COUNCIL

Confirmed Minutes of the Meeting held on Wednesday 22 January 2020 at 0930hrs in Room CPD Suite Room RCH/103, First Floor, Ron Cooke Hub, Campus East.

**Members Present:** Denise Jagger (Chair and Pro-Chancellor), Dr Pürnur Altay, Mr Sam Bayley, Philip Carpenter (Pro-Chancellor), Professor Simon Best, Dr Rachel Curwen, Dr Karl Dittrich, Mrs Lindsey Fussell, Professor Charlie Jeffery (Vice-Chancellor and President), Professor Caroline Hunter, Ms Samara Jones, Professor John Loughhead, Judith McNichol, Amanda Nevill, Professor Duncan Petrie, Professor John Robinson (Pro Vice-Chancellor, Learning, Teaching and Students), Mr Richard Sommers, Professor Saul Tendler (Deputy Vice-Chancellor and Provost), Chris Thompson (Treasurer).

In attendance: Jo Horsburgh (Registrar and Secretary), Dr Adam Dawkins (Head of Governance and Assurance), Dr Wayne Campbell (Academic Registrar – for Minutes 19-20/99-102), Joan Concannon (Director of External Relations - for Minutes 19-20/86-88), Rebekah Desport (Director of Planning – for Minutes 19-20/78-84), Jeremy Lindley (Finance Director), Roxanne Pendlebury (Interim Director of Marketing, Recruitment, Admissions and Outreach for Minutes 19-20/86-88), Professor Martin Smith (Special Adviser, Strategic Projects – for Minutes 19-20/78-82), Stephen Talboys (Director of Estates and Campus Services - for Minutes 19-20/89-92), Dr Philip Rycroft.

**Apologies:** Professor Neil Audsley.

### Section 1: STANDING ITEMS

19-20/068 Council noted apologies for absence recorded at the start of the Minutes.

19-20/069 Council welcomed:

i. Professor John Loughhead to his first meeting of Council as a lay member since his appointment on 01 November 2019;

ii. Dr Philip Rycroft, who was in attendance at the meeting, subject to final approval of his appointment as a lay member of Council from No 10 Downing Street and the Advisory Committee on Business Appointments (ACOBA), as a requirement reflecting his former recent career as a senior civil servant;

iii. Professor John Robinson, Pro-Vice-Chancellor (Teaching, Learning and Students) who succeeded Professor Debbie Smith as the Senate PVC appointee on Council.

19-20/070 Council noted the declarations of several members’ and attendees’ interest:

i. the Universities Superannuation Scheme (USS) as referenced in the Vice-Chancellor’s Report;

ii. Sam Bayley was a Fellow of Halifax College, and his spouse was an outgoing Fellow, in relation to item 3.3 on the College Model Constitution.

**Council Minutes: 12 November 2019 (C19-20/28)**

19-20/071 Council approved the unreserved minutes of its meeting on 12 November 2019 as an accurate record.

**Action Tracking and Matters Arising not covered elsewhere on the Agenda (C19-20/29)**

19-20/072 The Registrar and Secretary reported the following actions, and matters arising not covered elsewhere on the agenda:

i. the Safeguarding Policy and Framework would be considered and proposed for approval by Student Life Committee on 30 January 2020.

**Nominations Committee Update and Proposals (Oral Report)**

19-20/073 Council considered an update on the nominations matters in Council sub-committees.
### 19-20/074

**Resolved:**

**To approve the appointment of Professors Nicky Milner (Department of Archaeology, Arts and Humanities) and Mark Freeman (TYMS, Social Sciences) as Faculty Head of Department representatives on Finance Committee until July 2022.**

### Vice-Chancellor’s Report (C19-20/30)

19-20/075

The Vice-Chancellor and President reported that:

i. he would be visiting Maastricht with the Deputy Vice-Chancellor and Provost at the end of the month to celebrate the success of the York Maastricht Partnership (YMP) at a key milestone in the UK’s relationship with the EU;

ii. The University and College Union’s (UCU) HE committee would hold its next meeting on 24 January 2020, from which it would be determined if there would be further strike action in relation to pay, pension, conditions and equality, which could amount to up to 14 more days’ action in February or March 2020, as well as ongoing action short of a strike (ASOS);

iii. the second report from the Joint Expert Panel (JEP2) on the Universities Superannuation Scheme (USS) was published on Friday 13 December 2019. The Report revisited a number of fundamental areas linked to USS, or areas not clarified in the first JEP Report from September 2018, including the key principles underpinning the approach of UUK and UCU to the valuation of the USS fund, shared valuation principles, possible alternative pathways to the valuation methodology and changes to the governance framework;

