

**Council Effectiveness Review Steering Group
Recommendations Tracking**

Feb-19

	Text	Discussed at SG (Date)	Action Proposed	Action agreed at Council	Action Complete (date)	Lead
Primary Recommendations						
PR1	Council members should declare former employment, where they have held senior positions in organisations which supply, have supplied or may supply goods and/or services to the University, on the Register of Interests, particularly if they are in receipt of pensions or dividends derived from their previous association with those suppliers.	5.7.18, 20.7.18 and 24.10.18	Was recommended to and agreed by Council on 19.7.18. Recommended amendment agreed at Council on 25.10.18, to relate to all appointments from 5 years before their Council appointment, and all senior appointments with no time limit. Also to include partners.	19.7.18 and 25.10.18		Angela Pater
PR2	The size of Council should be reduced from 26 to nearer 20 members to promote more effective and challenging discussion.	20.7.18, 3.9.18, 24.10.18, 14.11.18 and 7.2.19	Research on other HE providers was undertaken. Views were sought on a proposal published 29.10.18. Council agreed on 29 November 2018 the recommendation to reduce to 21 members, subject to change to Statutes. Council in 21.2.19 agreed a slight revision re Convocation member	25.10.18, 29.11.18 and 21.2.19	Need to amend Statute 16	Angela Pater
PR3	Every effort should be made to ensure a lay majority at all scheduled meetings of Council.	29.11.18	Recommended to February 2019 Council to agree this. Council members to be made aware of workload issues, especially once size reduces.	21.2.19		Angela Pater

PR4	Maximum time limits should be placed on Council membership wherever possible and that once the maximum period has been served, members should be ineligible to return to Council.	24.10.18	Council on 29 November agreed a maximum 3 x 3 years (9 years) for members, except in exceptional cases or for VC. Officers (eg Chair, Vice-Chair, Treasurer) to serve maximum of 2 x 3 years (max 6) except in exceptional cases. For existing members, that date starts at their most recent start date.	29.11.18		Angela Pater
PR5	Reserved business should be abolished and consequently students should be eligible to serve on the Honorary Degrees Committee.	5.7.18	Was recommended to and agreed by Council on 19.7.18 that Reserved business should be abolished and notwithstanding Statute 28.2, students should be permitted to attend reserved sections of Council while Statutes are being amended, in the spirit of the Halpin recommendation.	19.7.18	Need to amend Statute 28.2	Angela Pater
PR6	Council should formally adopt a policy that all its confirmed minutes be placed on the University's website unless there is a compelling reason for redacting or withholding information from publication i.e. the presumption should always be in favour of publication rather than secrecy.	29.11.18	Deferred from October Steering Group. SG on 29.11.18 agreed to recommend to Council in February 2019 that its confirmed minutes be placed on the University's website unless there is a compelling reason for redacting; published version to be agreed by the Chair. Council agreed.	21.2.19		Angela Pater
PR7	A new post of Head of Governance should be created, accountable only to Council and not to management, to be Secretary to Court, Council and Senate	20.7.18, 3.9.18, 24.10.18 and 14.11.18	Council on 29 November agreed a post of Head of Strategic Governance. Post advertised 19.2.19, closes 19.3.19	29.11.18		Ruth Foreman

PR8	Council should identify a senior and respected lay member to act, in effect, as the Senior Independent Director (SID) or designated lay member and this member should annually appraise the Chair following consultation with Council members	5.7.18, 20.7.18, 24.10.18 and 14.11.18	November Council approved that there be one role combining Vice-Chair and SID, role profile agreed.	29.11.18		Angela Pater
PR9	A Steering Group should be established, chaired by a lay member of Council but with staff and student Council members, to oversee and direct the implementation of our report.	5.7.18	The group was set up by Council in May 2018	24.5.18	May-18	Angela Pater
PR10	A review of the University's implementation of HEFCE's recommendation in relation to the RemCo and related parts of the CUC's new remuneration code should be undertaken by an independent reviewer in January 2019.	29.11.18	Steering Group proposed an internal review by Internal Audit; report deferred to March Steering Group due to lack of time. Then to be reported to May Council.			Angela Pater

