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**Meeting:** COUNCIL  
**Date and Time:** Thursday 26 November 2020 at 9.30am  
**Venue:** Virtual meeting via Zoom

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**Present:**

Pamela Chesters	Chair
Maria Bond	Appointed member
Tim Ford	Appointed member
Christine Gibbons	Appointed member
Professor Dot Griffiths	Appointed member
Mesar Hameed	Elected by professional service staff
David Hardy	Appointed member
Dr Marion Harney	Elected by Senate
Tim Hollingsworth (until 10.51am)	Appointed member
Professor Tim Ibell (until 12.15pm)	Elected by Senate
Francesco Masala	Student governor
Don McLaverty	Appointed member
Sujata McNab	Appointed member
Catherine Mealing-Jones	Appointed member
Charlotte Moar (until 11.00am)	Appointed member
Dr David Moon	Elected from Senate by Academic Assembly
John Preston	Treasurer
Professor Ian White	Vice-Chancellor and President
Dr Jane White	Chair of Academic Assembly
Annie Willingham	Student governor

In attendance:

Jonathan Bound (for item 7234)	PWC (External Auditor)
Professor Jeremy Bradshaw	Pro-Vice-Chancellor (International and Doctoral)
Alex Butler (for item 7243)	Executive Chair, EDI Committee
Corinne Evans	Director of Communications
Professor Peter Lambert	Pro-Vice-Chancellor (Learning and Teaching)
Professor Jonathan Knight	Pro-Vice-Chancellor (Research)
Professor Bernie Morley	Deputy Vice-Chancellor & Provost
Martin Williams	Director of Finance
Dr Cassie Wilson	Vice-President (Student Experience)
Keith Zimmerman	Chief Operating Officer

Secretariat:

Emily Commander	Secretary
Karen Gleave	Member of Secretariat

Apologies

Malcolm Holley

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**7229 WELCOME AND QUORUM**

The Chair welcomed everyone and the attendance was noted.

**7230 DECLARATIONS OF INTEREST**

John Preston declared an interest in item 7246, for which he would withdraw to the digital waiting room.

**7231 MINUTES OF PREVIOUS MEETING**

The minutes of the Council meeting of 15 October 2020 (paper C20/21 – 14) were approved as a correct record and would be signed by the Chair.

**7232 ACTIONS AND MATTERS ARISING**

- 1) 7213 (Background information on the Redundancy Committee to be provided to Council members on Convene) A briefing document was available in the Council Reading Room. **Complete**
- 2) 7221 (Creation of a single University Scheme of Delegation, with substantive review of the delegations contained within it) Work was now underway on this project. **Outstanding**

**7233 UPDATE FROM THE VICE-CHANCELLOR**

The Vice-Chancellor presented paper C20/21 – 15.

The University was preparing for the introduction of lateral-flow testing to facilitate the return home of students for the Christmas break and it was hoped that this type of testing would also facilitate the return to campus in the new year. The number of cases within the University community had fallen considerably, with only a handful reporting symptoms each day.

The University had conducted a further student survey, which had indicated that students were broadly happy with their experience: only 3% had reported significant dissatisfaction with their educational experience, which was a tribute to the staff.

The Vice-Chancellor drew attention to the impact of research that was now helping to reduce global emissions. This work was supportive of the principles set out in the Climate Action Framework and would be used to set the frame for the University's ambitions in this area.

The risks faced by the University remained high. Students were being encouraged to go home after their final in-person teaching time (IPT) session of the semester. Less than 400 students would remain on campus over the Christmas period, with work underway to ensure the provision of seasonal activities for them. Coming out of lockdown would be a very risky period for the University, and careful thought was being given to how best this could be managed.

Members of Council asked questions and were answered as follows:

- It was not yet certain how many students would choose not to return in the new year, although early indications were that most would. Semester 2 would not begin until February – after revision, assessments and the inter-semester break – which meant that the University had more time to prepare and students had more options on timing. Careful consideration was being given to communicating developments to the student population.
- Considerable thought was being given to how the educational experience could be improved, including by making IPT more flexible. There was no evidence that IPT increased virus transmission rates.
- It was hoped that a test and release system would reduce the need for prolonged periods of student isolation.

