# COUNCIL

Thursday, 13th July 2023 9:30 am

Council Chamber   |   Council

## Attendees

#### Council Members Attended

#### Pamela Chesters – Chair

#### Jimena Alamo

#### Teslim Bukoye Kate Ehrig-Page

#### Timothy Ford

#### Christine Gibbons

#### Dot Griffiths

#### Alan Hayes

#### Don McLaverty

#### Su McNab

#### Calum Mercer

#### Angela Milsom

#### Charlotte Moar

#### David Moon

#### Andrew Ross

#### Paul Shepherd

#### Amber Snary

#### Ian White

#### In-attendees Philip Allmendinger

#### Katie Anderton

#### Steve Cannon

#### Julian Chaudhuri

#### Randolf Cooper

#### Gregory Noakes

#### Caroline Pringle

#### Ruth Robins

#### Charlie Slack

#### Cassie Stokes

#### Martin Williams

#### Dev Biddlecombe

## 7573.0 Welcome and Quorum

Purpose - For Information

#### Minute by Gregory Noakes

The Chair welcomed everyone to the meeting.

The Chair congratulated Dr Bukoye who had been awarded the University Innovation in Learning and Teaching award.

Apologies had been received from Maria Bond, Sarah Hainsworth, Tim Hollingsworth, and Catherine Mealing-Jones.

The Chair welcomed Jimena Alamo and Amber Snary to their first meeting as members of Council and Alun Griffiths, who will be joining Council on 1st August 2023. She noted that this would be Charlie Slack's final meeting as an observer on behalf of the Students Union.

## 7574.0 Declarations of Interest

Purpose - For Information

#### Minute by Gregory Noakes

All members were deemed to have declared an interest in item 7585 Nominations Committee

The Vice-Chancellor had indicated that it would not be appropriate for him to attend for item 7586 Committee on the Office of Vice-Chancellor.

Andrew Ross declared an interest in item 7582 as the author of the Access and Participation Plan.

## 7575.0 Minutes of Previous Meeting - C22/23 - 82

Purpose - For Approval

#### Minute by Gregory Noakes

A query was raised on the minutes on item 7557 however subsequent review of the papers showed that the minutes did accurately reflect the content of paper C22/23 67A. The minutes of the meeting held on 4 May 2023 as presented were approved.

## 7577.0 Institutional update - C22/23 - 84

Purpose - For Noting

#### Minute by Gregory Noakes

The Vice-Chancellor presented the institutional update in paper C22/23 - 84.

He highlighted the significant improvement in the recent performance rankings of the University, noting the contribution of staff and students in achieving this. He noted that challenges posed by the Marking and Assessment Boycott and the work that was being done to mitigate its impact particularly for final year students. He highlighted several emerging opportunities for commercial and academic development which were still at an embryonic stage.

The following points were raised in discussion:
- The challenging nature of the ongoing national industrial dispute was one of the key external risks faced by the University.
- The PGT review was an in-depth review of the direction of the programme for the next five years. Actions for next year arising from the PTES survey should be addressed by the Faculties as part of BAU.
- Recent changes at VC level at a number of Universities which were members of SETsquared had led to some discussion as to the optimal role for SETsquared going forward, these conversations were still ongoing.
- PGT overseas numbers were encouraging. The University was focusing on converting recent offers to firm acceptances.
Council noted the institutional update.

## 7578.0 Strategic Discussion: Financial planning in the context of the Budget and 5-year Financial Plan, the Estates Plan and the Financial Sustainability of Education - C22/23 - 85A - C

Purpose - For Discussion

#### Minute by Gregory Noakes

In introducing the item, the University Treasurer commented that the discussion would be framed in the context of the 5-year plan that saw a business-as-usual surplus over the five years but an historic cost operating surplus in year one as the University increased investment in staff and processes that are revenue rather than capital in nature. The aim is to focus on growth in education on overseas fee-paying students and research whilst maintaining financial stability as the University returns to surplus in the latter years of the plan. The revenue investments would be justified by specific business cases and by an operational plan with actions attributed to named individuals and reports to Council through the Finance Committee on a regular basis.

The Deputy Vice Chancellor commented that this was a new approach to planning at the University. It was academic led, sequential and informed by a detailed analysis of the needs of the estate and the financial sustainability of education provision. He noted that the projection would evolve and develop as the two faculties under new leadership developed and submitted their plans which were expected to show significant improvement by the end of the plan period.

The Director of Finance drew Council's attention to the projected growth in student numbers, the proposed capital expenditure on student accommodation (it being noted that the plan did not contain provision for new academic space) and the assumption that costs would not increase at the same rate as the revenue generated by the increase in student numbers. He indicated that he considered the institution to be in good financial health but acknowledged that the proposals represented a shift in the balance of risk and would test management capacity.

In response to a question on the need to address the immediate needs of students the Chief Operating Officer drew attention to the refurbishment of Carpenter House and the proposed acquisition of Scalla and Eveleigh Waterside residences; a restructuring of the Space Management Group under his leadership to include greater academic representation and with a remit to address space issues in a dynamic and flexible manner.

