COUNCIL
Confirmed Minutes of the Meeting held on Wednesday 16 December 2020 at 0930hrs by videoconferencing.

Meeting Attendance

Members present: Denise Jagger (Chair and Pro-Chancellor)
Dr Pürnur Altay
Philip Carpenter (Pro-Chancellor)
Professor Simon Best
Dr Rachel Curwen
Andy Durrant
Lindsey Fussell (Deputy Treasurer)
Professor Charlie Jeffery (Vice-Chancellor and President)
Professor John Loughhead
Judith McNicol
Amanda Nevill
Patrick O'Donnell
Briana Pegado
Professor Duncan Petrie
Richard Sommers
Professor Jo Swaffield
Professor Saul Tendler (Deputy Vice-Chancellor and Provost)
Chris Thompson (Treasurer, Pro-Chancellor and Senior Independent Lay Member)
Professor Kiran Trehan

In attendance: Dr Adam Dawkins (Acting Secretary and Head of Governance and Assurance)
Rebekah Desport (For Minutes 20-21/055-)
Dr Joss Ivory (Director of Human Resources and Acting Head of Professional Services)
Jeremy Lindley (Finance Director)
David Watson (Council Member Elect)

Apologies: Professor Neil Audsley, Dr Philip Rycroft

Section 1: Standing Items

20-21/055 The Chair reported that the session was insightful and hoped that Council members found it informative, and that we hoped to invite a range of speakers to informal sessions ahead of Council meetings to prompt members' strategic reflection and horizon scanning. In addition, we planned to allot time at all core Council meeting from March 2021 for open strategic discussions, including break outs where this was suitable, on specific activities, so Council could inform strategic developments and initiatives at a stage prior to approval.

Apologies and Welcomes (Oral Report)

20-21/056 The Chair noted apologies for the meeting, and welcomed Andy Durrant to his first meeting of Council since election, from a pool of 11 candidates, on Monday 14 December 2020 as the Professional Support Staff representative succeeding Sam Bayley for a three-year term until 13 December 2023.
Andy observed that he was delighted to join Council and had considered the commitments and responsibilities seriously prior to standing for election. As Head of Estates Operations and Maintenance, Andy had worked at the University for more than one decade in facilities management, and previously worked for organisations in similar positions, including UPP, the Cabinet Office, Sunningdale Park/College and DEFRA’s York Office.

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

Council noted:
1. the standing declarations of interest for certain members on the USS pension scheme, should it arise at any stage during the discussion, and the Acting Secretary’s conflict of interest with regard to the subsequent agenda item on the Appointment of Secretary to Council;
2. that the Chair of Council had been given approval to be Covid-19 tested at the University’s LFD facility, which was relevant to the Vice-Chancellor’s Report which addresses this matter and the small number of positive cases record.

Appointment of Secretary to Council (C.20-21/29)
The Acting Secretary absent himself from the virtual meeting for discussion of this item.

The Vice-Chancellor and President reported that Dr Adam Dawkins’s title had changed from Head of Governance and Assurance to University Secretary to reflect the additional responsibilities he was assuming, drawn in part from the Secretary portfolio of the former Registrar and Secretary. The substantive role would report directly to the Vice-Chancellor and President, and the Chair of Council for the sub-role of Secretary to Council.

The Chair of Council reported that the proposal had her full support. A formal Council resolution was required as the Secretary to Council role responsibilities was an appointment of Council.

Resolved:
To approve the appointment of Dr Adam Dawkins as Secretary to Council, and in doing so, note that:
1. the role-holder of Secretary to Council would, ex officio, be Secretary to both the Court and the Senate of the University. This is a logical variation of Statute 14 of the University (Registrar and Secretary). This Statute, along with many other cosmetic and terminological challenges would be proposed for amendment or removal as part of the review of the Charter and Statutes;
2. the role reported directly and jointly to: [a] the Vice-Chancellor and President in relation to the substantive role of University Secretary and Secretary to Senate (but is not a ‘senior post-holder’ as defined in the University’s senior staff remuneration governance framework) and [b] the Chair of Council with regard to the role’s Secretary to Council responsibilities.

Council Minutes: 10 November 2020 (C20-21/30)

Council confirmed the Minutes of the Meeting on 10 November 2020 as an accurate record.