#### **7234 ANNUAL FINANCE REPORTING**

*This item was taken after agenda item 7237.*

*The external auditor attended for this item.*

The Treasurer presented paper C20/21 – 16. He noted that the Finance team had done an excellent job in an unusually difficult year, and within the context of an accelerated reporting timetable. He set out the process that had been followed in reviewing the Annual Report and Accounts for 2019/20.

Council noted that the Treasurer had used his delegated authority to approve, on behalf of the Finance Committee, the OfS Financial Accountability Return.

The Director of Finance explained that this was the second year in which the University had adopted an integrated approach to its financial reporting, transforming the accounts from a compliance document to an external-facing report which explained the value of what the University did. Work had been carried out to make it more accessible and engaging.

PWC had carried out a remote audit, which had been challenging. Not all of their work had been completed before the meeting of the Finance Committee on 5 November: since then, a third non-adjusted audit issue had been identified. It was a minor issue without material impact.

All loan covenants had been met; the external environment meant that the University had conducted more detailed going concern work this year. Scenario-testing indicated that the institution could meet this test.

The Director of Finance also noted that:

- The accounts showed a large USS pension credit, as a result of the 2018 valuation now being adopted. Pensions remained an area of considerable risk for the University.
- There had been a reduction of £15 million in the value of land and buildings due in part to a) a lower valuation of student accommodation and b) a lower occupancy rate due to Covid-19.

- The University had decided not to take up the government loan and grant scheme (SURE) to cover lost income from international students because of the marginal benefit and onerous reporting requirements attached to it.

The external auditor confirmed that the audit had gone smoothly.

Council placed on record its thanks to the finance team for all their work which had culminated in the successful audit and also thanked the communications team for their work in making the Annual Report more engaging and user friendly.

Council considered the following matters, referred to it by the Finance Committee, from its meeting on 5 November 2020 and:

- Approved the Annual Report and Accounts for 2019/20.
- Noted the PWC Management Letter.
- Approved the Letter of Representation.
- Approved the Financial Accountability Return
- Noted the Loan Covenant and Going Concern paper
- Noted the minute of the Finance Committee meeting of 3 September 2020 and a draft minute of the meeting 5 November 2020.

#### **7235 REPORT FROM THE AUDIT AND RISK ASSURANCE COMMITTEE**

The Chair of Audit and Risk Assurance Committee (ARAC) presented the Committee's report (paper C20/21 – 17).

Council:

- Approved the Annual Report of ARAC for 2019/20.
- Approved the Annual Report of the Internal Auditor for 2019/20.
- Approved revised Terms of Reference for ARAC.
- Noted the minute of the ARAC meeting of 1 October 2020 and the draft minute of the ARAC meeting of 5 November 2020.

#### **7236 PREVENT ANNUAL REPORT 2019/20**

The Head of Policy, Planning and Compliance presented paper C20/21 – 18. Covid-19 had prompted the addition of several risks to the Prevent Risk Register, which reflected the national position within education at all levels. Students and staff were increasingly working online and remotely from colleagues and fellow students. This resulted in a higher risk that they would be radicalised. The previous week the Counter-Terrorism Policy Unit had published more online resources to facilitate early intervention. The University had decided to keep its Prevent Risk Register open so that it could monitor it throughout the year.

Members of Council asked questions and were answered as follows:

- Many of the behaviours that would be flagged under Prevent would also be flagged under safeguarding policy. The University was addressing these concerns through a focus on student welfare and regular contact. It recognised the heightened risk and was taking note of good practice as it emerged.

Council approved the Annual Assurance and Data Monitoring Return for the OfS, **Chair** subject to final sign-off by the Chair in the light of revisions to the case study material or data not notified before the meeting.

**7237 MODERN SLAVERY STATEMENT**

*This item was taken before item 7234.*

The Director of Finance presented paper C20/21 – 19.

He noted that the pandemic had meant that the University had not yet achieved everything it wanted to do in this policy area, notably in terms of educating the community on the issue of modern slavery. In particular it would be important to improve awareness of risks within the supply chain.

Members of Council asked questions and were answered as follows:

- Large contractors were required to assess the supply chain of any subcontractors as part of the tendering process. Large purchasing consortia increasingly dealt with these issues, too.
- It was noted that it was difficult to conduct a thorough assessment of the supply chain, particularly at two or three levels of remove, but that the University was actively engaged in tackling this difficulty.

