Agree the financial strategy

44. An agreed financial strategy will provide the framework for the staffing plan (paragraph 45), estates development plan (paragraph 46), other key strategies (paragraph 47), financial forecasts (paragraph 48) and the investment and funding plan (paragraphs 49 and 50).

### Develop a staffing plan

45. It is now appropriate to consider overall staff numbers and grades for each of the principal activities and functions, and to set out the timetable, criteria and process for staff appointments. The policy on staff restructuring, if appropriate, should be stated. There may be issues about achieving common terms and conditions, which will involve discussions with

staff and trades unions. It is particularly important to be sensitive and as open as possible with all staff at this time, not least because this impacts on morale.

#### Develop a detailed estates development plan

46. A thorough assessment of the existing estate and future space needs arising from the various strategies and the staffing plan will form the basis of detailed planning for individual buildings and projects. There may be an opportunity to examine how to use space innovatively and to increase space utilisation. The results of this work may change the assumptions in the original assessment of options and affordability, in which case there may need to be iteration to ensure that the estates strategy and development plan are realistic and affordable.

#### Develop other key strategies

47. The institutions will need to develop strategies and plans in other key areas such as information and communications technology and information management, learning resources, and equipment procurement. It is important to plan at an early stage for the integration of management information systems and reporting systems, and the migration of finance and student records and HR systems.

#### Produce financial forecasts

48. The assessment of options will have identified the costs and benefits of merger. Those assumptions, now confirmed or revised as appropriate, will form the basis for financial forecasts extending over a number of years up to and beyond the date of merger. It will be helpful to prepare them in a familiar format, such as that used in the five-year forecasts sent to HEFCE each year (for example, refer to the tables in HEFCE 2003/19, 'Annual monitoring statements, corporate planning statements and financial forecasts 2003').

#### Confirm the levels and sources of funding, and consider financing options

49. The work on the estates development plan, staffing plan and financial forecasts will confirm the total level of investment and the timescale over which this will take place. Institutions will need to update their assumptions about sources of funding and, if necessary, scale back or change the timetable for the investment to match the available resources.

50. It is appropriate at this stage to explore in more detail the financing options and their associated costs. Institutions will need to consider the requirements of their financial memorandum with us at an early stage if they are likely to exceed the borrowing thresholds.

#### Develop governance arrangements and management structures

51. It is important to put in place new governance arrangements, consistent with best practice, to ensure that the merged institution is able to function properly from the date of its creation. This will include a clear process for the appointment of new governors to the board and its committees. Similarly, there should be agreement on the senior management roles and the process for making appointments.

52. Where there is to be a new institution, a 'shadow' management team and board should oversee the implementation plan up to and beyond the merger date. They will need to have clear powers and an agreed relationship with the existing management teams and boards.

### Develop a comprehensive implementation plan

53. A comprehensive implementation plan will include the timetable for merger, with lead responsibilities clearly defined, a risk analysis, contingency plans, and an outline of project management arrangements.

### **Monitoring and evaluation**

#### SMART objectives and targets

54. Monitoring of progress will be easier where objectives and targets are SMART: specific, measurable, achievable, realistic and time-specific.

#### Key milestones

55. The key milestones are those actions which drive the merger process and are essential for subsequent work to be done (such as appointing the new senior management team, and creating the new legal entity).

#### Monitoring process

56. Institutions will want to have an agreed process to monitor achievement of the implementation plan and the meeting of key milestones. Where we provide funding to support the merger, we will remain in regular contact during the implementation phase and agree a monitoring process.

