COUNCIL
Confirmed Minutes of the Meeting held on Tuesday 10 November 2020 at 0930hrs by video-conferencing.

Meeting Attendance

Members present: Denise Jagger, Chair and Pro-Chancellor
Dr Pünnur Altay
Philip Carpenter, Pro-Chancellor
Professor Simon Best
Dr Rachel Curwen
Mrs Lindsey Fussell, Deputy Treasurer
Professor Charlie Jeffery, Vice-Chancellor and President
Professor John Loughhead
Patrick O'Donnell
Briana Pegado
Dr Philip Rycroft
Mr Richard Sommers
Professor Jo Swaffield
Professor Saul Tendler, Deputy Vice-Chancellor and Provost
Chris Thompson, Treasurer, Pro-Chancellor and Senior Independent Lay Member

In attendance: Dr Adam Dawkins, Head of Governance and Assurance
Professor Michael Bentley, Chair of the Special Cases Committee (for Minutes 2021/037-038)
Ms Joan Concannon, Director of External Relations (for Minutes 20-21/012-21)
Rebekah Desport, Director of Planning (for Minutes 20-21/012-31)
Ms Bethan Ellis, Head of BIU (for Minutes 20-21/28-31)
Mr Denis Fowler, Director of Health and Safety Services (for Minutes 20-21/032035)
Dr Joss Ivory, Director of Human Resources and Acting Director of Professional Services (for Minutes 20-21/012-52)
Professor Tracy Lightfoot, Pro-Vice-Chancellor for Teaching, Learning and Students (for Minutes 20-21/037038)
Jeremy Lindley, Finance Director (for Minutes 20-21/012-52)
Ms Rachel MacSween, Director of International Recruitment, Partnership and Mobility (for Minutes 20-21/19-21)

Apologies: Judith McNicol, Amanda Nevill, Professor Duncan Petrie

Section 1: Standing Items

20-21/012 Council noted the declarations of interest in Item 2.3 on the Agenda for this meeting on the USS March 2020 Valuation (Technical Provisions) by those Council members and attendees who were USS employee scheme members.

Council Minutes: 29 July 2020 (C20-21/05) and Chair’s Action: 17 September 2020 (C.20-21/06) Council-UEB Away Day Formal Business: 15 October 2020 (C.20-21/07)

20-21/013 Council confirmed the Minutes of the Meeting on 29 July 2020 as an accurate record, the Chair’s Action taken and the Minutes of the formal business transacted ahead of the Council-UEB Away Day on 15 October 2020.
Appointment of Secretary to Council (Oral Report)

The Chair confirmed that Council’s formal appointment of Secretary to Council would be taken once appointment to the substantive post of University Secretary had been made, the latter of which was a management matter. The Secretary to Council appointment recommendation would be brought to the 16 December 2020 meeting of Council.

Action: CJ/DJ/JI

Action Tracking and Matters Arising not covered elsewhere on the Agenda (C20-21/08)

Council noted the update on actions linked to its business, and Matters Arising and the following key points:

1. Minute 19-20/235: the Deputy Vice-Chancellor and Provost had signed the contract between the University and City College Thessaloniki on Friday 06 November 2020. A virtual, low-key launch of the partnership was planned for December 2020;

2. Minute 19-20/241iv:

Vice- Chancellor’s Report (C20-21/09)

Council noted the Vice-Chancellor’s Report.

The Vice-Chancellor reported that:

1. the on-campus Covid-19 walk-in testing centre launched on 01 October 2020 had been a success, and the news of a potential vaccine for Covid-19 was positive, noting that roll-out would take at least several months, with the epidemiological evidence ranking students as a low testing priority;

2. DfE had not required universities to transfer all teaching online for a 14-day period up to the end of term, noting UCU national calls for this to be undertaken in the interest of safeguarding their members’, with industrial action planned in several universities where this had not happened. The mass movement of students from campuses to family households from 03 -09 December 2020 would represent a major public health challenge. The University would respond to the recent DfE and Department for Health and Social Care (DHSC) call for expressions of interest in institutions working in partnership with other providers to deliver onsite lateral flow rapid testing covid-19 testing, delivered in conjunction with the University’s Biology laboratories. Such a facility and service on-site would be a major advantage in helping to mitigate the risks posed by student travel, and would provide screening capability for returning students in January 2021. It was hoped that the City of York might move to Tier 1 or equivalent by January 2021, if the tier system remained in force;

3. student hardship remained a prominent issue, and the Emergency Student Support Fund had been re-established for those in need. It was unlikely that government would provide further funding support for students;

