
Meeting: COUNCIL

Date and Time: Thursday 24 October 2019 at 3.15pm

Venue: Macdonald Bath Spa Hotel

Present:

Mrs Pamela Chesters	Chair
Mrs Ruth Foreman	Vice-Chair
Mr John Preston	Treasurer
Professor Ian White	Vice-Chancellor and President
Ms Eve Alcock	President, Students' Union
Mrs Maria Bond	Appointed member
Mr Tim Ford	Appointed member
Mrs Christine Gibbons	Appointed member
Professor Barry Gilbertson	Appointed member
Professor Dot Griffiths	Appointed member
Mr Mesar Hameed	Elected by staff not on Academic Assembly
Mr Malcolm Holley	Elected by staff not on Academic Assembly
Mrs Catherine Mealing-Jones	Appointed member
Mrs Charlotte Moar	Appointed member
Dr David Moon	Elected by Academic Assembly
Ms Ruqia Osman	Education Officer, Students' Union
Ms Kate Robinson	Elected by Senate
Professor Danae Stanton Fraser	Elected by Senate
Dr Jane White	Chair of Academic Assembly

In attendance:

Professor Bernie Morley	Deputy Vice-Chancellor and Provost
Professor Jonathan Knight	Pro-Vice-Chancellor (Research)
Professor Peter Lambert	Pro-Vice-Chancellor (Learning and Teaching)
Mr Martin Williams	Finance Director

Observers:

Mr Andrew McLaughlin	Chief Executive, Students' Union
----------------------	----------------------------------

Secretariat:

Emily Commander	Secretary
-----------------	-----------

7070 WELCOME AND OPENING REMARKS**Action**

The Chair welcomed everyone to the first Council meeting of the academic year, particularly new members of Council, Mrs Maria Bond, Professor Dot Griffiths, Mr Malcolm Holley and Dr David Moon.

She introduced the staff team: Emily Commander, the new Head of Strategic

Governance, Clare Henderson and Karen Gleave, and set out the division of their responsibilities.

Council agreed that, in order to accommodate members who needed to leave before the end of the meeting, the order of the agenda would be varied by taking item 7077 before item 7075.

7071 DECLARATIONS OF INTEREST

Professor Danae Stanton Fraser **declared** that her husband, Mr Mike Fraser, had recently taken on the role of Head of Computer Science at the University.

The Chair stated that the Vice-Chancellor, the Secretary, the Deputy Vice-Chancellor, the two Pro-Vice-Chancellors and the Finance Director all had an interest in agenda item 7082 (Remuneration Committee) and would leave the room for that item of business.

7072 MINUTES OF PREVIOUS MEETING

The minutes of the Council meeting of 18 July 2019 were **approved** as a correct record and signed by the Chair (paper C19/20 – 01).

7073 MATTERS ARISING

Minute 7046: it was **noted** that the Campus Masterplan (paper C18/19 – 103) had not yet required approval as the local authority had deferred deadlines for the Local Plan.

Minute 7047: it was **noted** that clarification of the role of the University Ventures Board was outstanding but would be considered as part of the review of terms of reference (agenda item 7080).

Minute 7053: it was **noted** that formulation and consideration of KPIs (paper C18/19 – 107) had been deferred until the conclusion of the Vice-Chancellor's "Our University, Our Future" strategy exercise.

Minute 7067: it was **noted** that annual declarations of interest would be published on the governance pages of the website.

7074 FORMAL REPORT OF THE VICE-CHANCELLOR

The Vice-Chancellor and President introduced his report (paper C19/20 – 02), which gave an update on recent developments which affected the University, and additionally highlighted the following points.

Climate action framework: The Vice-Chancellor said that the University hoped to reduce campus emissions to zero sooner than 2030 if possible. He identified four areas of action: continuing to build a body of research with clear contributions to climate change mitigation and adaption, teaching and learning which will enable future leaders to effectively address climate change, partnerships with third parties to drive impact, and strengthening University campus targets. He

articulated the need for the University to work in partnership with others to maximise impact.

Two part-time posts to lead on implementing the framework were out for recruitment.

International: The Vice-Chancellor would be working with the Pro-Vice-Chancellor (International) to carry out an audit of global rankings, including an audit of partnerships, to gain a better understanding of our relative strengths and weaknesses.

Buildings: An external consultant had been recruited to monitor the progress of the School of Management project.