**Anexo 6 – Lições das fusões no ensino superior (Fielden e Markham)**

**CHEMS Paper No 17**

**LEARNING LESSONS FROM MERGERS IN HIGHER  
EDUCATION**

**by  
John Fielden  
and  
Lucy Markham**

**1997**

*Governments are often inclined to think that merging higher education institutions produces instant economies of scale. Economic logic seems to support this, but it is not borne out by events as the paper shows. It is thus unrealistic to assume financial returns from any mergers; the real benefits must be strategic and academic.*

This paper is based on the author's observations of London University mergers (Fielden, 1991) and the findings of a survey carried out in 1996 by Gillian Rowley of the Higher Education Funding Council for England of 30 mergers in the UK between 1987 and 1994 (Rowley, 1997).

We shall look at the subject from two angles: firstly, from the strategic and academic viewpoint and then from the financial viewpoints.

## **1. Strategic and Academic Implications of Mergers**

Rowley's survey found that mergers in the UK typically took place between 2 institutions of quite unequal size, the larger having 5-10,000 FTE students, whereas the smaller had fewer than 1,000. It identified a number of "key drivers", factors which had contributed to the decision of the extant institution to merge with the other, usually smaller institution. In the majority of cases, the survey found that the benefits which the larger institution had hoped to gain from the merger process were strategic or academic rather than direct financial benefits.

### **1.1 Reasons for a Merger**

The reasons institutions gave for wanting to merge were

- \* that the smaller partner was a good fit, there was academic compatibility and complementarity
- \* that it would provide them with an enhanced academic profile/portfolio
- \* that it helped their long term strategic plan for changes in the HE sector
- \* that the merger gave them a way to enter new markets
- \* they were aiming to be the main HE provider in the region.

### **1.2 Possible Problems in a Merger**

- \* Clash of institutional cultures,
- \* Different educational philosophies and priorities
- \* Disruption of relocation for staff and students
- \* The poor quality of the junior partner's academic programmes and staff
- \* How significant were these in practice?

### 1.3 Actual Benefits and Problems

Rowley's survey showed that the benefits actually gained from mergers were often greater than anticipated; and that the merger had in some cases led to developments of strategic significance which had not been planned. Looking at each factor in turn, she found the following:

- \* *Academic portfolio*: The most significant benefit of the merger for the future of the larger institution was seen to be the enhanced academic portfolio achieved which had been a "key driver" for the merger.
- \* *The delivery of academic quality at the smaller institution*: This was given as the single most unexpected bonus of merger (although there were a few cases where the poor quality of programmes and staff inherited in the small institution was cited as a problem).
- \* *Culture mix*: Despite the fact that culture mix also created problems in the merger process, in general it was felt that drawing the different cultures together resulted in a "dynamic mix" of staff of different educational philosophies and backgrounds. Moreover, it was thought that the junior partner institution had "brought management skills and a different ethos and experience of working with employers", another of the benefits identified in the survey.
- \* *Staff development*: Unanticipated synergies resulted from the meeting of various types and levels of staff, for example, 'academic' researchers and 'craft' teachers. The enhanced teaching portfolio also brought about new opportunities for staff, but inevitably necessitated heavy investment in staff development and training.
- \* *Improved governance*: The process of merger itself can result in greater transparency in the management process of the HEI (see Wedderburn, 1991) due to the redesign or restructuring of the governance undertaken as a necessary part of merger. This is most likely to happen if the merger is between two equal-sized HEIs, otherwise the governance of the merged institution will probably remain fundamentally unchanged.

Rowley concludes that HE mergers enjoy a considerably higher success rate than mergers in industry. The failure rate of 10 percent she reports (admittedly using the self-assessment of institutional people who had been involved in the merger) contrasts very favourably with the 50-80 percent failure rate in industry which she quotes in her conclusion. Similar research on mergers in industry has resulted in comparable figures: the Economist (1997) reports on a study carried out on over

300 big industrial mergers in recent years which found that 57 percent of merged firms lagged behind their competitors in the three years following the merger; the long-run failure rate appeared to be even higher. One of the reasons given is that "most acquiring firms do financial due diligence but do not do it on their target's culture, structure, processes and networks".