In a wide-ranging discussion, the following points were made:
- That the planning process was iterative. What was presented was the current best projection of the baseline case, with the first year serving as the budget for 2023/4.
- Further modelling would be incorporated as various workstreams were concluded with one member expressing the view that approval of the 5-year plan should be deferred until the next meeting of Council when a further iteration could be considered.
- The importance of clear actions, timescales, and an identifiable lead
- The importance of assurance to and oversight from Finance Committee and Council An un-resourced increase in student numbers will place additional pressure on staff.
- The plan represented a welcome increase in clarity although more work was needed on allocating actions and milestones.
- The projection did represent a significant shift from that previously agreed and it would have been preferable for Council to have been engaged at an earlier stage in the process.
- The capital plan will be phased, and alternative sources of funding will be explored and the impact of this should be presented as it extends beyond the plan period.

The Vice Chancellor reminded Council that it had always been the intention that this year would see an increase in investment to position the University for the forthcoming REF, the groundwork having been done in earlier years to facilitate this. He believed there was not a material change in the underlying strength of the University's financial position and agreed to consider what further assurances could helpfully be provided in addressing the questions which had been raised.

## 7579.0 Financial matters - C22/23 - 86A and B

Purpose - For Approval

#### Minute by Gregory Noakes

Council noted the report from the Finance Committee (C22/23 - 86A and B) and the discussion under Minute 7578 above.

Decision - Council approved the budget for 2023-24 and the 5-year plan (noting that further versions of the plan would be presented in due course)

Decision - Council approved the acquisition of Scala and Eveleigh Waterside student residences and the establishment of a new Subsidiary company to hold the Eveleigh Waterside asset if this is shown to be the most tax-efficient method for the acquisition. The Director of Finance was given authority to take this forward.

## 7580.0 Faculty Spotlight: Engineering and Design

Purpose - For Discussion

#### Minute by Gregory Noakes

The Dean of the Faculty of Engineering and Design joined the meeting to present the Faculty spotlight. A copy of the presentation is provided on Decision Time in the Council Resources folder.

The following points were made in the discussion:
- The Dean was confident that staff in the Faculty were leading on the cost savings and efficiencies outlined.
- The refurbishment of 2 East had been included in the feasibility study.
- The IAAPS building was not yet being fully utilised. There was the potential to use the space to generate income in the short-term.
- The search for a new Head of Mechanical Engineering had produced a strong shortlist but no appointment had been made. It was not obvious why recruiting to this position was proving challenging.

Council noted the presentation from the Dean of Engineering and Design

## 7581.0 Quality assurance and standards response to Industrial Action - C22/23 - 89

Purpose - For Noting

#### Minute by Gregory Noakes

The Pro-Vice-Chancellor (Education) introduced paper C22/23 - 89 which provided assurance from Senate in relation to the actions taken by the University to ensure quality and standards were maintained during the period of industrial action.

The following points were made in the discussion:
- Approximately 87% of finalists would graduate with full awards. The remaining 13% would graduate with an interim award. The number of continuing students affected would be known by the following week.
- The Careers Service was engaging directly with employers to support students holding contingent employment offers. The large graduate employers were aware of the ongoing industrial action and the impact it could have on graduates, and were making allowances for this, for example, by postponing the start of their graduate programmes, or accepting interim awards.
- The University was taking a positive and permissive approach to accepting postgraduate and MSc students who were graduating from other institutions with interim awards.

Council noted the actions taken by the University to ensure quality and standards were maintained during the period of industrial action.

## 7582.0 Access and Participation - C22/23 - 90 and 90A

Purpose - For Approval

#### Minute by Gregory Noakes

The Pro-Vice-Chancellor (Education) and the Head of Widening Participation introduced paper C22/23 - 90 which set out the 2023-2024 Access and Participation Plan (APP) for Council's approval. The Students' Union submission on the APP was also provided alongside this.

The following points were made in the discussion:
- The Students' Union submission was a response to the APP and would be submitted to the OfS separately.
- Most of the plan was a continuation of initiatives already in place so there was little new expenditure.
- There were risks to grouping students from a wide range of ethnic backgrounds together in the analysis as their experiences and challenges would not be the same, however, providing greater granularity in the data could pose problems relating to the preservation of anonymity due to the small numbers involved.

Council approved the 2023 - 2024 Access and Participation Plan and noted the Students' Union submissions on the 2023 - 2024 APP.

## 7583.0 Research Matters - C22/23 - 91

Purpose - For Approval

#### Minute by Gregory Noakes

Council approved, on the recommendation of the Senate, the Statement on Research Integrity

## 7584.0 Audit and Risk Assurance - C22/23 - 93

Purpose - For Approval

#### Minute by Gregory Noakes

The Chair of the Audit and Risk Committee introduced the report and summarised the matters discussed at the meeting held on 7th June 2023. (C22/23 - 93)

He drew attention to the reports considered by the Committee and the need to retender the external audit service which was in the final year of the current cycle. He drew particular attention to a presentation on the Estate and the assurance the Committee took from the current arrangements and proposed developments.