iv. several phased consultations with employers were planned by UUK across January to July 2020, which would require Council oversight or continuation of the delegation of the authority from Council to the Urgent Decisions Group (UDG) to approve submissions on behalf of York. The first consultation had already been launched and was intended to seek responses from employers to the JEP2 report, the 2020 valuation, long-term sustainability of the scheme and initial views to inform the valuation;

v. he and the Director of HR were engaged in sector discussions at UUK and UCEA in relation to the pay and pensions matters, and constructive relations continued with the University’s local UCU branch;

vi. a letter had been issued to Council via the Finance Director dated 29th August 2019 on the back of his periodic meeting with the University of York Pension Fund (UoYPF) trustee board in which the Trustee had raised concerns around the status of negotiations in relation to the USS and its impact on the strength of the University’s covenant, of which the Trustees of UoYPF would wish to formally review the strength as part of its upcoming valuation of the Scheme at 31 July 2020. The Finance Director had responded to the concerns and that the actuary for UoYPF would attend the next meeting of Finance Committee, in order that the implications of the USS position for the sector, York and any impact on the UoYPF valuation could be more fully understood;

vii. successes to celebrate included York Structural Biology Laboratory (YSBL) attaining the Queen’s Anniversary Prize on 21 November 2019, about which Council received information and an overview at its 21 January 2020 visit to YSBL. Other congratulations include the Blavatnik Family Foundation and New York Academy of Sciences Chemistry Laureate to Dr Kirsty Penkman for her work in fossil dating;

viii. former Council member and previous Chief Executive of the Joseph Rowntree Foundation, Julia Unwin, was congratulated on receiving a Damehood in the 2020 Queen’s New Years Honours List;

ix. Chris Skidmore MP, the Minister of State for Universities, Science, Research and Innovation, was visiting the University on 23 January 2020 as part of a focus on providers in the North of England.

19-20/076

The Deputy Vice-Chancellor and Provost reported that he had visited City College, Thessaloniki to visit staff and students in mid-January 2020, as an outcome of a potential opportunity for the University to enter into a partnership with the College, including an AMBA-accredited MBA programme delivered through its Executive Development Institute (EDI). The opportunity had arisen as the University of Sheffield was withdrawing from the partnership with the College which had been in place since 1993 to deliver its degrees. The geographical positioning of Thessaloniki
links it into the Balkan region, where it has a number of hubs. A full update would be provided to Council for its ultimate consideration and approval in coming months, following further consideration and due diligence of the partnership by UEB, noting that the University was progressing discussions with the College in strict confidence at present.

19-20/077 Council **observed** that:

i. the potential to grow and extend the strategic relationship of YMP was supported, to build on the forthcoming joint Master’s programme in Sustainability between York and Maastricht, and the potential for collaboration on bioeconomy matters with Maastricht’s Centre for Healthy Eating and Food Innovation (HEFI) at its Venlo Campus and biochemistry at its Chemelot campus. The University had also participated in the lessons learned conference hosted by Maastricht following its recent ransomware attack;

ii. an update on the student learning impact of the December 2019 strikes would be informative. The Pro Vice-Chancellor (Teaching, Learning and Students) had issued guidance on a stepped approach to mitigation of the impact of the strikes, including that departments identify alternative learning opportunities for contact hours lost. 776 hours of teaching, representing 13.6% of all classes, were cancelled. The following departments all had more than 40 hours cancelled: English, History, Language and Linguistics, History, Sociology, Politics, Law, Management, Social Policy and Social Work and the International Pathway College (IPC). For the majority of cancelled teaching, no assessment change was necessary. In the few cases where necessary, assessments were altered, so there is no damage to robust assessment or student progression. The problem-based learning (PBL) model in York Law School was cited as an example of where learning was not dependent on teaching staff direction, and which mitigated against lost contact hours. The briefing provided to Heads of Department on managing the impact of the strike action on the student experience was commended by one Council member;

iii. a petition had been signed by a number of students seeking financial compensation for the loss of learning as a result of the strike, whilst many students supported the lecturers, noting that many Graduate Teaching Assistants (GTAs) held dual roles as employees and PGR students;

iv. any prospect of a One Yorkshire devolution deal remained uncertain post-election, but the potential existed to build an innovation ecosystem in York and North Yorkshire, to develop a world-leading presence in bioeconomy innovation, in which the University and its centres and collaborations would be key through BioYork, the Biorenewables Development Centre (BDC) BioVale, Askham Bryan College, and local companies such as Fera Science. It was important that the University’s influence reached into Leeds and West Yorkshire more widely, including in relation to strengths in media and digital innovation. Council would be kept apprised of any devolution developments and the potential opportunities presented for the University.