The main problems identified in mergers relates to the personal costs to staff of moving house, disrupting their personal and academic life. Scientific research can also be affected (see Wedderburn) where removal of experimental equipment is required between sites. Other factors are the disruption to students of moves to unfamiliar surroundings in the middle of courses and the problems of fitting in to new accommodation.

## **2. The Merger Process**

*Pre-Merger Evaluation:* Rowley's findings seem to indicate that a preliminary evaluation is an important step to undertake before going ahead with a merger, since those institutions which were disappointed with their mergers had typically conducted little or even no evaluation of the institution they planned to merge with. The survey also showed, however, that a good number of these evaluations had been overly optimistic; none were reported to have been too pessimistic.

*Length of Process:* The survey found that the typical merger took more than a year but less than two to complete. Mergers completed in less than a year seemed to result in extremes of outcome: all those institutions who were disappointed with how the merger had turned out had taken less than a year, though there were also cases of the mergers which exceeded all expectations taking less than a year.

*Pre-Merger Collaboration:* The survey found no evidence, however, that prior collaboration between institutions, as had been recommended by the Universities Funding Council, meant that the eventual merger would be any more successful than those mergers that took place without any prior collaboration whatsoever. A long engagement did not necessarily make a happier marriage.

## **3. Financial Implications of Mergers**

### **3.1 Potential Areas for Economies**

There are a number of areas where it is commonly claimed that economies of scale could be achieved in the merger of two HEIs. They are as follows:

#### **Staff**

If we consider each category of staff where economies of scale are predicted, evidence would seem to suggest that there no significant savings in staff costs in practice.

*Teaching staff:* The numbers of teaching staff relate to student numbers and in any merger the staffing of combined departments reflects the staff student ratios adopted. If the total number of students from both HEIs is retained by the combined institution, there is therefore unlikely to be any change in the teaching staff numbers.

*Senior academic leadership:* If the two institutions are of unequal size, as Rowley found was typically the case in UK mergers, the director of the smaller institution will often be fitted into the new structure as an assistant principal or dean in the larger institution. two HEIs of equal size merge, although in an unequal merger the smaller institution's staff may be fitted in to the larger one's structure with a change of title.

*General clerical/central secretariat staff:* If their function is volume-related (i.e., related to the number of staff, students etc.), reductions in staff numbers are not usually anticipated. Some functions are duplicated and do result in saving - such as the production of the Prospectus and Calendar, the organisation of Council meetings and degree ceremonies etc. However, these are always balanced by the time needed to deal with harmonising two sets of procedures and paperwork.

*Specialist administrative staff:* There is usually a saving in posts here where the HEIs are of equal size, since there can be no real justification for having two people for the same post in the area of, for instance, public relations or safety.

*Academic support staff:* Library and academic computing staff numbers are generally related to staff or student numbers or physical sites and there is therefore little scope for reducing their numbers in a merger. If the physical merger of library stock and merging two IT systems will create additional work.

### **Premises-Related Costs**

The property implications of mergers can be of considerable significance, as has been observed from the University of London mergers in the 1980s. The areas where savings emerge are:

*Maintenance and staffing costs of superfluous buildings:* The disposal of buildings or sites obviously results in capital proceeds and a reduction in running costs. Directors of Finance will relish the recovery of unused long term maintenance provisions in the accounts.



*Reduced maintenance and staffing costs from the substitution of modern buildings for older ones:* more modern buildings will usually be less costly to maintain and to staff in terms of security and portage.

If mergers are between institutions on two distant sites the scope for property related savings is less clear unless in due course one of the sites is cleared by the transfer of the teaching to the other.

### **Other Expenses**

There may be a few small savings in areas such as the cancellation of duplicated journals in libraries, better treasury management of combined finances and some economies from costs such as audit fees which do not rise pro rata to student numbers.

## **3.2 Potential Costs of Mergers**

Now we consider the areas where extra costs result:

### **Staff**

*Harmonisation and levelling up of terms and conditions of service:* This is a significant and long-term cost, and will become more difficult and costly as institutions become more differentiated, in the terms and conditions, they offer their staff.