Council approved the Modern Slavery Statement for 2019/20 for signature by the Chair of Council.

**7238 PUBLIC INTEREST DISCLOSURE ANNUAL REPORT**

The Chair of the Audit and Risk Assurance Committee presented paper C20/21 – 20.

It was noted that ARAC had commissioned a review of the University's Public Interest Disclosure Policy, the intention of which was to make it more user-friendly.

Council noted the Report.

**7239 STUDENT PRIORITIES**

The Chair explained that the Students' Union Top Ten had been presented separately, in video format, and thanked the student governors for their initiative in producing this.

The Vice-President (Student Experience) presented the University's response to the Students' Union Top Ten for 2020/21 (paper C20/21 – 21).

She explained that, following feedback from Council in 2019/20, the University had developed a framework within which progress against the Students' Union Top Ten could be monitored. A University Executive Board lead had been assigned to each of the ten issues, with scheduled meetings between the Students' Union and these leads every six weeks. At its first meeting, the group had devised a top-level action plan for each objective. Council would be updated on progress against these plans in February and May.

Members of Council commented follows:

- The President of the Students' Union thanked the Vice-President (Student Experience) for the creation of the framework, which would help to ensure that issues identified in the Top Ten were not dropped at the end of the tenure of each set of student governors.
- The collaborative approach taken in this area could be replicated in other areas of work, such as EDI and widening participation.

The Chair of Council noted that the University was not mandated to take action on every item in the Students' Union Top Ten, given that they were obliged to consider the interests of the University as a whole. The new approach gave Council confidence that the Students' Union concerns were being properly considered, within the context of other University priorities, and that there was constructive engagement with the Students' Union.

Council noted the Report.

## **7240 ACADEMIC STANDARDS**

The Pro-Vice Chancellor (Learning & Teaching) presented a report on degree outcomes in 2019/20 (paper C20/21 – 22).

In 2019/20 the University had taken a conscious decision, whilst striving to maintain the highest academic standards, to implement a no detriment policy to ensure that students were not disadvantaged by changes to teaching during the pandemic.

Members of Council asked questions and were answered as follows:

- The rate of 43% of students obtaining first class degrees was high (7% higher than the previous year and 14% higher than the average of 29% across the sector). The increase was felt to be justifiable under the circumstances of the pandemic, and in line with OfS support for the use of no detriment policies.
- The University's explanations for the increased rate of first class degrees was in line with the OfS definition of a "reasonable explanation". The University came very low down in the OfS register of concern in terms of grade inflation (121 out of 147 for upper awards, and 146 out of 147 for firsts).
- The University was balancing the need to protect its currency with the need to look after the interests of its current students.
- The University was monitoring the situation with regard to A-level grade inflation and its implications for admissions.
- The blanket no-detriment policy used in 2019/20 had been created in response to a crisis. There would be no need for a blanket no detriment policy in 2020/21 because of adjustments made to teaching and assessments. In particular the new system introduced for exams gave greater flexibility over time periods.
- One of the University's greatest strengths was the employability of its graduates and feedback from employers would be valuable in that context.
- Quality was of paramount importance to the University's approach. Whilst the University ensured it operated within the framework set down by the OfS, this was not the key driver in decisions taken on learning and teaching.

Council noted the Report.

#### **7241 NATIONAL STUDENT SURVEYS**

The Pro-Vice Chancellor (Learning & Teaching) presented a report on the National Student Survey (NSS) and the Postgraduate Taught Experience Survey (PTES) (paper C20/21 – 23).

The NSS was a key metric for the University because it helped drive continuous improvement, was linked to funding and, via national rankings, influenced admissions rates. The University had performed exceptionally well in 2019/20, coming seventh in the UK and second in England in terms of satisfaction.

The results supported the University's own view that there remained a need to improve assessment and feedback to ensure the effectiveness of learning and teaching.

OfS had commissioned a root and branch review of the NSS, so it was uncertain what form it would take going forwards and how the University should respond to that.