The Vice-Chancellor noted that the new Buildings Board had been established which should provide greater assurance on the management on capital projects. In addition there would be a new emphasis on post-project appraisal and ongoing preventative maintenance.

Council agreed that information on sustainability would be included in all future capital project updates.

Bus services: Although some issues remained, the provision of bus services was in a better position than it had been the previous year. On a busy day, buses could carry around 17,000 passengers per day up and down the hill to the campus. Work was underway to improve the relationship with the bus service provider to ensure that a good service was maintained.

**Vice-
Chancellor**

Income diversification: Work was underway on diversifying income streams for the University.

Staff and management news: It was noted that ballots were underway in respect of industrial action.

Steve Egan would be retiring as Vice-President (Implementation) the following February. On his departure, the post of Chief Operating Officer would be created.

Work on a policy compliance review was underway. A new Operations Board had been created to allow the heads of departments to share best practice and develop a common sense of purpose. The first meeting of the new Buildings Board would take place in a few weeks' time. Progress on the proposed Staff Experience Board would wait until the Operations Board had been established.

The Vice-Chancellor noted that Council would want to consider whether or not to establish a new Ethics Committee to consider high-level ethical and reputational issues not dealt with by the current Ethics Committee, which had a focus on research integrity.

Brexit planning: The University had been scenario planning to strengthen business continuity, in the context of Brexit but also more widely. Executive Board had

participated in a dry run, and feedback from the external consultant had been extremely positive.

Council **noted** the Vice-Chancellor's report.

7077 **STUDENT SURVEY RESULTS 2019**

The Deputy Chair left the meeting at 4.10pm, in the middle of this agenda item.

The Pro-Vice-Chancellor (Teaching and Learning) presented paper C19/20 – 05. NSS results had been better than in the previous year. The approach was to give local ownership to departments with support from the Centre for Learning and Teaching. All departments would complete action plans, identifying problems and how they would be tackled. These plans would be escalated with good practice shared at every stage. Performance would be managed where appropriate, but the general approach would be supportive.

While encouraged by the overall satisfaction score, it was noted that there had been limited improvement in the low scores for feedback and assessment over a four-year period. The Pro-Vice-Chancellor (Teaching and Learning) said that the Centre for Teaching and Learning would be relaunching the 2014-15 campaign on feedback and assessment later in the year. Poor results in this area could be explained by an over-emphasis on assessment and pressure on staff and students: solutions would be longer-term, and curriculum transformation would help.

The Chair noted that some departments struggled more on teaching and learning than others, and asked whether the University fully understood the underlying factors which led to this and asked about what support was being offered to remedy the situation. The Pro-Vice-Chancellor (Learning and Teaching) said that he was confident that the current approach would bear fruit and that the action plans could be shared with Council should it wish.

With respect to the low score for student / staff ratio, the Pro-Vice-Chancellor (Teaching and Research) said there was no direct correlation between class size and levels of satisfaction, and the Deputy Vice-Chancellor said that the score was partly explained by the method of counting, which the University was looking into.

Council **noted** the report.

The Pro-Vice-Chancellor left the meeting at 4.25, at the end of this agenda item.

7075 **ARAC**

The Chair of the Audit and Risk Assurance Committee (ARAC), Mr Tim Ford, presented a report to Council (C19/20 – 03) and the minutes from the meeting of ARAC on 2 October 2019 (C19/20 – 03a).

The Chair of ARAC put on record his thanks to Clare Henderson, who had provided excellent administrative support to the Committee.

It was noted that the delay in training staff to support disabled students (paper

C19/20 – 3a, minute 1527) had been due to the comprehensive nature of the training, and the desire to ensure alignment across the University.

It was **agreed** that ARAC would request that the University risk register have dates added, and quarterly changes in status highlighted.

Council **agreed** the proposed changes to the terms of reference of the Audit and Risk Assurance Committee.

ARAC Chair

Council **noted** the minutes of the ARAC meeting on 2 October 2019.

7076 **PRELIMINARY REPORT ON UNDERGRADUATE AND POSTGRADUATE ADMISSIONS 2019**

The Deputy Vice-Chancellor presented papers C19/20 – 04, 04a and 04b on undergraduate and postgraduate admissions.

The Deputy Vice-Chancellor noted that, in previous years, Council had become accustomed to the University precisely meeting its admissions targets, but this had been unusual, and the unpredictability experienced across the sector was reflected in this year's numbers. Student behaviour had changed, and there was a lot more change at the last minute, with a national admissions system that had been re-engineered to accommodate this trend.