*Staff Development:* Rowley's survey showed that the cost of staff development which was necessary as a result of the merger was underestimated in many cases; heavy investment is often needed in these areas in order to take advantage of enhanced teaching portfolios or new research synergies (see below).

*Relocation:* Staff may have to be compensated for relocation or be paid short term travel expenses. Some institutions may have a policy of helping students with inter-site travel costs.

*Redundancy costs:* There will be payments to be made to staff in duplicated or superfluous functions who are made redundant.

### **Administration**

*Harmonisation of all IT systems and networks in academic, library and administrative areas and redesign of other procedures and paperwork:* This will involve substantial one-off costs and may take a considerable amount of time. The survey showed that the costs of this integration were frequently underestimated by HEIs considering merging. The time taken to complete the process was also underestimated: there were still problems arising from two sets of software up to 4 years after the merger in one institution.

*Redesign of prospectus and all publicity material, possibly with a new corporate image; extra direct costs of telling customers and markets about merger:* These will involve much management time and extra cost.

*Legal and professional fees relating to merger.*

## **Premises**

*Modification and Removal Expenses:* There are often substantial one-off costs involved in the modification of buildings caused by the need to bring departmental staff together.

*Property Rights:* One of the most unexpected and significant problems arising from mergers that was identified by the survey was the time frame and expense of resolving property rights. This is particularly true in mergers involving colleges formerly owned by local authorities.

*Security costs of empty buildings:* It can be a substantial burden to maintain and police buildings contained fitted equipment and furniture.

## **Management Time**

The biggest single cost in the merger process is management time. This is never quantified and is always underestimated. If the merger is based on careful planning and preliminary evaluation it will proceed much more smoothly than if this investment is not made. In the commercial sector this lesson has been proved and companies which create "transition teams" have been shown to improve their chance of success (Economist, 1997).

## **Conclusion:**

From the financial point of view, the only significant benefits that might be identified are property-related, i.e., savings on the maintenance cost of buildings through the disposal of surplus property and the replacement of old with new. Occasionally, the sale proceeds of capital assets (superfluous sites) are reinvested in

new facilities.

On the other hand, considerable costs are clearly incurred as a result of a merger and can continue for a long time after the event.

#### **4. Lessons Learned**

The most important finding is that the rationale behind any merger should be strategic and academic and not predicated upon the prospect of cost savings. There are three recommendations for the process:

\* Allow enough time for the merger process: this will enable thorough evaluations to take place, and for trust and good relationships to be established between the institutions.

- \* Do not underestimate the costs and time involved in the areas of
  - integration of administrative IT systems and procedures
  - resolving property rights
  - staff development

\* Prepare for the massive demands that will be made on management time before, during and after the merger.

#### **References:**

Fielden, J (1991). Resource Implications of Mergers: Are There Any Economies? *Higher Education Quarterly*, Vol 45 No 2.

Rowley, G. Mergers in Higher Education: A Strategic Analysis, due to be published in *Higher Education Quarterly* in 1997

Wedderburn, D (1991). The Merger of Royal Holloway and Bedford Colleges, *Higher Education Quarterly*, Vol 45 No 2.

The Economist. *Why too many mergers miss the mark*, January 4th 1997, pp 59-60.

**Anexo 7 – Sumário e conclusões do relatório de  
Nigel Brown, Jane Denholm e Tony Clark**

# **HANDLING MERGER PROPOSALS**

**Report of A Study Undertaken by Nigel Brown, Jane Denholm and Tony Clark**

**July 2003**

**<https://www.hepi.ac.uk/wp-content/uploads/2014/03/Handling-Merger-Proposals.pdf>**

## Summary and Conclusions

This report is the output from a study which represents the first phase of a wider consideration by the Higher Education Policy Institute (HEPI) of structural change within UK Higher Education. The study was undertaken by Nigel Brown, Jane Denholm and Tony Clark. It is based on a combination of desk research and fieldwork - interviews with five sets of case study institutions - which was carried out between May and July 2003.

