

Council

Minutes of the Meeting held on Monday 29 November 2021 at 1400-1730hrs in The Ron Cooke Hub, Room RCH/103 (CPD Suite), Campus East.

Meeting Attendance

Members present: Denise Jagger, Chair and Pro-Chancellor
Professor Simon Best
Professor Dame Vicki Bruce
Philip Carpenter, Pro-Chancellor
Andy Durrant
Jonny Exon
Lindsey Fussell
Professor Kieran Gibson
Professor Charlie Jeffery, Vice-Chancellor & President
Professor John Loughhead
Professor Nicky Milner
Amanda Nevill
Dr Philip Rycroft
Professor Lesley Stewart
Professor Saul Tendler, Deputy Vice-Chancellor & Provost
Chris Thompson, Pro-Chancellor, Treasurer & Senior Independent Lay Member
David Watson
Patrick O'Donnell, YUSU President
Viviane Yuxin Cao, GSA President

In attendance: Dr Adam Dawkins, Secretary to Council
Ruth Clark, Group Financial Controller (M21-22/10-12 and 21-22/27-30)
Joan Concannon, Director of External Relations (M21-22/13-18)
Rebekah Desport, Director of Planning and Risk
Jeremy Lindley, Director of Finance
Michelle Hughes, Planning Officer (M21-22/16-18)
Dr Joss Ivory, Chief Operating Officer
Melissa Nurcombe, Director of MRAO (M21-22/13-15)

Apologies: Briana Pegado (leave of absence), Judith McNicol, Professor Kiran Trehan.

Section 1: Standing Items

Apologies, Welcomes and Valedictions (Oral Report)

21-22/001 The Chair:

- a. **reported** that this morning's development sessions - the visit to York Guildhall, Professor Murphy's presentation on XR Stories, insights into the University's partnering in the wider York Accelerator initiative and Council's Prevent Duty responsibilities - were varied and informative. Whilst it was unlikely that the Guildhall works would be completed to enable the 02 March 2022 Council meeting to be held onsite, using the venue for Council would be scheduled in the future;

- b. **welcomed** Mr Jonny Exon to his first meeting as a Council member elected by and from the Professional Support Staff.

Declaration of Interests in Items on the Agenda (Oral Report)

- 21-22/002 Council **noted** the interests of some of its members and attendees in any reference to the USS Pension Scheme.

Council Membership and Terms of Reference 2021-22 Matters (C.21-22/01)

- 21-22/003 Council **considered** membership and sub-committee terms of reference matters for 2021-22 on the recommendation of Nominations Committee.

- 21-22/004 **Resolved:**

To approve:

- a. **the re-appointment of Professor Simon Best, Professor John Loughhead, Judith McNicol and Amanda Nevill for a three-year term with effect from 01 November 2021, and Dr Philip Rycroft for a three-year term with effect from 25 February 2022;**
- b. **the appointment of the Chair of Audit and Risk Committee as an *ex officio* member of the new Constitution and Nominations Committee (see Section 5 of this paper);**
- c. **(i) the introduction of a 3+3+3 (maximum 9 year) term of office for any new independent Council members recruited with effect from the date of the next Council meeting; (ii) the replacement of the 10 year term (2+4+4) for existing independent/external Council members with a 2+3+4 model, as reflected in the paper;**
- d. **amendments to the terms of reference and membership for a new Constitution and Nominations Committee (to succeed Nominations Committee and Honorary Associations Committee), and revised terms of reference for Remuneration Committee.**

Council Minutes: 28 July 2021 (C.21.22/02)

- 21-22/005 Council **confirmed** the minutes of its meeting on 28 July 2021 as an accurate record.

Action Tracking and Matters Arising not covered elsewhere on the Agenda (C.21-22/03)

- 21-22/006 Council **noted** the actions and Matters Arising not covered elsewhere on the Agenda.

Vice-Chancellor and President's Report (C.21-22/04)

- 21-22/007 Council **noted** the Vice-Chancellor and President's Report.

