



## COUNCIL

### Minutes of the Meeting held on 10 October 2023

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**Present:** Sir Keith O’Nions (Chair), Pearl Agyakwa, Vicky Bailey, Anh Do, Sonya Leydecker, Jo Lymn, Piyali Mitra, Jane Norman (until minute 4110), Jessica Nuttall, Stephen Odell, Stuart Reeves (until minute 4110), Nora Senior, Rakesh Sharma, Shearer West, Giles Willits

**Apologies:** Lynette Eastman, Michelle Haslem, Sherry Madera

**In attendance:** Alison Dubas (minutes), Paul Greatrix (Registrar), Rowena Hall (Associate Director of Governance and Executive Services), Ruwan Kodikara (Governance Apprentice), Rosemary Madagwa (Governance Apprentice to minute 4111.4, rejoined at minute 4116.5), Margaret Monckton (Chief Financial Officer), Jason Carter (Director of Governance and Assurance for minute 4108), Jon Grainger (Director of Health and Safety for minute 4108), Jason Phoenix (Castle Meadow Campus Programme Director for minute 4109), Mark Barber (Programme Director for minute 4112), Rob Phillips (Programme Manager for minute 4112), Jeremy Gregory (Interim FPVC Social Sciences for minute 4113)

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#### 4103 Welcome and Apologies

- .1 The Chair welcomed members to the meeting and the Secretary CONFIRMED the meeting was quorate.
- .2 Apologies were NOTED from Lynette Eastman, Michelle Haslem and Sherry Madera.

#### 4104 Declarations of Interest

There were no declarations of interest.

#### 4105 Minutes of the Meeting Held on 27 June 2023 and Action Log

The minutes of the meeting held 27 June 2023 (paper C/23/85) were APPROVED as an accurate record.

#### 4106 Chair’s Business

- .1 The Chair reported that Sherry Madera had taken a period of absence from her duties as a Council member during the summer period. Members AGREED that the period of absence be extended until early 2024 and looked forward to welcoming Sherry back thereafter.
- .2 RESERVED.

#### 4107 Vice-Chancellor’s Report

- .1 Council RECEIVED an oral report from the Vice-Chancellor and NOTED the following key points:
  - .1 The Research Excellence Framework 2028 consultation had recently concluded. The people, culture and environment element would have an increased weighting, although there was a lack of clarity on how this element would be measured;
  - .2 The University had performed well in the Knowledge Exchange Framework. Particular areas of success included business engagement and public engagement. Work was required to improve continuing professional development performance and an action plan had been developed to address this;
  - .3 The Times Higher World Academic Summit had taken place in Sydney the previous month, which had proven to be a valuable opportunity for collaboration with other Higher Education Institutions across the world.

#### **4108 Health and Safety**

- .1 Council RECEIVED and NOTED papers C/23/98 (Health and Safety Update) and C/23/93 (Health and Safety Committee Report) from the Director of Governance and Assurance.
- .2 The Health and Safety team continued to work with Faculties and Professional Services Departments to ensure that appropriate health and safety structures were in place. A programme of audits of health and safety across the University would be introduced in 2024.
- .3 Work continued to develop a set of metrics that could be reported to Council in respect of areas such as fire safety, which would demonstrate the University's level of compliance against those areas.

#### **4109 Castle Meadow Campus Programme Update**

- .1 Council RECEIVED and NOTED the Castle Meadow Campus Programme Update (paper C/23/86) from the Castle Meadow Campus Programme Director.
- .2 The overall risk rating for the programme had changed from amber to green, and Council NOTED that appropriate controls and mitigations were in place.
- .3 Planning and Resources Committee had approved an extension of budget for the Castle Meadow Campus programme through to February 2026. This budget extension would enable the delivery of phase two of the programme and to commence business planning for phase three.
- .4 PricewaterhouseCoopers (PwC) had been appointed as one of the assurance partners for the Castle Meadow Campus programme. The work of PwC to assess the programme would be incorporated onto future dashboards submitted to Council.
- .5 As the programme progressed, greater detail on critical milestones that needed to be met to enable the delivery of key aspects of the programme would also be incorporated into the dashboard.