Member of Council asked questions and were answered as follows:

- It was not always helpful to give departments a target score to aim for. The approach taken by the University was to try to understand the problems at the root of any lower scores. This enabled departments to look honestly at their performance. In turn, addressing any problems that emerged would help drive up performance.
- NSS scores and the associated rankings had enhanced the reputation of the University for excellent learning and teaching. Consequently, the reform of the NSS was a significant risk for Bath. The University had mitigated this risk by participating in the OfS consultation on the future of the survey.
- Disaggregated data on BAME and disadvantaged students would be considered by the Equality, Diversity and Inclusion Committee but could also be provided to Council in future.
- The University needed to allocate responsibility for the action plan linked to the NSS questions on sustainability: this had been delayed because of the pandemic.

The University participated in PTES on a bi-annual basis. The results of the survey were not publicly available and were used by the University to ensure it had a clear understanding of the postgraduate experience, particularly at a departmental level.

Council welcomed the decision to take part in the benchmarking process on this occasion as a means of understanding more clearly the University's strengths and weaknesses. It noted that it would be important to maintain focus on this important area and to monitor closely progress against action plans formulated in response to PTES.

Council noted the Report.

#### **7242 CLIMATE ACTION FRAMEWORK**

The Chief Operating Officer presented a report on progress against the Climate Action Framework (paper C20/21 – 24).

Council had approved 11 principles on climate action at its meeting in May. Since then the Climate Action Framework Working Group had been developing a series of proposals, which would be subject to further consultation and planning and would need to be matched against resources, including for the appointment of a professional project management team.

The paper described the high-level targets that had been set: once clear plans were in place, these targets would form less of a straight line.

Thought would be given to how best to reflect the contribution made by research to meeting the University's carbon ambitions within the Framework.

Council asked questions and were answered as follows:

- Further information would be provided to explain the drop in CO2 computed emissions between 2018/19 and 2019/20 and on what constituted the end of the year for the purposes of meeting the target of a 5% reduction in scope 3 emissions
- Work was underway to coordinate work needing to be carried out on the Estate under the Climate Action Framework with the long-term maintenance plan. The University would seek to improve the environmental performance of its buildings in conjunction with any further work was carried out on them. Further thought would be given to how best to reflect the additional cost of incorporating sustainability into building projects, including how to bring carbon into all University business cases.

COO

Council commended the reports' authors for the clarity in which they had laid out the university's CAF commitments and the measures and milestones which they expected to achieve on the way to meeting them.

Council noted the Report.

## **7243 EQUALITY, DIVERSITY AND INCLUSION**

The Chair of Council welcomed the Executive Chair of the Equality, Diversity and Inclusion Committee to the meeting and congratulated her on her appointment.

The Executive Chair of the Equality, Diversity and Inclusion Committee gave an update on Equality, Diversity and Inclusion (EDI) matters (paper C20/21 – 25).

Members of Council asked questions and were answered as follows:

- The EDI team was working with HR to take steps to widen the recruitment pool. It was an area where there were a number of levers that could be pulled and where significant progress could be made. Proposals would be brought to University Executive Board and an update provided to Council.
- Some of the issues faced by the University could be tackled through awareness-raising activities rather than training.
- The University would be submitting for an institutional silver award in Athena Swan in 2021.

Council noted the update on Equality, Diversity and Inclusion matters.

The Executive Chair of the Equality, Diversity and Inclusion Committee presented paper C20/21 – 25B on tackling antisemitism.

Council expressed support for the approach taken by the University to this complex issue and approved the University position on tackling antisemitism.

#### **7244 STAKEHOLDER ENGAGEMENT WORKING GROUP**

The Treasurer presented a report from the Stakeholder Engagement Working Group (paper C20/21 – 26).

Council agreed to recommend to UEB that it trialled hosting an Annual Public Meeting for three years as an additional means of stakeholder engagement.

HoSG

Council agreed to make recommendations to Court on its functions and its membership.

#### **7245 THE CUC CODE AND COUNCIL PLAN OF WORK**

Council considered papers C20/21 – 27 and 27B on compliance with the CUC Higher Education Code of Governance and Council's annual plan of work.

Council noted the paper on compliance with the CUC Higher Education Code of Governance and asked the Head of Strategic Governance to keep the matter under review.

HoSG

#### **7246 REAPPOINTMENT OF THE TREASURER**

*The Treasurer retired to the digital waiting room for this item.*

Council approved the reappointment of the Treasurer for a further three-year term on the recommendation of the Nominations Committee (paper C20/21 – 36).