- 21-22/008 The Vice-Chancellor **reported** that:

- a. cases of Omicron infection amongst staff and students and in the City of York remained relatively low, which was a likely outcome of widespread vaccination across these populations;
- b. UCU industrial action on pay, pensions and working conditions would take place on 01-03 December 2021. Whilst the student impact was likely to be minimal at the end of term, the extent of Action Short of a Strike (ASOS) would continue, with the possibility of future strike action;
- c. the government's response to the 2019 Augar Report on post-18 education and funding was due to be announced imminently. The Minister of State for Universities had delivered a speech at the Times Higher Education Campus Live Event (24 November 2021) which announced John Blake as the new Director for Fair Access and Participation (DFAP) and new guidance in relation to Access and Participation, noting more work for the University to do in this arena, as would be discussed later on the agenda;

- d. [REDACTED]
- e. he had visited City College Thessaloniki (CCT) with the Pro Vice-Chancellor (Teaching, Learning and Students) and Director of International. CCT's commitment to deepen capacity for high-quality research, and ability to lever student recruitment through its network of learning centres and partner institutions was promising;
- f. whilst the University had not been awarded 'University of the Year' or the other categories in which it was shortlisted at THE Awards 2021, being shortlisted in itself was a testament to, and celebration of, the hard work and commitment of all University colleagues and our students.

21-22/009 Council **observed** that:

- a. it wondered when and whether UCU would present an agreed position or counterproposal to UUK in relation to the USS 2020 valuation;
- b. the ballot of YUSU students was marginally weighted in support for UCU industrial action;
- c. the negotiations aimed at purchasing the Heslington Road site were complex, with a challenging negotiating partner, but it was recognised that there were lessons to be learned;
- d. [REDACTED]

Section 2: Strategic Development, Planning, Performance Monitoring and Resourcing items for consideration and/or decision

Financial Performance Update 2021/22 (C.21-22/05)

21-22/010 Council **considered** the financial performance update for 2021/22.

21-22/011 The Finance Director and the Treasurer **reported** that:

- a. [REDACTED]
[REDACTED] If USS had had concluded its valuation by year-end, provisions would have been included on the balance sheet. The financial impact of USS and UYPF pension valuations would be recognised in 2021/22 accounts, this could amount to £200m additional provision if the recently launched USS consultation proposals were not accepted, and c50% of that amount if they were. [REDACTED]
- b. the 2021/22 Q1 showed a [REDACTED] net cash operating position [REDACTED]

21-22/012 Council **observed** that:

- a. the uncertainty of the pension position and the carry forward of as yet unknown USS provisions, as well as the impact on inflation which might change discount rates and have a pension provision benefit, but that likely increase payroll and other costs might also impact on UGH student tuition fee charging;
- b. [REDACTED]

- d. from the perspective of a Senate member of Council, the Finance Director's webinars on University finances had been informative and countered the view that University was cash-rich given the strategic and operational investment and pensions and pay related liabilities which needed to be met, and also to reinforce that the Strategic Change programme and Professional Services Delivery project was not an exercise in workforce reduction programme but to create more effective and efficient structures and ways of working.

Student Recruitment 2021/22 (C.21-22/06)

21-22/013 Council **considered** the student recruitment report as of 21 November 2021.

21-22/014 The Director of External Relations and Director of Marketing, Admissions, Recruitment and Outreach **reported** that:

- a. a degree of caution remained around offer-making at UGH level for over-subscribed programmes, [REDACTED]
- b. UEB had agreed several policy positions on the 2022/23 cycle, [REDACTED]
- c. [REDACTED] had been fully engaged to target and increase diversity from priority UGO markets, including the ability to bulk process applications at peak times, with CRM system allowing applicant sentiment analysis to be undertaken;
- d. the self-guided online visitor tour app had been well-received.

21-22/015 Council **observed** that:

- a. it was pleased to see the review of accommodation stock [REDACTED]
- c. [REDACTED]

Access and Participation Strategic Update (C.2021-22/07)

21-22/016 Council **considered** an update on the University's Access and Participation initiatives.