ACTION		Owner	Due
.6	The work of PwC to assess and provide assurance that the Castle Meadow Campus programme was progressing and performing as planned would be incorporated onto future dashboards submitted to Council.	CMC Programme Director	November 2023
.7	As the programme progressed to its delivery phase, key milestones would be incorporated into future dashboards submitted to Council.	CMC Programme Director	November 2023

#### 4110 Year End Financial Update

- .1 Council RECEIVED and NOTED the Year End Financial Update (paper C/23/91) from the Chief Financial Officer.
- .2 A small surplus for the 2022/23 financial year had been delivered and this was in line with budget, although lower than the final forecast of the year. The most significant variance was an adjustment that had been needed to recognise the difference between the model used to post tuition fees to the financial accounts and the student record system, Campus Solutions, which recorded actual tuition fees. The difference was believed to have arisen at least in part as a result of changing student behaviour. In future years, financial modelling would be reviewed and reconciliation would be undertaken earlier in the year.

#### 4111 RESERVED

#### 4112 Digital Core Timeline Extension

- .1 Council RECEIVED the Digital Core Timeline Extension paper (C/23/90) from the Chief Financial Officer, which outlined a request for additional budget of £7.3m to account for re-phased integrations, augmentation of the resource profile and contingency funding.
- .2 Although assumptions had been built into the Digital Core business case, the size and scale of the project were significantly larger than first anticipated. Elements of the project, including the discovery phase, had taken longer than expected and, as such, numerous risks had been identified and scored as red risks on the project risk register. As a result, additional time and resource was required to mitigate those risks and the go live date would be revised from February to May 2024.
- .3 PwC provided assurance that the Digital Core project had been progressed appropriately and according to plan. There was not any action that could have been taken to avoid the need for an extension to the timeline or a request for additional budget.
- .4 Council DISCUSSED that the implementation of Digital Core would require a robust communications plan and business change programme. A series of roadshows was planned to apprise staff of the project. A piece of work was also underway with senior colleagues across the University, including Heads of School and Faculty Operations Directors, to support them with the use of Digital Core and encourage engagement and adoption of the system by colleagues across the University.

- .5 Council NOTED the progress made by the project to date through the initiation and design stages and further NOTED the risk profile being managed, and the consequent challenges presented to the existing timescales.
- .6 Council APPROVED the additional £7.3m required for Digital Core from the Digital Futures budget and the extension of the go live date to May 2024.

#### **4113 Faculty of Social Sciences Report**

- .1 Council RECEIVED the Faculty of Social Sciences report (paper C/23/92) from the Interim Faculty-Pro-Vice-Chancellor Social Sciences and NOTED the following key points:
  - .1 Performance against the Faculty's key performance indicators;
  - .2 During 2022/23, the Faculty had significantly increased its external grant capture to its highest level at £13.1m;
  - .3 There were improvements that could be made in respect of performance and achievements in research and knowledge exchange and education and student experience. This included, for instance, the development of a shared vision for the Faculty and encouraging a greater level of collaboration between colleagues across the Faculty;
  - .4 The success of the Faculty's research and knowledge exchange centres, such as the Rights Lab, which continued to be world leading in its work to eliminate modern slavery;
  - .5 The Faculty's strengths, weaknesses, opportunities and threats and actions being taken to mitigate against identified threats.
- .2 Council DISCUSSED the potential for the future realignment of Schools within the Faculty, noting the significant size of the Business School and the School of Economics. Consideration continued to be given to the structure of the Faculty and should any proposals for change emerge then a consultation exercise with staff would take place.

#### **4114 Modern Slavery Act 2015: Annual Statement 2023**

Council RECEIVED and APPROVED the Modern Slavery Act 2015: Annual Statement (paper C/23/87) from the Chief Financial Officer.

#### **4115 Senate Report**

Council RECEIVED and NOTED the Senate Report from the meeting held on 13 June 2023 (paper C/23/96) from the Registrar.