In 2019/20 attrition rates had been lower than expected, and there was a higher than anticipated number of insurance choices, resulting in higher than expected admissions overall. Many insurance places had come through late because of late release from holding institutions.

The Deputy Vice-Chancellor noted that 2019/20 had ultimately been a good year in terms of overseas admissions and that earlier fears about alternative scenarios, which could have created a significant financial shortfall, had not materialised. Clearing had also worked well for the University, which had taken 335 students via that route, including 40 from overseas.

Accommodation: The Deputy Vice-Chancellor said that variability in student numbers made accommodation requirements more difficult to predict. A number of students in 2019/20 had been housed in temporary accommodation at the start of the year, mostly on campus, but some in the YMCA in the city centre. The University had compensated these students by paying their rent, and providing free Wi-Fi, breakfast and bus passes. Within a fortnight all had been found accommodation on campus and those affected said that they had been happy with the outcome. This had worked better than the policy of housing such students in HMOs in previous years. There were many factors affecting this situation, including the acceptance of late insurance offers and a higher level than normal of accommodation applications post-A-level results. There would be an annual lessons-learned exercise and a change in advice to prospective students in the following year. In addition, a further 200 beds would be available for 2020/21.

In response to a question about the introduction of guarantees of accommodation to insurance students in addition to existing commitments to clearing students,

the Deputy Vice-Chancellor said that students would not be attracted without guaranteed accommodation. The University had followed communications advice in not using social media to talk about the issue.

Widening participation: The Deputy Vice-Chancellor noted that Office for Students was concentrating on narrowing the participation gap. The University was still waiting to hear if the Office for Students would accept its proposed Widening Participation Plan. Once the plan had been agreed, a further report would come back to Council.

Deputy VC

Postgraduate admissions: The Deputy Vice-Chancellor noted that the results for postgraduate admissions had been less good than for undergraduates. Some departments had taken higher undergraduate numbers to compensate for this. Overall, the University was about 200 under target, having expected to be 180 down.

The Deputy Vice-Chancellor said that the University had started to close some of its small Masters courses down, and more would be closed in the future. He said that consideration was being given to the provision of more online courses and growth in the new School of Management. The Vice-Chancellor noted that the forthcoming audit of international should provide a clearer picture.

Council noted the reports.

7078 COUNCIL EFFECTIVENESS REVIEW

The Treasurer presented in this agenda item in place of the Deputy Chair.

The Treasurer presented paper C19/20 – 06 and the grid of actions in response to recommendations from the Halpin review of governance (C19/20 – 06a). He noted that the Council Effectiveness Review Steering Group (CERSG) had met over the period of more than a year. Most of the Halpin recommendations had been implemented in full. A few were outstanding, either assigned to another group for implementation, or not implemented with reasons given. Those assigned elsewhere would be kept on the Council agenda and followed up.

Primary Recommendation 2, to reduce the size of Council from 26 to 20, had been implemented in spirit, because it fitted the University circumstances better to have a 21-member-strong Council. Primary Recommendation 31, the review of stakeholders, would be implemented by the new Stakeholder Engagement Working Group (SEWG), coordinated with the Vice-Chancellor's "Our University, Our Future" consultation exercise.

Halpin had proposed a review of KPIs, which would begin once a new strategy was in place. KPIs would go either to Finance Committee or to Council.

It was noted that additional resourcing would be needed for a root and branch review of Charter, Statutes and Ordinances.

The Chair noted that the commentary on Halpin Primary Recommendation 7 needed to be amended to show that the Head of Strategic Governance (HoSG) was not responsible for Senate governance matters. She also observed that not all

Council members had confirmed to HOSG that they had completed unconscious bias training, as recommended by Supplementary Recommendation 40, and urged them to do so as soon as possible.

On further consideration Council agreed that it would not be appropriate for internal audit or ARAC to keep any Halpin recommendations under review, as CERSG had originally proposed, and that Council should do this, using its annual self-assessment to ensure that this happened.

HoSG

The Treasurer placed on record his thanks to all members of CERSG, but particularly to the Deputy Chair, for her tenaciousness. This sentiment was endorsed by Council as a whole

Council **agreed** to publish the grid, as amended.

Council **agreed** to disband the Council Effectiveness Review Steering Group.

7079 POLICY FRAMEWORK AND SCHEDULE

The Secretary presented paper C19/20 – 07 and annex 07a. University Executive Board had signed off on the framework for monitoring and updating University policies, which provided the structure for a substantial programme of work.