21-22/017 The Pro-Vice-Chancellor (Teaching Learning and Students) and Planning Officer (Michelle Hughes) **reported** that:

- a. whilst Access and Participation was a prominent feature of the OfS regulatory framework, it was a priority for the University as a 'public good' institution, and an opportunity to formally invest and intervene in diversifying the student body and cohorts' success in its widest sense;
- b. as stated in the University Strategy 2030, the University would 'not accept gaps in continuation progression and award across the diversity of our student cohorts at any stage in the student lifecycle' and would act to close such gaps where they appear, which was the meaningful purpose of this work;
- c. whilst access to York from lower participation neighbourhoods was gradually improving, the pace and scale of change was not where it needed to be, and non-continuation was higher for disabled and mature students, with awarding gaps which showed that Low Participation Neighbourhood (LPN) students did not achieve as good degree outcomes, and the % of Black students achieving a First compared to their White peers was notably lower, and this needed to be understood and addressed;

- d. thanks should be given to the commitment and candid feedback from the Student Expert Panel which advised management on the University's student success initiatives, which provided a challenge to senior management and all colleagues to bring about real improvements.

21-22/018 Council **observed** that:

- a. the Institute for Fiscal Studies (IFS) and Sutton Trust Report (24 November 2021) on how UK universities performed in relation to the intergenerational social mobility of their graduates, indicate that pre-1992 universities in Yorkshire and the North East, with York ranked 94% based on its access rate for disadvantaged students. It was confirmed that the ranking had not been anticipated, whilst recognising that many students do remain within Yorkshire and the North East post-graduation which could explain outcomes such as graduate salaries. The Planning and Risk Directorate would be undertaking further analysis to understand York's positioning which was akin to that of Oxbridge on these measures;
- b. the assessment and measurement of success relative to the investment into access and participation was challenging, due to the longitudinal nature of outcomes, and that a positive achievement should not always be restricted to graduate earnings;
- c. whilst our Access and Participation Plan was published, engagement of the wider University community in understanding and helping implement the strategic priorities at local level might have an impact (noting excellent initiatives such as the Student Expert Panel);
- d. the research collaborations and studentships offer through the White Rose Consortium of York, Leeds and Sheffield was seeking to address aspects of social disadvantage, and the PVC (TLS) was promoting a collaborative approach amongst her Russell Group PVC network to collaborate, to maximise data sharing and insights to inform collective access and participation positions to improve the Group's performance and reputation in this regard;
- e. some institutions were focussing on students of African heritage and did not appear to be a focus area;
- f. how to link the 'Born in Bradford' research project cohorts with bursary provision to widen access into University, and how that might be supported by philanthropic support was a potential opportunity to explore;
- g. the University's partnership with the IntoUniversity Hull and the University of Hull to create and fund a new neighbourhood learning centre in Hull was commended;
- h. the interventions which led to improvements in student continuation, progression and assessment during Covid-19 might be continued and adapted in a post-Covid-19 context.

Institutional KPIs (Existing) (C.21-22/08) and New Strategic KPIs (C.21-22/08i)

21-22/019 Council **considered** two linked items on the existing KPIs and the new Strategic KPIs as endorsed by UEB.

21-22/020 The Director of Planning and Risk **reported** that:

- a. whilst the RAG rating for the NSS Overall Satisfaction rating KPI had changed from Amber in 2020 to Green in 2021 on the basis that York is now more than 1% above its Competitor Group Average (Median), York had seen a decline in position;
- b. the decline in KPI cluster E for World University Rankings was a continued trajectory which needed to be arrested and reversed, which was principally a matter of raising the academic profile and reputation of the University and addressing citation measures, both of which could be improved by maximising international research partnerships and collaboration;
- c. the 14 new Strategic KPIs had been further developed since presenting the draft suite to Council in July 2021, grouped around: Teaching and Learning, Research, Partnerships and Community which had a degree of alignment to the four strategic outcomes, with Enabling Strategic Change measures. A range of additional contextual metrics had also been established, reflecting the current KPI structure.