In the discussion that accompanied consideration of the Risk Plan and Strategic Risk Register the following points were made:

In several areas such as policy reviews the University was currently operating outside its own level of risk appetite. In such cases risk owners should be invited to review the risk and advise as to whether the appetite level is still correctly calibrated or provide information as to the pathway back to operating within appetite and make an appropriate recommendation to Council through the Audit and Risk Committee.

Council invited the Audit and Risk Committee to engage with the Finance and other committees to address areas of increased risk or concern.

Council noted the report from the Audit and Risk Committee C22/23 - 93

Council approved the Strategic Risk Register and Management Plan

## 7585.0 Nominations Committee - C22/23 - 94

Purpose - For Approval

#### Minute by Gregory Noakes

The Chair of Council presented a report updating Council on the work of the Nominations Committee, including recommendations on external appointments and committee allocations. (C22/23 - 94)

Council noted the Report.

Noted the appointment of an external member of ARAC for a renewable 3-year term from 1 August 2023 subject to satisfactory references and due diligence checks.

Approved the Committee Allocations as detailed in Appendix 2 of C22/23 - 94)

## 7586.0 Committee on the Office of Vice-Chancellor - C22/23 - 98

Purpose - For Approval

#### Minute by Gregory Noakes

The Vice-Chancellor excused himself for this item and left the room.

The Chair of Council introduced a paper inviting Council to consider the proposed terms of reference for the Committee on the Office of the Vice Chancellor and the co-option of 3 individuals to it. (C22/23 - 98)

In response to questions the Chair of Council noted that the Committee on the Office of the Vice-Chancellor acts under delegated authority from the Council and that previous concerns about the diversity of the Committee had been addressed.

Council agreed the Terms of Reference of the Committee on the Office of the Vice-Chancellor

Council approved the co-optees to the Committee for this round of recruitment.

## 7587.0 Climate Action Framework - C22/23 - 88

Purpose - For Noting

#### Minute by Gregory Noakes

The Chief Operating Officer presented an update on the University's Climate Action Project (C22/23 - 88)

In discussion concern was expressed that a consequence of not getting the additional resource requested was that the initiative ran the risk of being side-lined. Council was assured that whilst there were implications in the short term there was not a denial of resources long term, and the imminent appointment of a Director of Sustainability would go some considerable way to satisfying the increasing appetite in Council for the initiative.

Council noted the report.

## 7588.0 Quarterly Workforce Report - C22/23 - 92

Purpose - For Noting

#### Minute by Gregory Noakes

The Director of HR presented the workforce report (C22/23 - 92)

Council welcomed the focus and the accompanying analysis on the University's international workforce in this quarters Workforce Report.

Council noted the report.

## 7589.0 Integrated Performance Reporting - C22/23 - 103

Purpose - For Noting

#### Minute by Gregory Noakes

The Director of Performance, Planning and Strategic Change presented an update on recent and current work to develop a new approach to performance reporting. (C22/23 - 103)

Council welcomed the intention to develop an integrated approach to performance reporting building on the individual reporting by pillar developed previously. This would support the Executive in the planning process and enable Council to take assurance that the University was on track to deliver the strategy overall.

Council noted the report.

## 7590.0 HE (Freedom of Speech) Act 2023 - C2223 - 100

Purpose - For Approval

#### Minute by Gregory Noakes

The Chief Compliance Officer presented a report on the implications of the new Higher Education (Freedom of Speech) Act 2023 (C22/23 - 100)

Council noted the report.

Council approved the request that the Chief Compliance Officer has delegated authority in relation to Freedom of Speech particular the CODE OF Practice (Regulation 18) and the approval of external speakers.

## 7591.0 Remuneration Committee - C22/23 - 95

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted the report from the Remuneration Committee after its meeting held on 29th June 2023 (C22/23 - 95)

## 7592.0 Governance Matters - C22/23 - 96

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted an update on the Governance Framework Review (C22/23 - 96)

## 7593.0 Equality, Diversity & Inclusion Committee - C22/23 - 97

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted an update on the work of the Equality, Diversity & Inclusion Committee (C22/23 - 97)

## 7594.0 Council/Senate/Students' Union Committee - C22/23 - 99

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted an update on the arrangements put in place following the disbanding of the CSSU Committee (C22/23 - 99)

## 7595.0 Senate - C22/23 - 101

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted an update from the Senate after its meeting held on 7th June 2023 (C22/23 - 101)

## 7596.0 Court - C22/23 - 102

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted an update from Court after its meeting held on 13th June 2023 (C22/23 - 102)

## 7597.0 Programme of Meetings for 2023/24 - C22/23 - 104

Purpose - For Noting

#### Minute by Gregory Noakes

Council noted the Programme of Meetings for 2023/24 (C22/23 - 104)

## 7598.0 Any Other Business

Purpose - For Noting

#### Minute by Gregory Noakes

The Chair offered grateful thanks to Su McNab and Christine Gibbons for their valuable and distinguished service as members of the Council and also thanked Professor Phil Allmendinger who had been in attendance in his role as Deputy Vice Chancellor.