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

**Strategic Vision for York (and Strategic Development Proposal (C.19-20/31)**

19/20/078 Council **considered** the draft Strategic Vision and the strategic plan development process.

19-20/079 The Vice-Chancellor and President **reported** that:

i. the draft Strategic Vision had been developed through an extensive consultation which commenced with his appointment in September 2019, including UEB and Council Away Days, his inaugural address, meetings with 36 academic and PSS Departments, the HoDs forum, Senior Leaders and significant student engagement, along with discussion with local HE and FE providers, including the Board of Governors of York St John University;

ii. the outcome of the consultation was the production of a high-level set of key principles, pivoting around the University’s purpose for the public good and a community of shared purpose, resting on the quality of research and the experience of our students at York. The economically instrumental rationale for the University was restricted to our role in economic growth in performing our public good role, and in terms of employability and salary outcomes for York graduates;
iii. the University’s ability to collaborate, by working across disciplinary boundaries, and breaking down barriers to access to, and engagement with the University, were key traits traced in the Strategic Vision, with a stance where the University engaged and learned from others rather than a paternalistic position of reaching out and letting people into the University context;
iv. public good with international reach was set out in the Vision, as meaning much more than international student recruitment, but far-reaching global partnerships and citizenship through the University’s education and research, exemplified through the evolving strength of YMP, online education to those who can benefit from a York education but may not be able to access it on-campus, and York’s impact through the Global Challenges Research Fund (GCRF);
v. environmental sustainability would be built into all aspects of York’s activities as a comprehensive response to a global emergency, including in research, teaching and our own estate, operations and choices;
vii. the Strategic Vision should be regarded as primarily an internal document until the conclusion of the strategic planning process by Summer 2020, with final sign-off sought from Council at its 29 July 2020 meeting. Next steps sponsored by the Special Adviser (Strategic Projects).

19/20-080

The Special Advisor (Strategic Projects) reported that:
i. the programme management model to develop the strategic plan objectives was structured around a Programme Sponsor (the Special Advisor Strategic Projects), a Programme Board to oversee the programme of work, project scopes, eight strategic and three cross-cutting working groups, each with a Project Sponsor and Project Lead responsible for delivery of each project;
ii. the work was not intended to arrive at a detailed implementation plan, but a clear direction of travel for where the University wanted to be by 2030 and the key policy and resource implications, milestones, KPIs and actions to be taken once the strategic plan was approved by Council;
iii. the working groups were tasked with identifying bold objectives by March 2020 to enable further consultation and development, and subsequent assessment of the interdependencies of activities and objectives across groups;
iv. the proposals would be brought back into the wider community for consultation, including with Departments and Senate ahead of presenting the final strategic plan to Council.

19-20/082

Council observed that:
i. the framing of the Vision spoke to a diversity of stakeholders and adopted a language of inclusion avoiding unnecessary regulatory language or management speak, and transcended these to address wider societal outcomes. An example was ensuring the focus was not on access and participation plans as an OfS regulatory tool, and shifting this to the educational and societal outcomes achieved through delivery of such plans;
ii. the process of developing the Vision, as an approach to working through extensive engagement, was as important as the outcomes of the process. This had been recognised by the staff and student body and would aid in engendering University-wide ownership of the strategic plan. However, the rationale for arriving at the composition of the working groups had been commented on, noting that whilst the composition of each group had been constructed to aid focus and could not therefore be representative of all internal stakeholders, a wider group would be engaged in developing and testing ideas identified through the strategic planning process;
iii. ‘public good(s)’ had economic connotations beyond the ‘common good’, and could be interpreted as resources which were accessible to all, and not exclusive or in competition with other resources;
iv. the prioritisation of environmental sustainability in the Vision as a global challenge was recognised and supported, but whether the University’s role in addressing wider social inequalities might be featured more explicitly was raised, reaching back to the Rowntree legacy in the City. A similar observation was made in ensuring that diversity and inclusion as a principle
was at the forefront of the strategy and was designed into the strategic planning process and its outcomes;

v. knowledge exchange might benefit from being more upfront in the Vision;

vi. the importance of the Vision being written simply and accessible for a range of audiences, to support its outward-looking content, should remain at the forefront of its further refinement;

vii. the stated necessity of generating higher operational surpluses to match and increase external funding for renewal of the University Estate was an appropriate ambition, but would need careful focus and attention through the workgroups. This should not be restricted to the two groups with a remit for Financial planning and incentives and Renewing our Estate;

viii. the timetable for development of the strategic plan was ambitious, but it was agreed that this would maintain momentum and energy, and would signal the priority given to its development. However, ensuring support existed for staff to build resilience during a time of rapid transformation should remain a consideration.