Council commended the framework and the programme of work on policies but noted a concern that the new Office for Strategic Governance was being given a substantial load of work and would need to be adequately resourced to carry it out.

Council **noted** the framework.

7080 COUNCIL PROGRAMME 2019/20

The Chair presented paper C19/20 – 08 with annexes (a) to (e). She responded to several queries about timetabling, and clarified that the buddy and links schemes were distinct.

Council **agreed** to change to a pattern of morning meetings with working dinners the evening before from 2020/21, with the change implemented in 2019/20 wherever possible.

HoSG

Council **agreed** to hold a second away day in Spring 2020.

HoSG

Council **agreed** guidance for the operation of the Council “links” scheme (C19/20 – 08b).

Chair

Council **agreed** to conduct a self-assessment exercise in Spring 2020.

Chair

Council **agreed** the publication protocol for minutes of Council and its committees (C19/20 – 08d)

Council **agreed** the process for reviewing Council Standing Orders and the terms

Chair and

of reference of Council committees.

HoSG

Council **noted** the plan of work for the Office of Strategic Governance.

7081 **COURT AND THE STAKEHOLDER ENGAGEMENT WORKING GROUP**

The Treasurer provided an update on the Stakeholder Engagement Working Group (paper C19/20 – 09a). The terms of reference for the group has been discussed but not yet formally agreed. It would consider the stakeholders that Council – as distinct from the University – should engage with. The timescale had originally envisaged a conclusion by February 2020, but that would be kept under review dependent on the “Our University, Our Future” engagement exercise.

Council **noted** the paper.

Council **noted** the minutes of Court of 24 September 2019 (C19/20 – 09).

7088 **TABLED PAPER: NEW HEAD OF THE DEPARTMENT OF PHYSICS**

The Chair advised that she had accepted a tabled paper from the Senior Academic Appointments Committee which had met the previous day (C19/20 – 14 and 14(a)) to avoid unnecessary delay to recruitment procedures.

Council **agreed** to the appointment of Dr Richard James to the role of Head of Department of Physics, with effect from 1 November 2019 for a period of three years until 31 October 2022, as recommended by the Senior Academic Appointments Committee.

7082 **REMUNERATION COMMITTEE**

The Vice-Chancellor, Deputy-Vice-Chancellor, Pro-Vice-Chancellor (Research), Finance Director and Head of Strategic Governance left the room for this agenda item.

Professor Barry Gilbertson, Chair of the Remuneration Committee (RemCo), presented the minutes of the committee from 10 July and 2 October, 2019 (papers C19/20 – 10 (a) and (b)).

Council agreed that in future HOSG should remain at Council to minute the report of RemCo and leave only if the Committee had made specific recommendations about her own position

Council **noted** the minutes of the Remuneration Committee of 10 July and 2 October 2019.

7083 **SENIOR ACADEMIC APPOINTMENTS COMMITTEE**

This agenda item was withdrawn because Council deemed that the minutes of 26th June had been adequately considered at a previous meeting.

7084 **REPORT ON THE OFFICE OF THE INDEPENDENT ADJUDICATOR ANNUAL LETTER**

Council **noted** paper C19/20 – 12.

7085 **GOVERNANCE UPDATES**

Council **noted** paper 13 and annexes (a) to (d). It **agreed** that governance updates that did not require discussion would be circulated by the Secretary as and when they became available.

HoSG

7086 **PROGRAMME OF MEETINGS 2019/20**

Council noted the programme of meetings for 2019/20, as follows:

- Thursday 28 November 2019
- Thursday 20 February 2020
- Thursday 14 May 2020
- Thursday 23 July 2020

7087 **ANY OTHER BUSINESS**

1. Council **noted** paper C19/20 – 15, letter from the Office for Students to the Chair of Council regarding late payment of QAA fees. It was **noted** that the University had put in place steps to ensure that the payment was made on time in 2020.
2. Under Council Standing Order 20, Council **appointed** Professor Danae Stanton Fraser, Dr David Moon and Ms Kate Robinson to the Council Appeals Committee. The remaining membership would be determined from amongst Mr Tim Ford, Mrs Ruth Foreman, Mrs Christine Gibbons and Mr John Preston, depending on availability.

The meeting concluded at 6.00pm

NOTE *Sections of two of the agenda items have been redacted either because they pertain to information relating to individual staff or students, or because they are still commercially confidential.*