

MINUTES OF MEETING



Council meeting

*Thursday 14 October 2021, 4.00pm
MacDonald Bath Spa Hotel, Admiralty Suite*

Present:

Pamela Chesters, Chair
Maria Bond
Tim Ford
Christine Gibbons
Professor Dot Griffiths
Dr Marion Harney
Dr Alan Hayes
Malcolm Holley
Tim Hollingsworth
Don McLaverty
Professor Marcelle McManus
Sujata McNab
Catherine Mealing-Jones
Dr Dai Moon
Andrew Ross
Professor Ian White
Annie Willingham
Jacob Withington

In attendance:

Professor Julian Chaudhuri, future Pro-Vice-Chancellor (Education) – to observe
Nicky Passmore, Chief Executive, Students' Union
Martin Williams, Finance Director
Keith Zimmerman, Chief Operating Officer

Secretariat

Richard Brooks, Secretary
Tamsin Foxwell, Member of secretariat

Apologies

David Hardy
Charlotte Moar

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Introductory items

7333 - Welcome and Quorum

The Chair welcomed new members and attendees and made a formal note of attendance to ensure that quorum was maintained throughout the meeting.

7334 - Declarations of Interest

The Chair noted that members of Council had a potential conflict of interest in relation to items 7340 (Tim Ford, Professor Dot Griffiths and 7341 (all members of Council)).

7335 – Council: membership, role, functions and rules – C21/22 – 01

Council noted Council membership for 2021/22;

Council noted Council's Terms of Reference; and

Council approved amendments to the Standing Orders of Council.

Action: Standing Orders to be updated on the website.

7336 - Minutes of the Previous Meeting – C21/22 – 02

Council approved the minutes of the meeting of Council held on 22 July 2021.

Action: Minutes to be redacted according to the Framework and published on the website.

7337 - Actions and Matters Arising

Council noted decisions taken by correspondence, as follows:

[CUB21/22 - 01](#) – Campus Masterplan Submission to BANES (13 August 2021).

Professor McManus advised that her rationale for not approving the original submission related to the absence of a proper Equality, Diversity and Inclusion (EDI) impact assessment. It was noted that this would be included when specific proposals were brought back to Council.

Council noted the following updates on actions:

1. President's Award (7323)

Implement the President's Award. *A member of the governance team was working with the Director of Marketing on the introduction of the award. This work had been assigned a lower priority until after Christmas, when resources should be less constrained.* **Ongoing.**

2. Scheme of Delegation (7324 and 7321)

- Scheme of Delegation to be updated to reflect Council approval of Code of Ethics (7324)
- Formal approval of delegations on finance and audit (7321)

Owing to the departure of the Governance and Project Manager, this project had been put on hold, with the intention of re-starting in the New Year. **Ongoing.**

3. Tuition fee strategy/framework (7217)

Council to approve a strategy or framework within which decisions on tuition fees are taken. *Underway, with a view to seeking approval of this before next consideration of tuition fees at Finance Committee.* **Ongoing**

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4. Institutes (7316)

Head of Governance to organise a session on institutes. *This item would be taken as a topic for a development dinner or strategy day in the 2021/22 academic year.* **Ongoing**

5. Finance strategy (7317)

Finance strategy and financial plan to be included as part of Council's strategy day in March 2022. **Ongoing**

Part I (Items in this part of the agenda are for decision and/or discussion)

7338 – Institutional updates– C21/22 – 03

The Vice-Chancellor presented paper C21/22 - 03. He thanked Council for their support; the Students' Union for organising a successful Freshers' Week; professional services staff for supporting the start of term; and academics for ensuring that teaching got underway notwithstanding the challenging circumstances.

He noted the UCU ballot starting on 18 October and thanked the local Trade Unions for their engagement.

The Vice-Chancellor noted that Gordon Cox had been appointed to lead the Department of Development and Alumni Relations. He also noted a plan to recruit a Vice President (Communities and Inclusion), to build on the excellent work already carried out by Professor Rajani Naidoo and Alex Butler.

The Chief Operating Officer said that the number of students on campus had increased 12-fold in a month, with 1,700 staff on campus the previous day. There were significant disruptions to staff in some areas due to recruitment challenges; supply chain difficulties had made catering more difficult and had constrained choice.

Covid infections were at low levels but ensuring compliance with measures such as mask-wearing was a significant challenge.

Members of Council raised issues and were answered as follows:

- Some staff were nervous about asking a room full of students to wear masks. The Students' Union was following University guidance on mask-wearing. Not all staff were consistent on the issue.
- Consideration would be given to ensuring that the new Department of Life Sciences drove improvements in teaching as well as research.
- Dr Alan Hayes was congratulated on his appointment as Chair of Academic Assembly.
- Congratulations were due to Dr Marion Harney for her work in delivering a silver for the University in Athena Swan.
- The student governors thanked the University for their work in support of a successful freshers' week, and the arrival on campus of international students.