21-22/021 Council **observed** that:

- a. the International Student Barometer (ISB) decline in students' propensity to recommend the University to others was a concern;

- b. the more subjective and qualitative elements of a new Strategic KPI 6 on graduate outcomes were welcomed, but the absence of a graduate destination measure was noted;
- c. the extent to which the University can leverage its media profile and PR Strategy more strategically for the benefit of improving, or promoting the successes represented by, the KPIs. Understanding how the University tracks and traces its reputation and sentiment analysis across a full range of stakeholders would be a useful topic for Council to understand further.

21-22/022 **Resolved:**

To endorse the Strategic KPIs as approved by UEB (in line with the framework agreed in March 2021), as an adequate framework for measuring performance against delivery of the University Strategy 2030.

Corporate Risk Management Update (C.21-22/09)

21-22/023 Council **considered** an update on the Corporate Risk Register and the next activities concerning its related risk management activities.

21-22/024 The Vice-Chancellor and President and Director of Planning and Risk **reported** that:

- a. this report constituted a twice-yearly report to Council, highlighting key changes which had been presented and discussed by Audit and Risk Committee (ARC);
- b. key changes since the previous report was a significant reduction of risk scores in finance and overseas recruitment risks, a reduction in People Matters/HR and Research risks scores, with a restructuring and disaggregation of several risks, including Estates;
- c. a programme of deep dives was being implemented in line with the risk governance framework, commencing with Health and Safety;
- d.

[REDACTED]

21-22/025 Council **observed** that:

- a. Good progress on risk management had been made over the last 18 months;
- b. risk appetite required revisiting by Council to assess if the target risks and the wider environment in which they were set and approached remained appropriate;
- c. The Chair of Audit and Risk Committee highlighted the importance of cognisance of both good or bad risks, ie threats and opportunities and how we seek to mitigate the former and seize the latter.

Section 3: Policy and Regulatory Matters

Risk Management Policy and Framework (C.21-22/10)

21-22/026 **Resolved:**

To approve the updated Risk Management Policy on the recommendation of Audit and Risk Committee following its September 2021 meeting.

Office for Students (OfS) Accountability Returns 2021 and associated annual reports Annual Report and Accounts 2020-21 (C.21-22/11)

21-22/027 Council **considered** the University Annual Report and Accounts for 2020-21 as recommended by the Finance Committee and Audit and Risk Committee.

21-22/028 The Treasurer and Finance Director **reported** that:

- a. Whilst the auditors' final partner review was being undertaken this week, assurance was given that there were no outstanding material matters related to the accounts, which would be signed in early December 2021;

- b. there was no requirement to bring the wider Annual Finance Return (AFR) as also submitted to the OfS to Council, and that the Finance Director had delegated authority to approve the AFR Workbook commentary.

21-22/029 Council **observed** that the streamlined Annual Report Accounts 2020-21 was welcomed and that the standalone web-based Annual Review would be launched on 09 December 2021 and, along with the Annual Accounts for the period, would be a reference point for Court's statutory meeting on this date.

21-22/030 **Resolved:**

To approve:

- a. **the adoption of the audited Annual Report and Accounts 2020-21 for publication and onward submission to the OfS, and that the Chair of Council, Vice-Chancellor, Director of Finance may sign the balance sheet;**
- b. **the external audit management/representation (see Category II Agenda) and authorise the Chair of Council and Director of Finance to sign the letter.**

Prevent Duty Annual Report 2021 (C.21-22/12)

21-22/031 Council **considered** the Prevent Duty 2021/2022 Annual Report, Risk Assessment and, for submission to the OfS, the Accountability and Data Return 2021 and Annual Accountability Declaration.

21-22/032 **Resolved:**

To approve that for the period of the Annual Report, Council has:

- a. **had due regard to the need to prevent people being drawn into terrorism (the Prevent duty)**
- b. **has provided to OfS all required information about its implementation of the Prevent duty**
- c. **has reported to OfS in a timely way all serious issues related to the Prevent duty, or now attaches any reports that should have been made, with an explanation of why they were not submitted**
- d. **has reviewed, and where necessary, updated its Prevent risk assessment and action plan.**

Audit and Risk Committee (ARC) Annual Report 2020-21 (C.21-22/13)

21-22/033 Council **considered** the Audit and Risk Committee (ARC) Annual Report 2020-21 in its new presentational format.