19-20/083 Resolved:

To:

i. approve the draft Strategic Vision, noting that observations made by Council would be considered in further refinements of the Vision, prior to its future publication;

ii. endorse the strategic plan development process.

Council KPIs (C.19-20/32)

19-20/084 Council considered and noted an update on future Key Performance Indicators (KPI) reporting protocols.

19-20/085 The Director of Planning reported that the current strategy development process would involve the formulation of a streamlined set of KPIs, of which Council would have ultimate custody, which UEB would be responsible for delivering and measuring performance against as part of the wider strategy delivery. Council would continue to receive updates on performance against the existing set of KPIs until relevant KPIs were reviewed, replaced, removed or, in some instances, downgraded to Performance Indicators (PIs).

Student Recruitment and Admissions Update 2020/21 (Oral Report)

19-20/086 Council considered an update on the 2020/21 entry progress.

19-20/087 The Director of External Relations and Interim Director of Marketing, Recruitment, Admissions and Outreach reported that:

i. the post-15 January UCAS deadline for 2020/21 entry admission position;

ii. the positive position for overseas student recruitment reflects the investment in this area, with brand activation and profile up significantly in the key markets of Singapore and India;

iii. the importance of converting from applications to acceptance of an offer remained the focus for the University and many competitors of the University; personalised digital marketing and ongoing engagement with applicants who have received an offer of a place, sentiment analysis and improved data and intelligence on the recruitment pipeline and supply analysis through use of a specialist data interpretation agency represent initiatives to reach the University’s recruitment targets at the appropriate level of quality.

19-20/088 Council observed the Vice-Chancellor’s reflection that student recruitment was an example of a range of important factors operating interdependently, including the quality of the University’s offer, the student experience and the importance of renewing the Estate, investing time to recruit students and bring them into a community of shared purpose.

University Estates Matters (C.19-20/33)

19-20/089 Council considered a paper on University Estates Matters.
The Director of Estates and Campus Services reported that:
i. approval was sought for the YUESCO Energy Centre to receive and distribute electricity from a new high voltage (HV) electrical supply to Campus East. The paper considered the construction costs of the physical building whereas the supply aspect of the Energy Strategy had already been considered at the previous Council meeting, with expenditure having been approved by Council for that purpose;
ii. ensuring sustainability and design and space enhancements were built into the Centre, led to UEB recommending a Centre cost. A 15% contingency had been built into all components of the Energy Strategy, including the Centre;
iii. the Student Residences Project at Campus East had been approved by Urgent Decisions Group (UDG) in November 2019 under the delegated authority of Council, the outcome of which had been reported to Council in December 2019. The commencement of site works had led to groundworks and diversions requiring careful stakeholder communications, including local residents, students and staff and ongoing communication of key project milestones. A Student Accommodation Strategy Group was also being convened by the Director of Estates and Campus Services to review the condition, pricing, future demand and operation of the existing residential building stock on Campuses East and West.

Council observed that:
i. it was acknowledged by UEB that the older residential accommodation on Campus West required significant upgrade, and in some cases demolition, whilst noting that a high proportion of rent was priced at the lower end of the pricing scale to reflect the condition of the buildings. There was an ambition to replace the lower graded estate by 2030;
ii. mixed views were presented on whether students desired a mixed portfolio from basic to higher-end accommodation, or whether the preference for the majority of the student body was for basic accommodation, including for reasons of affordability. Empirical data suggested that higher end accommodation was sought however further data were being gathered on student preferences at application, and whether such preferences changed when students do not secure their first-choice accommodation;
iii. in terms of wider conferencing opportunities, it was recognised that the University did not have hotel quality accommodation, and the desirability of this would be a future consideration;
iv. the Student Accommodation Strategy Group would involve students, as well as YUSU and GSA as the student representative bodies;
v. a UEB Think Tank on Estates Masterplanning would be held in February 2020.

Resolved:
To approve expenditure for a new Energy Centre on Campus East, on the recommendation of Finance Committee.

Section 3: Policy and Regulatory Matters

Corporate Governance Progress Report (C.19-20/34)

Council considered the Corporate Governance Progress Report.