PR11	The membership of the RemCo should be changed to include an elected staff member of Council, one of the student members of Council and an external expert in executive remuneration, and that the revised membership be reviewed after not more than three years in the light of experience.	20.7.18	Council agreed on 19.7.18 that the membership of RemCo should be changed to include an elected staff member of Council and the SU President (or the Education Officer if nominated). The staff members be invited to agree the member of RemCom but if no agreement is reached, an election to be held to elect one of the seven members with a constituency of all staff. The revised membership be reviewed after not more than three years. An external expert in executive remuneration has already been appointed to advise RemCo. On 20.7.18, the SG revised the recommendation to Council to propose that RemCo include either the Chair of Academic Assembly or the non-academic member of staff on Council (the two to agree amongst themselves); Mesar Hameed was agreed.	19.7.18	Jul-18	
PR12	A student member of Council should be added to the membership of the Nominations Committee.		Agreed at Council 19.7.18 - SU President to be added to the Committee (or the Education Officer if President so decides).	19.7.18	Jul-18	Angela Pater

PR13	A review of Court should be undertaken by Council but with Court representation, to seek ways and means of modernising engagement. The aim of the Review should be to create a deeper, broader and more inclusive stakeholder engagement strategy, while preserving and enhancing the ability of stakeholders, including the public, to provide challenge and speak truth to power.	20.7.18, 3.9.18 and 24.10.18	Council agreed in October 2018 that a working group be set up 'To consider the effectiveness of how the University engages with its internal and external stakeholders...; the effectiveness of Court in achieving the desired outputs and outcomes of stakeholder engagement and, if it is determined that Court is not the most effective means for achieving these goals, to make recommendations as to how the University could improve and modernise its stakeholder engagement and to consider how the residual governance functions of Court are best fulfilled.' An external Chair of the review group was recommended. Council in February 2019 agreed a Stakeholder Engagement Steering Group be formed to conduct the Review; expressions of interest be sought from Members of Court who are not Members of Council to fill up to three places on the Group; that the four members of Council on the Stakeholder Engagement Steering Group be John Preston (as Chair), Ruth Foreman, Christine Gibbons and Charlotte Moar.	25.10.18 and 21.2.19		Angela Pater
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PR14	Council should consider the diversity and skills of its membership, including the appointment of lay members with considerable higher education/research/ public service/voluntary sector experience as vacancies arise.	3.9.18	Council in October 2018 agreed that, once the composition of Council was agreed, search agents be engaged to improve diversity. Search underway in February/March. Unconscious bias training recommended by Steering Group for all Council members.	25.10.18		
PR15	Council should consider the University's culture in the light of the Financial Reporting Council (FRC) report and our report and evidence base with a view to improving transparency, rebuilding trust and encouraging two-way communication.	20.7.18				

Supporting Recommendations

SR4	At least three hours should be timetabled for Council meetings to enable full debate and challenge	5.7.18	Recommended to and agreed by Council on 19.7.18 to extend the length of Council meetings from two to three hours by starting an hour earlier at 3.15pm.	19.7.18	Aug-18	Angela Pater
SR5	Council should consider adding an additional day to the strategy meeting to facilitate the development and engagement of Council members	5.7.18	Request suggestions for the October Strategy Day.To further consider the structure and format and length of the Strategy Day.			
SR7	Council committees meeting on the day of Council should not be routinely convened, partly to obviate the need for oral and tabled reports to Council on the day and partly to provide more time for engagement events such as seminars	5.7.18	Recommended to and agreed by Council on 19.7.18 to move Nominations Committee away from Council days, and also move any other committees which would be making a recommendation to Council on the same day. Dates being set.	19.7.18	Dec-18	Angela Pater