21-22/034 The Chair of ARC **reported** that the more accessible format had been developed as a recommendation arising from the ARC Effectiveness Review and the importance of presenting the work of the Committee in a more engaging way, whilst still addressing the key areas of internal audit, external audit and a Committee opinion provided on risk management, data quality and value for money (VfM). The approach adopted departed from the previous regulatory requirements of HEFCE and subsequently OfS, which were no longer in place, which required provision of a Committee opinion the 'adequacy and effectiveness' of these arrangements, to provide a more nuanced and informative judgement, identifying satisfactory progress and strengths, whilst also identifying improvement areas.

21-22/-35 Council **noted** the report and assurance provided and **endorsed** the new reporting approach and in line with ARC, reinforced the significance of controls to manage cybersecurity vulnerabilities as a sector concern, and the comfort that ARC had received on the University's progress in this regard from the new IT Director at its November 2021 meeting. A further update would be provided to ARC in 9-12 months' time.

Council Governance Effectiveness Review: Halpin Partnership Review Findings Progress Report (C.21-22/14)

- 21-22/036 Council **considered** the progress report on implementing the recommendations of the Council Governance Effectiveness Review undertaken by the Halpin Partnership, as concluded in July 2021.
- 21-22/037 The University Secretary **reported** that he had made good progress in implementing the majority of the 14 recommendations as identified in the Report, with Recommendation 14 (the Council sub-committee structure review, and the constituent Recommendation 7 on the ARC/Finance Committee remits) partly implemented due to the breadth of changes associated with either the disbandment, merger, relocation or general review of these bodies.

Charter and Statutes Amendments (C.21-22/15)

- 21-22/038 Council **considered** the preliminary tracked changes to the Charter and Statutes following feedback from Nominations Committee at its 25 November 2021 meeting.
- 21-22/039 Council **observed** that it had some minor suggestions which the University Secretary would review and **noted** the next steps which required its initial approval of the amendments at its March 2022 meeting, to thereafter present this version to the Privy Council for its informal advice and approval, with any further final amendments to be made for University Council's final approval and submission to the Privy Council.
- 21-22/040 **Resolved:**
To endorse the proposed amendments to the Charter and Statutes. noting we will be providing Senate with the amendments at its February 2022 meeting.

Finance Regulations (C.21-22/16)

- 21-22/041 **Resolved:**
To approve the Finance Regulations.

Section 4: Sub-committee Summaries and Meeting-related information

Students' Union Presidents' Report (C.21-22/16i-ii)

- 21-22/042 Council **noted** the Students' Union Presidents' Reports.

Sub-committee Summaries

- 21-22/043 Council **noted** the executive summaries of:
- Audit and Risk Committee: 23 September 2021-11 November 2021 (C.21-22/17-17i);
 - Finance Committee: 7 October 2021 (C.21-22/18), 18 November 2021 (oral report);
 - Joint Audit and Risk and Finance Committee: 11 November 2021: (C.21-22/19);
 - Senate: 19 October 2021 (C.21-22/20);
 - Remuneration Committee: 01 November 2021 (plus September 2021 written resolutions) (C.21-22/21);
 - Equality, Diversity and Inclusion Committee: 03 November 2021 (C.21-22/22);
 - Nominations Committee: 27 July 2021 (C.21-22/23), 25 November 2021 (C.21-22/23i);
 - Student Life Committee: 04 November 2021 (C.21-22/24);
 - Urgent Decisions Group: 28 October 2021 (C.21-22/25).

Council Meeting Agenda Business Cycle 2021/22 (C.21-22/26)

- 21-22/044 Council **noted** its Annual Meeting Agenda Business Cycle.

Section 5: Any Other Business

21-22/045 *At 1315 hrs the Chair of Council will hold an informal session with the lay Council members until 1330hrs.*

**Dr Adam Dawkins
Secretary to Council
December 2021**