#### **7247 ANTI-MONEY LAUNDERING POLICY**

The Director of Finance presented the University's Anti Money-Laundering Policy, as recommended by the Finance Committee (paper C20/21 – 28).

Council approved the Anti Money-Laundering Policy.

#### **7248 POSTGRADUATE INDEPENDENT ADVISER: ANNUAL REPORT**

The Vice-President (Student Experience) presented the Annual Report of the Postgraduate Independent Adviser (paper C20/21 – 29).

In 2018-19 the annual report of the Independent Adviser had made some concerning findings, and the issue had since been subject to regular monitoring by the University

Executive Board. A number of measures had been taken to address the problems identified in the 2018-19 report including:

- Departmental meetings to discuss the reports, with engagement by members of the SMT where appropriate;
- Action by the Doctoral College on student monitoring and progression, supervisor support and training and the revision of online training resources;
- The provision of increased support and training for supervisors;
- Improved signposting for reporting problems;
- Regular meetings between the Independent Adviser and the Vice-President (Student Experience).

The report for 2019/20 had been presented to Senate, which considered that a number of issues remained of concern, although there had been significant improvements, including marked decreases in the number of cases of sexual misconduct towards students (down from 10 to 3) and a reduction in the number of cases where the Independent Adviser had concerns but the student did not wish to make a report (down from 6 to 0).

Priorities for the coming year would include improving communications with postgraduate students and addressing reports of bullying and harassment in some areas. Actions would include:

- Steps to improve the transparency around reporting;
- The production of case studies to show students how these issues were dealt with;
- Steps to encourage those affected to use the report and support tool, supported by increased resource to handle increased reporting;
- The provision of information to enable staff to resolve issues at a local level wherever possible; and
- Support to the independent advisers in the conduct of their role.

Members of Council asked questions and were answered as follows:

- Students usually had more than one supervisor and provision was made to change supervisors when necessary.
- Local resolution was often very effective, but the Independent Advisor was necessary to handle situations where this was not the case.
- It was felt that the wider EDI work being led by the Executive Chair of EDI would also have a beneficial impact on this issue.

The Chair of Council requested that the report for the following year was accompanied by a report from the Vice-President (Student Experience) summarising the actions being taken by the University in response to the report from the Independent Adviser.

VP (SE)

Council noted the Report.

#### **7249 COUNCIL MEMBER TERM LIMITS**

The Chair of Council presented paper C20/21 – 30.

It was noted that there had been some confusion at Senate about the nature of Council's request. Council was not making any comment on the length of time that staff members should serve on Senate. It was, however, proposing that Senate give due consideration to the applying a maximum term-limit that any Senator could then

serve as Senate elected member of Council to bring it in line with CUC and Charity Commission guidance.

Council agreed to review the terms of a formal recommendation to Senate on maximum term limits for members of Council after consideration of the Senate minute of 18 November 2020, which was not yet available.

**7250 WAIVER OF ORDINANCE 14.10**

Council approved the waiver of part of Ordinance 14.10 in relation to degree congregations (paper C20/21 – 31).

**7251 REMUNERATION COMMITTEE**

Council noted a report from the Remuneration Committee (paper C20/21 – 32) and approved an amendment to the Terms of Reference of that Committee.

**7252 ETHICS COMMITTEE**

Council noted a report from the Ethics Committee (paper C20/21 – 33) and approved amended Terms of Reference for that Committee.

**7253 ACADEMIC GOVERNANCE: MINUTES**

Council noted the minutes of the Senate meeting of 7 October 2020.

**7254 PROGRAMME OF FORTHCOMING COUNCIL MEETINGS**

Council noted the programme of meetings of Council for the 2020/21 academic year and considered topics for the agenda of the meeting on 25 February.

Thursday 25 February 2021: 9.30am – 12.30pm  
Wednesday 24 March 2021 (strategy day): 9.30am – 5.00pm  
Thursday 13 May 2021: 9.30am – 12.30pm  
Thursday 22 July 2021: 9.30am – 12.30pm

Unless specified otherwise, meetings would be preceded by a virtual dinner and development session the evening beforehand. Meetings would be online until further notice.

**7255 ANY OTHER BUSINESS**

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The meeting concluded at **12.40 pm**

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