The Registrar and Secretary reported that:
i. the plan identified a range of corporate governance related projects identified with the Head of Governance and Assurance under the headings of: Governing Instruments and related policy; Council and UEB effectiveness and Council Induction and Development Activities;
ii. the plan built on the Council review of effectiveness undertaken in 2016, and a 2017/18 review of Council and its sub-committee terms of reference, flows of business and membership;
iii. the overlapping and interdependent nature of the governance reforms and enhancement identified was acknowledged, as was the extensive volume and range of work to be undertaken, which would involve a two-year timeframe. However, incremental improvements to governance practices and processes were already underway;
iv. prioritisation would be given to the review of the role, remit and UEB and the bodies reporting into it, as this was provided the foundation for clear, focussed and effective information flow to Council and its sub-committees.

| 19-20/095 | Council **observed** the progress underway and the proposed plan. In particular, the interplay between academic and corporate governance was an area for further discussion in terms of the type of interaction and information, particularly in light of OfS requirements that explicit protocols be in place between Council and Senate. There would be further work as part of the governance review to look at the interrelations and reporting between Senate and Council, and the role of Senate appointees on Council. |

**Policy on the use of the University Seal (C.19-20/35)**

| 19-20/096 | Council **considered** the Policy on the Use of the University Seal. |

| 19-20/097 | The Registrar and Secretary **reported** that the purpose of the paper was to seek approval for a written policy to govern the use of the Common Seal of the University as provided for in Article 13 of the Charter. |

| 19-20/098 | **Resolved:** To **approve** the Policy on the Use of the University Seal, for publication and enactment at a time to be specified in the near future when arrangements were in place to migrate responsibility for affixment of the Seal and operation of the Policy to the Registrar and Secretary’s Office. |

**Model College Constitution (C.19-20/36)**

| 19-20/099 | Council **considered** the Revised College Model Constitution. |

| 19-20/100 | The Academic Registrar **reported** that:
1. the revised Model Constitution reflected the changes to the focus and organisation of the Colleges as an outcome of a review of the College management and governance structures led by the Pro Vice-Chancellor for Teaching, Learning and Students in 2017-18;
2. key changes to the Constitution were tracked in the document and reflected the review’s re-focussing on the mission and purpose of Colleges, centring on the three key areas wellbeing, creating cohesive communities and intercultural and environmental sensitivity; the role of College Councils and the roles of College Principals as successor titles and roles to Heads of College. |

| 19-20/101 | Council **observed** that:
1. it noted Sam Bayley’s disclosure of interest in this item as a Fellow of Halifax College, and that of his spouse;
2. the residual reference in 2.2.11 to the ‘Head of College’ required correction;
3. the appended College Structure was potentially misleading in its reference to nine College Principals amounting to 0.1 FTE. It was confirmed that this was the FTE for each of the nine College Principals and not an aggregate workload allocation;
4. the Presidents of YUSU and GSA expressed their support for the College review and the involvement of the Students’ Unions in the process;
5. academic staff seeking to affiliate to a College were not required to affiliate to the College where their academic department was located, where this applied (e.g. English and Related Literature in Derwent College or History of Art in Vanbrugh College). |

| 19-20/102 | **Resolved:** To **approve** the Model College Constitution. |
Internal Auditor Re-appointment (C.19-20/37)

19-20/103 Council considered a report from Audit and Risk Committee recommending the re-appointment of the internal auditors.

19-20/104 Resolved: To approve the recommendation of Audit and Risk Committee to re-appoint PwC for a further two years from 31 July 2020 until 31 July 2022.

Section 4: Sub-committee Summaries and Meeting-related information (Items C.19-20/21-26)


19-20/106 Council noted the summary of the meetings of the following Committees of Council:
   i. Urgent Decisions Group (UDG) on 19 December 2019;
   ii. Audit and Risk Committee on 01 November 2019;

Draft Council Business Plan (C.19-20/42)

19-20/107 Council considered its revised business plan.

19-20/108 Council observed that:
   i. the Plan was a useful summary document and should be a standing item for information and reference, as appropriate, at Council meetings;
   ii. reference to key academic strategies as ‘thematic supporting strategies’ might appear to downgrade their importance, however, such strategies had not previously, routinely been considered by Council and their placement on the plan was intended to ensure that these were a feature of the Council agenda for its consideration as they were revised and developed in the context of the new University Strategy;
   iii. the structuring of the agendas and plan for Council reflecting the Vice-Chancellor and Chair’s intention that Council allocates more time to the consideration and development of ‘upstream’ strategic matters, where Council members would add significant value, ahead of formal approval of such items;
   iv. the title of ‘Business Plan’ might be amended as it could imply that it the document amounting to its substantive business as opposed to its cycle of business.

Dr Adam Dawkins
Head of Governance and Assurance for Jo Horsburgh
Registrar and Secretary