COUNCIL
Confirmed Minutes of the Meeting held on Monday 25 January 2021 at 1400hrs by video-conferencing

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 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 (Secretary to Council)
Dr Joss Ivory (Chief Operating Officer)
Jeremy Lindley
Professor Matthias Ruth (Pro-Vice-Chancellor for Research - Minutes 20-21/083-098)
Mike Richardson (Director of Estates Development - Minutes 2021/95-98)
Stephen Talboys (Director of Technology, Estates and Facilities - Minutes 20-21/95-98)
David Watson (Council Member Elect)

Apologies: Professor Neil Audsley, Professor Jo Swaffield.

Section 1: Standing Items

Apologies and Valedictions (Oral Report)

20-21/083 The Chair noted:
1. apologies for the meeting. This included Professor Neil Audsley who had stood down from Council with immediate effect following the announcement that he would be leaving the University to take up the position of Deputy Dean of the School of Mathematics, Computer Science and Engineering at City, University of London. Neil was thanked on behalf of Council for both his leadership as Head of the Department of Computer Science, and contribution as a Senate nominee on Council, and was wished the best of luck in his new position. The Vice-Chancellor and President would consider and seek Senate approval for a Senate nominee on Council to succeed Neil;
Action: CJ/AD
2. thanks to Richard Sommers, for whom this was his last meeting as a Council member, and for his major contribution to the work of Council for two and a half years, and as Chair of
Audit and Risk Committee (ARC). Richard would be remaining as a co-opted member of ARC (i.e., as an external member in a non-Council member capacity) likely up until its May 2021 meeting, which would be under the chairship of David Watson as incoming Council member from 01 February 2021.

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

20-21/084 Council noted:
1. a standing interest declared by several UEB Council members and attendees who were members of USS, in the event that this was discussed;
2. an indirect interest was declared by David Watson in relation to Item 2.3 of the agenda

Council Minutes: 16 December 2020 (C20-21/42) and Matters Arising not covered elsewhere on the Agenda (Oral Report)

20-21/085 Council confirmed the Minutes of the Meeting on 16 December 2020 as an accurate record, and noted no substantive Matters Arising not covered elsewhere on the Agenda.

Nominations Committee Matters (C.20-21/43)

20-21/086 Council considered a Nominations Committee report on Council and committee membership related matters.

20-21/087 Resolved:
To approve:
1) the appointment of Professor Dame Vicki Bruce as a lay member of Council with effect from 01 February 2021 for an initial two-year term, as set out in the paper;
2) acceptance of a technical breach of Statute 11 on Council membership based on the assurances provided and informed by legal advice sought, as set out in the paper;
3) the appointment of the Chief Operating Officer as chair of the Equality, Diversity and Inclusion Committee, and the Academic Registrar as permanent co-chair of the Student Life Committee with the President of the Students’ Union. These appointments were with immediate effect;
4) the appointment of Professor Una Macleod as Neil Audsley’s replacement as a Faculty of Sciences Head of Department representative on Finance Committee.

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

Vice-Chancellor and President’s Report (C20-21/44)

20-21/088 Council considered the Vice-Chancellor and President’s Report.

20-21/089 The Vice-Chancellor and President reported that:
1) Covid-19: the case rate had multiplied by approximately 10 in the City of York between the middle of December 2020 and early January 2021. Asymptomatic covid-19 testing had resumed on campus for returning students, and staff required to be regularly on-campus. An agreement with the City of York had enabled testing to be provided for the wider city community, along with York St John University’s facility;
2) following the national lockdown announced on 04 January 2021, the UEB took the decision to move all teaching online for the entirety of the Spring Term, excepting students in exempted professional subjects such as medicine, nursing, social work and teaching. Such decisions, whilst difficult to make and not taken lightly, provided clarity and consistency for the student body, noting the changing position by DfE, and continued to take full account of OfS conditions in respect of academic quality and standards and student consumer protection. The Vice-Chancellor and President had recently held a briefing meeting with OfS representatives on 15 January 2021 to guide them through the University’s approach to student support in the Spring Term 2021. As required by OfS of all registered providers, the University would undertake a review of its 2020/21 compliance with ongoing registration condition C1 on student consumer protection. This review outcomes would be reported to the 03 March 2021 Council meeting;

3) the DfE had launched its Post-Qualifications Admissions (PQA) reform consultation on 21 January 2021 for response by 13 May 2021, the purpose of which was to seek views on the viability of changing the model and timing of current HE admissions in England;

4) the Skills for Jobs White Paper had also been launched, including setting out a commitment for a Lifelong Loan Entitlement for four years of post-18 education from 2025. Government had also produced a short, interim, delayed response to the Augar Review. However, no major recommendation or decisions had been made in the government responses which would fundamentally transform the post-18 landscape for the better;

5) the Secretary of State for Education had also written to the OfS to set out the allocation of HE teaching funding for 2021-22 which included a 50% reduction of funding of non-STEM high-cost subjects, such as creative arts, media and archaeology. Additional funding of £25m for student hardship was provided (of which £20m related to the existing Student Premium Funding stream).