4. the welfare and workload for staff continued to be a major concern with additional posts released in departments where recruitment had been strong to help cover the commitments. A two-week break for the majority of staff over the festive period would start from close of business on 18 December to enable a period of recovery and respite from the unprecedented demands of 2020;

5. the sound student recruitment position meant that workforce planning measures such as redundancy would not need to be implemented at this stage, but could not be
excluded for the future, and the need to deliver the institution-wide change programme and cost savings remained a priority;

6. the University had reprised its ‘No Deal’ Brexit planning work as the 31 December 2020 transition deadline approached, and the logistical and supply risks posed by this likely scenario;

7. the major contributions of Jo Horsburgh as Registrar and Secretary were noted, and following her departure, the new Chief Operating Officer (COO) role had been advertised through executive search, with final interviews planned for 15 December 2020;

8. Professor Deborah Smith (former Pro Vice-Chancellor for Research) and Special Advisor to the Vice-Chancellor, would retire on 31 December. Debbie’s passions for her own research area of immunology, her tireless championing of research across the University, and national standing as an academic and strategic research leader were noteworthy. This was alongside her commitment to equality and diversity, and leading York’s major achievements in Athena Swan accreditations. A virtual valediction to mark Debbie leaving would be held on 07 December 2020.

20-21/018

Council observed that:

1. maintaining student morale was key. The success of The Forest at Vanbrugh, and further investment by the University in partnership with YUSU to keep the venue apace with changing social-distancing requirements had been a stand-out achievement. The low levels of student attrition to date were a likely outcome of the student support services delivered through collaboration with the two Students’ Unions and the University. The importance of creating a festive experience for students who remained on-campus over this period was a key consideration, and free language courses had been recommended by the President of GSA;

2. it commended the work of the GSA and YUSU during this period, and the partnership and collaboration with the University;

4.
Section 2: Strategic Development, Planning, Performance Monitoring and Resourcing

items for consideration and/or decision

Student Recruitment 2020/21 and 2021/22 (C.20-21/10)

20-21/019
Council considered the student admissions position for 2020/21 and recruitment forecasts for 2022.

20-21/020
The Director of External Relations and the Director of International Recruitment, Partnership and Mobility reported that:

1. the 2020/21 UGH outcome highlighted the importance of planning for the ‘upside’ on student numbers which had materialised, despite scenario planning which had predicted shortfalls;
2. 2021/22 student applications were up on 2020/21, excluding EU and PGTO students. However, UGH applications were down compared with the University’s competitor set at this stage, which was disappointing sign, as students with predicted high A-Level grades tended to make early applications;
3. the increased complexities and uncertainties of student number planning and the forecasts feeding into the MTP 2020/21 was apparent, as the student numbers informing the draft plan were based on predictions from the previous year. The greater headroom of higher predicted UGH numbers in 2021/22 would allow a focus on increasing student entry tariff and volume, and over-recruitment could be an outcome. Whilst this was positive it would require careful management and workforce planning;
4. the 2021/22 international student position was looking promising, noting that there was a potential global trend also witnessed in Australian HE, with September 2021 applications down, as students brought forward their applications to January 2021. The approval and roll-out of a Covid-19 vaccine would likely see a surge in applications;
5. a focus of the MRAO and International Recruitment teams was to stem the leak in the student application to acceptance funnel. In terms of financial quantum of prospective student recruitment income was in the University’s system in terms of applications, and maximising conversion to acceptance and attendance was critical. This was a strategic priority ahead of seeking to identify new recruitment markets;
6. the University’s international recruitment agents were back out in the field in-country, including in China;
7. a focus on tailored digital engagement during the application, offer issuance and acceptance stages was key, as was developing work with international schools, and feeder schools, and making use of BridgeU (acquired by Kaplan UK) as a university preparation and careers guidance platform.

20-21/021
Council observed that:

1. global political outcomes created potential opportunities, such as a Biden Presidential victory in the US indirectly improving UK international relations with China. The need to maximise EU students, and growing markets in Greece and Germany were identified. University partnerships with literary festivals in India, for example, were cited as innovative initiatives in place to leverage the University’s reputation and raising its profile in key markets;
2. the University aimed to become the leading Russell Group university for customer service for the student journey, from admissions onwards, and to accelerate offer decision-making and clear identification and accountability for those best placed to manage the conversion process from application to acceptance of a place at York. In turn, having a strong reputation amongst recruitment agents as being a University which was easy to work with, was also an objective. Council would be keen to be kept
abreast of progress in this regard;
3. drawing on intelligence was endorsed, with brand strength as a critical finding in IDP’s most recent report into successful UG recruitment, and being attuned to multiple motivations for entering HE and applying to York;
4. as well as a fuller understanding the profile of existing PGR cohorts, a student recruitment strategy was needed to plan for the Research Excellence Framework (REF) 2028.