#### **4116 Response to Changes to Ordinance XV as Approved by Council**

- .1 Council RECEIVED the Response to Changes to Ordinance XV (paper C/23/97) from the Registrar.
- .2 The changes to Ordinance XV, as approved by Council, had been circulated to Senate at its June 2023 meeting, where some members of Senate had expressed dissatisfaction that Senate had not been consulted about the changes. Following the meeting, a group of Senate members had developed a paper in response to

the changes. The paper was electronically circulated to Senate and asked members whether they supported or opposed the statement contained in the paper, which expressed a cause for concern regarding the changes to Ordinance XV and highlighted the adverse effects it was felt that the changes would have. 34 members of Senate supported the paper, 28 members opposed it and 41 members did not respond.

- .3 Council NOTED the response from Senate members and DISCUSSED that Senate’s core business related to research and teaching and Council should be assured that those areas remained Senate’s focus. It was CONFIRMED that, although Senate delegated issues of education, student experience and research to its sub-Committees, those issues remained very much at the centre of Senate’s agenda. However, Senate also spent time discussing topics outside of the core areas of education and research, which, on occasion, had resulted in a reduced focus on such agenda items. The amendments to Ordinance XV had been made to enable Senate to focus on its core business and Council reaffirmed its decision taken at its May 2023 meeting on the amendments to Ordinance XV.
- .4 The work of the Senate Effectiveness Review Implementation Group had not yet concluded. Of the 28 recommendations arising from the effectiveness review, approximately five were yet to be finalised, including the process of appointing Senate members to Council. Currently, the process was that the Vice-Chancellor selected a Senate member to be appointed to Council. Should a member of Senate wish to the stand for membership of Council, an election was held. Council NOTED that the continued vacancy in membership was not desirable and that a process to appoint a member needed to be determined rapidly.
- .5 Council DISCUSSED that the current process of appointing Senate members to Council was not the preferred, or appropriate, method. An item proposing a new mechanism would be developed and submitted to the November 2023 meeting of Council for its consideration. Therefore, Council AGREED that the current process of appointing a new Senate member to Council should be paused and the vacancy would remain.

**4117 RESERVED**

**4118 Finance Committee Report**

Council RECEIVED and NOTED the Finance Committee report from the meeting of 19 September 2023 (paper C/23/94) from the Interim Chair of Finance Committee.

**4119 Audit and Risk Committee Report**

- .1 Council RECEIVED and NOTED an oral update from the meeting of 19 September 2023 from the Chair of Audit and Risk Committee.

<b>ACTION</b>		<b>Owner</b>	<b>Due</b>
.2	The draft Internal Audit Annual Opinion would be submitted to the November 2023 meeting of Council.	Chair of ARC	November 2023

**4120 Nominations Committee Minutes**

Council RECEIVED and NOTED the minutes of the meeting held 27 June 2023 (paper C/23/95) from the Chair of Nominations Committee.

**4121 Council Agenda Forward Plan**

Council RECEIVED and NOTED the Council Forward Plan (paper C/23/88) from the Registrar.

**4122 Council Instruments for Annual Approval**

- .1 Council RECEIVED and APPROVED the following from the Registrar:
  - .1 The Standing Orders of Council as presented in paper C/23/78;
  - .2 The Roles, Powers and Responsibilities of Council: Delivery and Scheme of Delegation as presented in paper C/23/79.
- .2 Council RECEIVED and NOTED the Council Member Requirements and Expectations as presented in paper C/23/80.

**4123 Membership Information**

- .1 Council RECEIVED and NOTED the following from the Registrar.
  - .1 Council Member Attendance 2022/23 as presented in paper C/23/82;
  - .2 Council Membership and Periods of Office 2023/24 as presented in paper C/23/81.
- .2 The Nominations Committee had agreed that the recording of the terms of office of Council members would be amended to represent the initial first four year term, followed by two years for the second and third terms. The Committee had also discussed the plan for a recruitment exercise to fill the remaining vacancies on the Council sub-Committees and a proposal would be developed.

ACTION		Owner	Due
.3	The updated periods of office of Council members would be circulated to Council.	Secretary	November 2023

**4124 Membership Guidance – Conflict of Interest Procedure**

Council RECEIVED and NOTED the Conflict of Interest Procedure (paper C/23/84) from the Registrar.