Matters Arising not covered elsewhere on the Agenda (C20-21/31)
The Secretary reported that as this was an additional meeting of Council, the full action tracking grid would be updated and circulated for Council’s March 2021 meeting. The following key points were noted:
1. Membership, nominations and related matters:
   a. a prospective lay member with significant academic credibility and HE leadership experience had been identified, with whom a sub-group of Nominations Committee plan would meet in the New Year. Any recommendation arising from this would be brought to Council for decision;
   b. as Senior Independent Lay Member, Chris Thompson was facilitating an evaluation of the

1 Statute 14.1: The Registrar and Secretary shall be ex officio the Secretary of the Court, the Council and the Senate.
Chair, inviting feedback on a range of measures and attributes. Feedback would be distilled and feedback to the Chair and Council at its January 2021 meeting;
c. the Secretary would present a draft scope for the Council and sub-committee effectiveness review to Council’s January 2021 meeting, with relevant aspects supported by external facilitators.

2. Scheme of Delegation: Capital Expenditure Approvals Assurance Arrangements: Council noted the assurance provided to underpin the previously approved 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 impact on Finance Committee’s terms of reference and reporting would be proposed in consultation with the Chair, members and attendees.

3. University Seal signatories: Section 20 of the Financial Regulations requires one or more signatories to be sealed by one or more of the: Vice-Chancellor and President, Deputy Vice-Chancellor and Provost, Finance Director, Registrar and Secretary and Treasurer. For expediency, this list now required amendment and expansion of the signatory pool.

Action: AD

20-21/064 Resolved: To approve amendments to Section 20 of the Financial Regulations, and the Scheme of Delegation to remove the role of Registrar and Secretary as a signatory to the University Seal, and add the University Secretary, Chief Operating Officer and Director of Technology, Estates and Infrastructure as new signatories.

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

Vice-Chancellor’s Report (C20-21/32)

20-21/065 Council noted the Vice-Chancellor’s Report.

20-21/066 The Vice-Chancellor reported that:

1. a phased and staggered return to teaching from 04 January 2021 was scheduled, starting with students on programmes which required an on-campus presence including clinical and health-related and some other professional programmes, which would be supported by the Lateral Flow Device (LFD) testing of students (launched on-campus on 30 November 2020) on their return;

2. the Office for Students (OfS) had announced additional hardship funding of £20m, of which the University's share was in the region of £400k to be distributed through the Emergency Support Fund. Whilst the government support was welcome, it was overdue and modest. The University had also introduced an enhanced support package for self-isolating students over the festive period, including festive hampers. In turn, the strength of the University-York City Council relationship had led to an agreement that students who were unable to undertake part-time work due to self-isolating would be eligible to access a government payment support scheme;

3. a public announcement had recently been made in relation to the University’s partnership with CITY College, Thessaloniki;

4. the implications for the University of the UK’s exit from the EU on 31 December 2020 was being prepared for, including around procurement of general and specialist supplies; financial risks including currency and insurance; data issues and most importantly, advising and supporting staff and students in relation to the operation of the settled status scheme. The role of the UK in being able to access EU research funding, and student mobility exchange programmes, including the Erasmus+ scheme were also to be determined;

5. following the naming due diligence process and a compelling case, the UEB had agreed that one of the new Campus East Colleges would be named ‘Anne Lister College’, and that Biology Blocks R and T would be named the ‘Deborah Smith Building’ to honour and acknowledge an outstanding contribution to the University.

20-21/067 Council observed that:
1. it commended the work undertaken by all university colleagues in supporting and delivering teaching and learning, student support, approval and operating the LFD on-campus testing facility, and the positive outcomes of engagement with City of York Council to enable eligible students to apply for self-isolation payments;

2. local trade union relationships remained productive and constructive.