Financial Performance Update (C.20-21/11)

20-21/022 Council considered the Covid-19 Financial update.

20-21/023 The Finance Director reported that:
1. 2020/21 scenarios now included new assumptions for the re-payment of student accommodation fees, with best, expected and worst-case scenarios, and a reduction in planned research income, and a resulting contribution impact. New employment data from HR showing a significant reduction in appointments across April to September 2020, compared with the prior-year position;
2. by August 2021 the forecast cash balance improved to $120,000, which brought the University back in line with expected cash balances.
3. balancing prudence with optimise in budget-setting was a key consideration.

20-21/024 Council observed that:
1. based on the evidence, Confirmation was being sought from the external auditors as to the nature and type of tests they would apply in assessing going concern, which were not overly prescriptive given the continued uncertainty. The tests proposed by the auditors would be shared with the funders to seek their views ahead of proceeding;
2. Lindsey Fussell withdrew from the meeting at 1100-1145hrs.

Universities Superannuation Scheme (USS) March 2020 Valuation Consultation: University Response (C.20-21/12)

20-21/025 Council noted the University’s response to the USS 2020 March 2020 Valuation Technical Provisions Consultation.

20-21/026 The Finance Director reported that:
1. in relation to the technical, thematic response to the consultation questions, the Russell Group ViceChancellors and Finance Directors had reached a shared position on the key areas, including the ratios, a reduced deficit recovery period and common concerns over the proposed onerous covenant support measures, as articulated in the University’s response;
2. the new Pensions Management Group (PMG) of UEB had also proposed using the
consultation to make a broader call for a more radical revisiting and reframing of the
context for consultation, and a resetting of the approach adopted by USS. This was
supported by Urgent Decisions Group (UDG), which had approved the University’s
consultation response under the delegated authority of Council, which was submitted
to UUK on 30 October 2020.

20-21/027
Council observed that:
1. the covenant support measures proposed by USS were highly interventionist and
risked placing USS in a position of control over the way University operated, including
in relation to institutions’ business plans, and the need to avoid the HE sector being
run in the interests of pension fund sustainability;
2. the importance of explicitly addressing the University’s concerns as an employee, and
for its current and future employees, was underlined in the nature and tone of the
response to the consultation. The new Chair of Trustee at USS may inaugurate an era
of improved engagement with the sector, which extended beyond formal consultation
rounds, and a more conciliatory approach;
3. by December 2020, USS planned to be in a position to inform the Joint Negotiating
Committee (JNC) of the overall contribution rate that the Scheme needed for members
to build up further benefits at the current level;
4. it commended the work undertaken to develop the response and that of the Finance
Director in being central to helping identify a common position across Russell Group
employers, which constituted 60% of the assets in USS. It was possible that the
Russell Group would make a public statement in the near future, expressing its views
on the future of the Fund.

Institutional Key Performance Indicators (KPIs) (C.20-21/13)

20-21/028
Council considered a report on institutional KPIs where data had been captured and
analysed since its 29 July 2020 meeting.

20-21/029
The Director of Planning and Risk and the Head of the Business Intelligence Unit (BIU)
reported that:
1. the National Student Survey (NSS) 2020 outcomes and analysis, and international and
domestic league table performance were already known to Council, but were
summarised in the Report;
2. the Head of the BIU and the Director of Library and Archive Services were working on
a strategic paper on York’s approach to the domestic and global league tables. Further
information would be provided to Council at its March 2021 meeting, at which it would
also see the next KPI report.

20-21/030
Council observed that:
1. international league table rankings were shifting as a result of the rise of Chinese
universities;
2. whilst UEB was not led by league table rankings, it recognised that they were a proxy
for reputation and standing, referred to by both prospective students, funders and
other partners;
3. UEB was holding a Think Tank session on an approach to league tables in the near
future, and would be discussed as part of a future meeting of Council.

Action: RD/BE

Strategic Risk Register Update (Oral Report)

20-21/031
Council considered an oral update from the Director of Planning and Risk on work
underway to build on the University’s existing risk management arrangements, and also
heard from the Chair and Chair Elect of Audit and Risk Committee on proposals to review
risk management systems, reporting and governance. These would be subject to further consideration by Audit and Risk Committee, which was seeking to strengthen the assurance it was able to take from the breadth of strategic or corporate risks as part of reviewing the effectiveness of the Committee. Council’s role in setting and reviewing risk appetite and ensuring risk was designed into strategy development and review should also feature as part of the role in strengthening risk governance.