The central purpose of the study was:

To identify those factors in the merger process that led some merger discussions to be abandoned while others led to implementation of the merger proposal through reviewing some recent merger discussions.

The study was therefore about the genesis of the merger proposals and the processes adopted by different institutions to take forward consideration of those proposals, the difficulties that arose and how the processes helped or hindered the resolution of those difficulties. It is **not about whether proposals were well-founded or achieved their objectives**. This report is aimed both at institutions contemplating starting discussions on increased collaboration that might end in merger and at policymakers and funding councils.

The project began with a brisk review of relevant literature. Although there is a growing body of research into and writings on mergers in higher education, this tends to focus on evaluating the individual merger proposals in terms of their objectives and on determining whether mergers have achieved their objectives. Our research was about the process of bringing a merger proposal to fruition and the strategies and tactics used to achieve this. There is not a great deal of information in the literature about process and only those studies we found which were useful for this purpose are listed among the references at Annex D.

To this end we also employed empirical research through interviews with senior managers in four different sets of institutions with different experiences of merger processes, representing a cross-section of types, in terms of institutions and outcomes. The study was, however, confined to mergers between higher education institutions. We did not include any examples of mergers between higher education institutions and further education colleges although these have become more common.

We are extremely grateful to those staff who gave their time to be interviewed for the study as they provided valuable and new knowledge and insights which we could not have accessed through the literature or from simply reviewing media reports of the

progress of the merger proposals. We asked about a range of issues including: genesis of merger proposals; arrangements for handling proposals; difficulties encountered; overcoming difficulties; reasons for aborting merger discussions; and current position where merger proposals were not pursued.

We had envisaged that the study would result in a list of ‘dos and don’ts’ which would be easily attributable to either successful or failed merger proposals, as appropriate. In the event, we found this not to be the case. We found that the same key themes and issues came up in most of the proposed mergers we examined (abortive or successful). We have concluded that it is the combination in which these themes occurred, and their handling within the context of each merger that has determined the outcome. Thus, each merger proposal is unique and a subtle blend of issues and tensions requiring skilled handling.

The one factor, however, that comes out above all others, in determining the success of merger discussions, is the degree to which there are strong negative push factors forcing the merger. Such circumstances appear to be an incentive to overcome all other barriers. On the other hand, where there are no significant push factors to merger, a wide range of issues can be potentially deal breaking.

The case studies pointed to a series of key issues that need to be addressed in taking forward proposals, some of which, in the right (or wrong) combination, could be deal breaking issues. The main ones are:

- lack of trust or loss of trust that has been built up;
- the need for senior figures to be prepared to champion the merger proposals and provide real leadership
- perception of differences in institutional culture;
- changes in key personnel during the process;
- different academic standing of the two institutions, especially concerns about relative performance of the two institutions in the RAE – This is partially a concern about the potential financial impact and partially a reputational issue;
- finding the investment to meet the short-term costs of delivering the merger objectives and the relationship with funding councils;
- the position of the two heads of institution post-merger;
- the name of the merged institution; and
- the legal basis of the merger.

The case studies also point to the conclusion that while the kind of processes identified above and successfully navigating the potential deal breakers are necessary conditions for successful completion of merger discussions, they are not of themselves sufficient conditions. The main issue from the list above is the degree of common understanding and trust between the key individuals in the two institutions and the personal chemistry or lack of it between those individuals.

We conclude that merger is such a time consuming and uncertain process that there is need for more in-depth research into the relationship between 'push' and 'pull' factors and the longer-term benefits of merger that can be identified. This analysis should then be extended to examine the costs and benefits of apparently less time-consuming alternative approaches such as the federal model adopted by the University of Surrey and Roehampton Institute and other forms of close collaboration short of merger.