Council observed that:

1) emerging patterns from the recent raft of government consultations which were not fully joined-up, included fiscal constraints and further cost savings and a worrying sense of post-18 education being driven by graduate employability, and a narrative in relation to low-value degrees;

2) the DfE’s significant reduction in funding for high-cost subjects in creative fields overlooked the major contribution of the UK creative industries to global, national and local economies, and may exacerbate an existing skills-shortage in these fields. This government view was based on the false assumption that the creative arts, media and archaeology were humanities-based when they contained and were integration with STEM subjects and skills. Growing student and industry demand for the BSc and MSc programmes offered in Theatre, Film, Television and Interactive Media was one indicator of this;

3) the associate status of the UK to Horizon Europe would enable the UK to retain access to calls for research funding under the scheme on roughly the same basis as EU member states. However, the uncertainty to date had had an adverse impact on UK HE participation in the Scheme. This, combined with what may be a reduction in national research funding opportunities, did not augur well for HE research funding. An optional session for Council on REF 2021 would be convened once the REF 2021 submission had been made, to provide Council with an overview of the framework and strategic headlines of the University’s return;

Action: MR/AD

4) the proposed development of three new Schools was positive, and the potential for new interdisciplinary programmes, research as well as new ways of working across disciplinary and functional boundaries. The increased focussed on faculty-led rather than almost 30 departmental dialogues with central professional service directorates, would be enabled by assigning faculties as primary financial planning units.

Strategic Framework Proposal: Next Steps (C20-21/45)

Council considered the Strategic Framework Proposal paper.

The Pro Vice-Chancellor for Research reported that:

1) Council approval was sought for the proposed approach to the next stages in University
Strategy development. This centred on the five previously approved strategic aims forming the basis and title for the thematic strategies: Research with relevance and reach; Ethical and empowering education; Positive and productive partnerships; Lasting legacies and the enabling strategy of Agile, able and aligned. This integrative approach moved away from a traditional university strategy, where themes centred on portfolios such as teaching and learning, research, internationalisation etc, and was intended to embody and exemplify a University principle to work across boundaries;

2) engagement to engender a sense of University ownership of the University Strategy was key, so that the strategic objectives of which there would be up to three per thematic strategy, and the implementation plans stemming from them, were shared and colleagues had a stake in their delivery;

3) strategy cross-disciplinary teams would develop the thematic strategies, embedding of the principles, and developing a set of high level-objectives and accompanying KPIs. Each would be chaired by the relevant UEB member, with wider membership including both PSS and academic colleagues, finance, experts with knowledge and insights, students and stakeholders involved in the delivery, and representation from relevant committees, including Senate. An informed Critical Friend Panel would provide assurance and test that the proposed objectives would deliver the strategic aims and uphold the strategic principles in practice.

20-21/093 Council observed that:

1) it supported the integrative approach proposed which itself would model collaboration, but noted the acknowledged caution in the report about avoiding complexity. The importance of ensuring that the model would not create barriers to staff and student understanding of the Strategy’s purpose, during iterative engagement (rather than closed, time-bound consultation) and delivery would be key. The clarity and measurability of the implementation plans would be important for this purpose;

2) an alternative model was posited, where the strategic principles as agreed become the focus of the objectives and the delivery to foreground their importance in a University for the public good;

3) the reference to SMART strategic objectives rather than those which were too high-level to be identified and measurable was supported, as was accompanying KPIs;

4) it was recognised that there would be existing strategies (or clusters of activities couched as a strategy or plan) which do not fit with the overall University strategy framework. There should be an institutional appetite to expect this to be the case, and that where it was, to reduce or halt such activities where they were not contributing to the core business of the University. Whilst this was challenging, not doing so would divert finite focus and resources from delivery;

5) the governance framework for strategy approval and ongoing monitoring across key bodies was useful. Confirming that UEB would be the final arbiter to resolve differences of opinion on a way forward for the Strategy would be useful, to avoid any delays to implementation;

6) the iterative approach to engagement and approval of the next stages of strategy development was noted. The ambitious timetable for final approval of the strategic objectives may require additional Council consideration outside the current meeting cycle, although presenting final high-level objectives and the thematic strategies overview to the May 2021 Council was scheduled.