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7339 – CUC Higher Education Code of Governance – C21/22 – 04 and 04A

The Committee considered an analysis of University compliance with the CUC Higher Education Code of Governance (C21/22 - 04); and noted Council's programme for the 2021/22 academic year, as considered at the meeting on 22 July 2021 (C21/22 - 04A).

Members of Council raised issues and were answered as follows:

- Collective data on complaints was considered by Council in the reports of the Pro-Vice-Chancellor (Student Experience) on students; of the Director of Human Resources on staff; and of the Independent Advisor on postgraduates.
- Council might usefully consider further what its involvement should be in the development and display of University values.

7340 – Nominations Committee – C21/22 – 05

Council approved amended Terms of Reference for the Committee.

Council considered an update on the process to recruit a new Treasurer and approved a recommendation to keep the current interim arrangements in place until a new Treasurer was recruited. However, Council questioned the appropriateness of delaying the recruitment process until January 2022 and agreed that this timetable should be discussed with Green Park.

Council considered the Council Skills Matrix for 2021/22.

Council noted the minutes of the meeting on 28 September 2021.

Action: Terms of Reference to be published on the website.

Action: Timetable for the recruitment of a Treasurer to be reviewed.

7341 – Council effectiveness – C21/22 – 06

The Chair of Council presented paper C21/22 – 06 on the size of Council, which had been a key theme emerging from the recent Council effectiveness review.

Overall, members generally remained supportive of the direction of travel but noted a number of points which they felt were worthy of further consideration at its next meeting before coming to a firm conclusion on the best way forward.

Members of Council made the following points:

- While the proposal kept the same broad shape of Council membership, the exact percentage of voice would be difficult to maintain for all groupings given the need to deal in whole numbers.
- The Chair of Academic Assembly noted his conflict of interest but said that he felt that the post holder should have *ex officio* membership of Council.
- The Students' Union President agreed that there should be two student governors but commented that consideration could usefully be given as to whether the second governor should always be the Education Officer.

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- The importance of maintaining a democratically elected staff element was highlighted.
- The importance of communicating effectively any decision which might ultimately be reached was stressed so that the University community as a whole understood the rationale for any change and why Council felt any such change would increase their effectiveness.
- The question of remunerated roles on Council was raised but was not felt to be something Bath would wish to pursue.

The Chair of Council noted these points and suggested that Council reflected further with a view to taking a decision at its November meeting.

Action: Chair to bring proposals on the size of Council to the November meeting.

7342 – Senior academic appointments – C21/22 – 07

Council approved the revised Procedure for the Appointment of a Deputy Vice-Chancellor, Pro-Vice-Chancellor or Dean/Head of School (C21/22 – 07).

Action: Procedure to be published on the website.

7343 – Redundancy Committee – C21/22 – 08

Council approved the cases for redundancy referred by the Committee from its meeting on 27 September 2021; approved the timetable of meetings of the Redundancy Committee for the next year; and approved revised Terms of Reference for the Redundancy Committee.

Action: Director of HR to take forward cases for redundancy.

Action: Redundancy Committee timetable to include two meetings in the period to 14 October 2022.

Action: Terms of Reference to be published on the website.

7344 – Audit and Risk Assurance Committee – C21/22 – 09

Council noted draft minutes of the meeting of the Audit and Risk Assurance Committee held on 29 September 2021.

Council approved revised Terms of Reference for the Audit and Risk Assurance Committee.

Action: Terms of Reference to be published on the website.

7345 – Remuneration Committee – C21/22 – 10

Council noted a report from the Remuneration Committee after its meeting on 29 September 2021.

Council approved revised Terms of Reference for the Remuneration Committee.

Action: Terms of Reference to be published on the website.

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Part 2 (Items in this part of the agenda are for noting without discussion)

7346 – Climate Action Framework – C21/22 – 11

Council noted an update from the Climate Action Framework Project Team.

7347 – Root & Branch Project Advisory Group – C21/22 – 12

Council noted an update from the Root & Branch Project Advisory Group.

7348 – Programme of Meetings for 2021/22 – C21/22 - 13

Council noted the programme of meetings of Council and considered the programme of work for the next meeting.

- Thursday 18 November, 9.30am (Council Chamber)
- Monday 29 November, 3.45pm (remote meeting to discuss the Annual Report)
- Thursday 24 February, 9.30am (Council Chamber)
- Wednesday 23 March, 9.30am – Council Spring Strategy Day (venue tbc)
- Thursday 12 May, 9.30am (Council Chamber)
- Thursday 21 July, 9.30am (Council Chamber)

7349– Any Other Business

The Interim Treasurer said that Finance Committee members had participated in a good discussion on IAAPS and had endorsed a negotiating envelope for discussions with Rydon. Finance Committee members were reminded of the need formally to approve the proposal to allow the Chief Operating Officer to start negotiations the following day.

The meeting finished at 4.54pm.