---

**Covid-19 Finance Update (C20-21/33)**


20-21/069 The Finance Director reported that:

1. the upside of the MTP was based on

2. the overall November 2020 MTP income and expenditure impact was , with a best-case of and worst-case of which excluded any USS or UYPF movements;

3. the MTP 2020/21 was built to achieve a margin protection

4. business critical expenditure monitoring had seen decreases for each of invoice and purchase orders, reduced payments,

---

20-21/070 Council observed that:

1. the recruitment pause was positive for expenditure, with assurance provided that approximately had been set aside for hiring teaching and research staff to enable the Deans to target additional faculty academic staffing resources. Over half of the total sum was allocated to Social Sciences as the Faculty which had seen a significant increase in student numbers. Despite the need for short-term resource allocation, the Deans had been asked to appraise longer-term workforce planning and investment options across the faculties;

2. the best-case for deposits was a modest figure as it reflected additional January 2021 students only, and not all revenue associated with this cohort of recruits would be realised in 2020/21;

3. the significant sensitivity around a ‘best estimate’ position for MTP deviation was recognised, but provided as well-informed intermediary position as possible given the uncertainty;

4. it was confirmed that the downside worst-case of for direct research was based on an assumption of reduced new grant income not being available and the lost contribution of this;

5. Audit and Risk and Finance Committees had taken considerable comfort from the rigour with which the MTP development had been approached, and Council commended the Finance Director and colleagues for the dynamism of the model and clear assessment of risk.
Corporate Risk Management Update (C20-21/34)

20-21/071 Council considered the corporate risk management update report.

20-21/072 The Director of Planning and Risk reported that:

1. work had begun to map professional support and faculty risk to the corporate risks, as well as assurance on the management of risk provided through the internal audit programme, which would be followed by a mapping of wider internal assurance sources;
2. additional development and engagement would be considered for Heads of Professional Services and Departments, to support them in assessing risk, recognising that risk was being assessed and managed by colleagues effectively on a daily basis, but the strategic evaluation of it in relation to the University's corporate risk profile was key;
3. whilst the work was planned to strengthen our current risk management and governance arrangements, the corporate risks were likely to evolve and be adjusted as the University strategy was developed and its objectives and Key Performance Indicators (KPIs) were defined and monitored. Council would wish to play a key role in reviewing the University's risk appetite.

20-21/073 The Chair and Chair Elect of Audit and Risk Committee observed that:

1. it was assured on the progress being made which had built on the work undertaken to develop and implement the risk management framework to date;
2. the importance of ensuring bottom-up risks connected to the corporate risks was key and the proposed work was endorsed, to ensure that the right high-level risks were being identified and managed;
3. the overlay of the internal audit programme areas would provide a foundation for a wider assurance map;
4. the critical interconnectedness of risk appetite and strategic objective setting and review could not be underestimated, particularly in a context where most of the University's corporate risk scores exceeded risk appetite;
5. further discussions are underway to define more clearly with the Director of Risk, University Secretary and Chair of Audit and Risk Committee about how risk is discussed at Council level, the role of deep dives, Audit and Risk Committee, UEB and the role of Risk Review Group as the arbiter of risk escalation to UEB and beyond.

Action: RD, DW, AD

20-21/74 Council observed that:

1. the linkage between strategy and corporate risk and how the levering of risks could advance as well as threaten strategic objectives was emphasised. Council should be given the opportunity to reconsider the risk appetite for key corporate risks in the future, noting that it was acceptable for appetite to be high in areas where we needed to innovate and create a step-change, but that for to be a shared position;
2. join-up between local, departmental and strategic risks was endorsed as well as development to ensure a more consistent and less subjective approach to risk assessment, whilst ensuring departmental risks which may be temporarily high-profile and impactful were not unduly escalated to the corporate profile for the short-term;
3. avoiding developing multiple tools and visuals a heat map of how risks were shifting was an option, as it was more dynamic than a dashboard approach. It was agreed that if any Council members had resources from their executive and non-executive settings which could be shared, that would be useful;
4. a related point was how assurance on health and safety and non-compliance with statutory and regulatory breaches, or those who had impacted the University could be addressed, The University Secretary would explore this further with the Head of Legal Services and other colleagues in the Chief Operating Officer’s (COO) portfolio.

Action: AD

20-21/75 Resolved:
To endorse the direction of travel and next priorities for corporate risk management, and welcomed an update at its March 2021 meeting.

Section 3: Policy and Regulatory Matters

<table>
<thead>
<tr>
<th>20-21/76</th>
</tr>
</thead>
<tbody>
<tr>
<td>20-21/77</td>
</tr>
<tr>
<td>20-21/78</td>
</tr>
<tr>
<td>20-21/079</td>
</tr>
</tbody>
</table>
Section 4: Sub-committee Summaries and Meeting-related information (Items C.20-21/)


Dr Adam Dawkins
Secretary to Council
January 2021