20-21/094 Resolved:
To approve the Framework, subject to further engagement and consideration of Senate and other bodies and groups as set out in the paper.
Council considered the Medium-Term Plan (MTP) for 2020-21 to 2024-2025 as presented by the Finance Director and the Treasurer.
20-21/100 Council observed that:
1) it acknowledged adherence to the three principles that had informed the basis for preparing the MTP, and that these still remained relevant for the purpose of approving the Plan;
2) the increase in free cash generated was supported, leading forecast by 2024-25. All stakeholders would benefit from greater strategic ambition and transparency with regard to such targets;
3) it thanked and commended the Finance Director, team and wider University colleagues for their role in developing a tactical and dynamic MTP during a time of significant uncertainty.

20-21/101 Resolved:
To approve the Medium-Term Plan for 2020-21 to 2024-25 on the endorsement of UEB and recommendation of Finance Committee.

Section 3: Policy and Regulatory Matters


20-21/102 Council considered the audited full annual financial accounts for 2019/20 and the OfS annual financial return workbook for 2020 (comprising elements of the annual financial accounts and MTP).

The Finance Director, Treasurer and Chair of Finance Committee and Chair of Audit and Risk Committee reported that they were mutually appreciative of all final comments on the audited annual accounts for 2019/20.

20-21/103 Council observed that it commended such a coherent annual report, representing the University’s significant strategic and civic achievements during an exceptionally challenging twelve-month period, and the strategic and tactical interventions in place to mitigate a reduction in income, an increase in expenditure and resulting decline in free cashflow in the 2019/20 period, as would be facing the majority of the HE sector, and provide a sound basis on which a ‘going concern’ opinion has been provided for the year ahead and beyond.

20-21/104 Resolved:
To approve:
1) the audited final annual accounts which had been reviewed by Audit and Risk and Finance Committees and formally recommended to Council by Audit and Risk Committee;
2) delegation of authority to the Chair of Council to sign the external auditor representation letter on behalf of Council, informed by the finalised external audit year-end report for 2019/20, which were provided on the Category II agenda for this meeting;
3) the annual financial return workbook for 2020, as part of the wider annual financial return also comprising elements of 1 and 2 for submission to the OfS by the 31 January 2021 deadline.

Audit and Risk Committee Annual Report 2019/20 (C.20-21/49)

20-21/105 Council considered the finalised Audit and Risk Committee annual report for 2019/20, as recommended by the Committee to Council and the Vice-Chancellor and President.

20-21/106 The Chair, Chair Elect of Audit and Risk Committee and Secretary to Council reported that the report provided comprehensive coverage of the in-year business of the Committee at a
time of considerable change, including of the Committee’s own membership. Production of an annual report was no longer required for external submission to the OfS, but the CUC HE Audit Committee Code of Practice (2020) required continued production of an annual report to Council and the Vice-Chancellor and President, timed to support the preparation of the published financial statements. As the Secretary had identified in the Audit and Risk Committee effectiveness review recommendations, consideration should be given on how to make such as annual assurance exercise more engaging for Council and other recipients of its findings and opinion, which need not be constrained by the three-part opinion of the Committee previously set out by HEFCE as a conclusion to the Report.

**Action: AD/DW**

**20-21/107**

Resolved: To note the Report and accept the opinion of Audit and Risk Committee that the University has adequate and effective arrangements in place for risk management, control and governance, economy, efficiency and effectiveness (Value for Money) and the management and quality assurance of data submitted to external bodies.

Council-Governance Effectiveness Review: Scope (C.20-21/50)

20-21/108 Council considered the Council-Governance Effectiveness Scope.

20-21/109 **Resolved:** To approve the proposed scope and timescale for the Council-Governance Effectiveness Review.

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

20-21/110 Council noted that Council sub-committee summaries were not provided to this meeting on the basis that it was additional to a core meeting.

20-21/111 The GSA President observed that it would be informative for Council if a standing report or update from each of the Students’ Union presidents could be presented to each of its core meetings. It was agreed that inclusion of a short summary of key points could be provided by the two presidents within the Vice-Chancellor and President’s Report, given the horizon-scanning focus of the Report, as an effective way of providing regular updates to Council, with the two presidents invited to speak to those elements and field questions of the other Council members. This would be followed up for the next Council meeting.

**Action: AD/PA/POD**

UEB attendees at Council (i.e., those UEB members who were not Council members) left the meeting at this stage.

**Chair Review Feedback (Oral Report – Reserved Business)**

Minutes 20-21/112-113 are Reserved Business.

Dr Adam Dawkins
Secretary to Council
February 2021