SR8	Donors to the University on Council should declare the purpose and date of gifts. The University may wish to set a minimum threshold for declaring gifts for practical purposes on key issues or departmental visits	5.7.18 and 24.10.18	Discussed at October Steering Group. Council on 29 November agreed that donations by Council members above £3k be declared in the declaration of interests, with purpose of donation.	29.11.18		Angela Pater
SR20	Only those who need to attend the whole meeting for compelling reasons should be in attendance, with others attending part of the meeting if necessary for particular items. The Secretariat should review attendance, other than members, in consultation with the Chair and non-member attendees, with a view to reducing automatic attendance, other than the Secretariat and Director of Finance.	3.9.18 and 14.11.18	Council on 29 November agreed a reduced list of staff to be routinely in attendance in future.	29.11.18	Jan-19	Angela Pater
SR33	A member with suitable experience should be co-opted to RemCo. A member of the Audit Committee should be invited to observe meetings of RemCo while our recommendations are, if approved, being implemented, to provide further assurance to Council	5.7.18	It was discussed whether a member of Audit Committee observe RemCom while recommendations were being implemented but instead it was recommended to and agreed by Council that the Chair of RemCo be invited to attend Audit Committee in about six months time to update them on progress.	19.7.18	Nov-18	
SR34	The Head of Governance (HoG) should act as Secretary to the Committee to provide governance advice and to free the HR Director to provide professional advice	5.7.18, 24.10.18 and 14.11.18	To be discussed.			Ruth Foreman
SR39	Council should review the remit of the Nominations Committee using the LFHE Illustrative Practice Note 7 as a template					

SR43	In respect of nominations to Council committees, lay members should be appointed on the basis of their skills and experience rather than election, and that the staff member positions should be subject to election if that is preferred by the staff members or by Nominations Committee recommendation. Student positions on sub-committees should be agreed after consulting the two student members.	5.7.18	It was recommended to and agreed by Council on 19.7.18 to continue with the current election process for filling vacancies on Council Committees to be carried out this summer but to revisit the process for the future. Nominees to provide a statement when an election is held.	19.7.18		Angela Pater
SR44	The name of the Audit Committee should be changed to Audit and Risk Assurance Committee (ARAC) to reflect its remit in relation to risk assurance	5.7.18	It was recommended to and agreed by Council on 19.7.18 to rename Audit Committee as Audit and Risk Assurance Committee	19.7.18	Aug-18	Angela Pater
SR45	Audit Committee's responsibilities in relation to other committees such as Finance Committee and Remuneration Committee should be set out clearly	5.7.18, 24.10.18	Audit Committee considered this. Revised terms of reference and 'roles and responsibilities' agreed at 29 November Council.	29.11.18		Angela Pater
SR46	The terms of reference should explicitly set out that it is responsible for considering whether the University has adopted appropriate accounting policies and, where necessary, made appropriate estimates and judgements	5.7.18, 24.10.18	Audit Committee considered this. Revised terms of reference and 'roles and responsibilities' agreed at 29 November Council.	29.11.18		Angela Pater
SR47	The external auditors should attend all meetings of the audit committee to share their experience on any issues raised at the Committee including examples of best practice	5.7.18, 24.10.18	Audit Committee considered this. Council agreed the proposal on 29 November.	29.11.18		Angela Pater

SR50	Council should commission a review of KPIs linked to strategy and benchmarked competitors, with a view to receiving regular reports with commentaries and RAG ratings against targets derived from the Strategic Plan against which to measure institutional advancement.	29.11.18				
Other points for discussion						
OP1 /SR39	Nominations Committee membership	5.7.18	To consider the membership of the Nominations Committee.			
OP2	Consider presentation of business at Council meetings, eg: - Order of the agenda (risk register first); - Construction of papers eg on the agenda; - Papers to be 'sponsored' by a member of the executive team.		To consider for future - deferred from SG 29.11.18			
OP3	Recruitment of new Council members		to consider skills required			
OP4	Payment of Chair of Council		Payment not being offered in current recruitment round			