Section 3: Policy and Regulatory Matters

Office for Students: Prevent Duty 2019/20 Annual Report, ADR and Annual Confirmation Statement and Declaration (C.20-21/14)

20-21/032 Council considered the Prevent Duty 2019/20 Annual Report, and accountability and data return and the new Annual Confirmation Statement.

20-21/033 The Director of Health and Safety Services reported that:
1. the University had continued to fully engage and support the OfS with consideration to having ‘due regard’ in meeting our institutional and legal responsibilities for the Prevent Duty, and its risk assessment, staff training and strengthened welfare provision to support those who may be susceptible to, or victims of, radicalisation;
2. during the period, the University had strengthened its partnership engagement internally and with external stakeholders including the Russell Group Prevent Working Group, City of York Council and our Department for Education (DfE) Prevent Regional Coordinator for the North East;
3. the revised OfS Prevent Monitoring requirements introduced a specification for providers to report on how they had responded to the coronavirus pandemic in relation to the Prevent duty, alongside the existing ADR requirements.

Resolved
To:
1. approve the Prevent Duty Annual Report for the period 01 August 2019 to 31 July 2020 to inform submission of the Accountability and Data Return (ADR) and new Accountability Statement and Declaration to the Office for Students (OfS);
2. delegate authority to the Chair of Council to sign the ADR and new Accountability Statement and Declaration on Council’s behalf, comprising the University’s 2019/20 Prevent Duty return submission to the OfS by the 01 December 2020 deadline.

Health, Safety and Welfare Committee: 03 November 2020 (Oral Report)

20-21/035 Council noted the oral report from the Director of Health and Safety Services on the most recent meeting of Health, Safety and Welfare Committee.

Degree Outcomes Statement 2019/20 (C20-21/15)

20-21/036 Council considered the University’s first Degree Outcome Statement for approval and publication.

20-21/037 The Pro-Vice-Chancellor for Teaching, Learning and Students, and Chair of the Standing Committee on Assessment (SCA) reported that:
1. the UK Standing Committee for Quality Assessment (UKSCQA) required Council sign-off, having been endorsed by UEB and Senate;
2. degree outcomes analysis indicated that grade inflation had not been seen at York across the period 2014-20 compared with a rising Russell Group and wider sector trend. This potentially adversely affected our league table ranking on this measure, but was positive in terms of the integrity and standards of the York degree;
3. the need to address the BAME attainment gap and projects pertaining to this, supported by the development of a Data Visualisation tool which assisted departments in analysing and understanding variations in degree outcomes, including factors such as demographics of underrepresented groups.

20-21/038 Council observed that:
1. given the teaching practices and extent of learning resources, rather than any indication of grade inflation, it might be expected that more First and Upper-Second Class degrees would be awarded at York;
2. it was important to avoid notions of proportion of First Class degrees, recognising that the University’s assessment system was not based on quotas but driven by quality and achievement, albeit underpinned by a single algorithm of weighted average marks on modules for the final two years of undergraduate study;
3. from an Audit and Risk Committee perspective, the document was an assurance tool in providing evidence of the controls and defences in place to maintain academic standards;
4. whilst the transparency of all providers publishing a Degree Outcomes Statement was understood, judging institutional, programme or graduate quality based solely on degree outcomes was not advised.

20-21/039 Resolved To approve the Degree Outcomes Statement 2019/20 on the University website, in line with UKSCQA requirements.

Remuneration Committee Annual Statement 2019/20 (C.20-21/16)

20-21/040 Council considered the draft Remuneration Committee Annual Statement 2019/20 prior to its incorporation in the draft annual report and accounts 2019/20.

20-21/041 The HR Director and Acting Head of Professional Services reported that:
1. the draft statement and report was considered and endorsed by Remuneration Committee at its 22 October 2020 meeting and covered the 2019/20 financial year-end, with a limited number of post financial-year elements, including interim voluntary senior staff salary reductions;
2. in terms of head of institution pay as a multiple of the median for all staff, benchmarking pay multiples with other sectors indicated much higher ratios than in HE;
3. subject to some further minor amendments to the data and accuracy of the Remuneration Committee members’ attendance list, the main priority would be to ensure that the narrative of institutional performance as pertained to the Vice-Chancellor’s remuneration, linked to the wider strategic narrative in the annual report and accounts in which the statement would be situated

20-21/042 Council observed that colleagues, principally but also outside of UEB membership, took an interim voluntary salary reduction from 01 August 2020, which was commended.

20-21/043 Resolved To approve the annual remuneration statement 2019/20, subject to minor amendments.

Scheme of Delegation/Financial Regulations: Capital Expenditure Financial Limits (C.20-21/17)

20-21/044 Council considered proposed amendments to the financial limits and delegations for capital expenditure as set out in the Scheme of Delegation and derived from the Financial Regulations.
The Acting University Secretary reported that:

1. the background to the proposals linked to the PwC audit of historical breaches of covenants, as a joined up means of considering major transactions. UEB had approved the establishment of the Capital, Enterprise Systems and Infrastructure Strategy (CESIS) Board to succeed the existing Capital Management Group (CMG) as a body with significant delegated authority from UEB to hold strategic oversight for the entire estates, enterprise systems and infrastructure programme of activity;
2. in the interest of increased agility of decision-making and reduced duplication of review, the programme and project approval authorities and associated expenditure thresholds have been reviewed to significantly raise the capital expenditure approval thresholds requiring UEB approval, to give it a £4m–£8m approval range, introduce £8m+ expenditure approval powers for Finance Committee, and remove an automatic default for Council approval of capital expenditure (currently set at £4m+);
3. it was recognised that the raised threshold levels were progressive and significant in the context of University capital expenditure approval proposals, and there would still be assurance provided to Council and Finance Committee, whilst delayering multiple approval levels. The proposals were supported by UEB and the Treasurer.

Council observed that:

1. it supported the approach taken and the attempt to increase agility and avoid undue duplication;
2. however, further assurance was sought on the checks and balances in place, given the raised expenditure threshold levels beyond UEB and the uncommon position that Council as the governing body would not approve any capital project expenditure by default;
3. the need for regular oversight reporting, such as thematic plans and budgets, at Finance Committee and Council on major capital project proposals, as well as assurance that there was sufficient change and project governance capability to oversee projects below the level of Council and Finance Committee was sought, and that projects overrunning against time, or major changes to scope and budget was sufficiently monitored. The clarity of reporting at each level from CESIS all the way up to Council would be part of such assurance;
4. clarified definitions of what constituted a high-risk project and the additional safeguards, assurances and triggers to escalate to Finance Committee or Council this required, irrespective of financial cost;
5. balancing the required agility with the proposed assurance requirements was key, to ensure the latter was proportionate and risk-based, to avoid a system which militated against the intended agility sought.

Resolved
To approve the proposed raised capital expenditure and related approval thresholds as set out in the item and introduction of approval powers for Finance Committee, subject to providing additional information to Council on proportionate, risk-based mechanisms in place to merit the raised thresholds and removal of default Council approving authority for capital projects.

CUC Higher Education Governance Code (September 2020) (C.20-21/18)

Council considered a paper on the CUC HE Governance Code (September 2020) and implications for the University’s governance arrangements.

The Acting University Secretary reported that:

1. the purpose of the paper was to; [a] summarise the six elements of the new Committee of University Chairs (CUC) HE Code of Governance (2020), key differences from the 2014 version and [b] identify areas from Council may wish to strengthen or fill gaps in its application of the new Code;
2. whilst York’s corporate governance was considered sound in the context of the Code the paper identified by exception areas where the University’s Council and committee
arrangements could be strengthened, including in relation to Equality, Diversity and Inclusion monitoring and oversight, academic governance and risk oversight and the relationship with the Senate, and the need for a full effectiveness review.

20-21/050

Resolved

To endorse proposals for a Council and sub-committee effectiveness review, with independent external input as would be desirable and required under Element 5 of the Code, noting the timescales in the context of a range of priorities assigned to the Acting University Secretary and for University senior management and Council members.

Section 4: Sub-committee Summaries and Meeting-related information (Items C.20-21/)

20-21/051


Council Meeting Agenda Business Cycle Q1-Q2 2020/21: (C.20-21/28)

20-21/052

Council noted the updates to its Agenda and Business Cycle for Q1-Q2 of 2020/21.

The student and staff Council members (including the Vice-Chancellor and President and Deputy Vice-Chancellor and Provost), the Acting Secretary to Council and other attendees left the meeting.

Reserved Business Matter (Oral Report)

20-21/053

The Chair of Council took the opportunity to provide the lay members of Council with more detailed feedback on the Vice Chancellor’s performance against his objectives established upon his appointment.

Dr Adam Dawkins
Head of Governance and Assurance
Acting Secretary to Council
December 2020