Confirmed Minutes of the Meeting held on Tuesday 12 November 2019 at 0930hrs in Room CPD Suite Room RCH/103, First Floor, Ron Cooke Hub, Campus East.

Members Present: Denise Jagger (Chair and Pro-Chancellor), Pürnur Altay, Professor Neil Audsley, Mr Sam Bayley, Philip Carpenter (Pro-Chancellor), Professor Simon Best, Dr Rachel Curwen, Mrs Lindsey Fusell, Professor Charlie Jeffery (Vice-Chancellor and President), Professor Caroline Hunter (until Minute 19-20/29), Ms Samara Jones, Amanda Nevill, Professor Duncan Petrie (from Minute 19-20/21), Professor Deborah Smith, Mr Richard Sommers, Chris Thompson (Treasurer).

In attendance: Jo Horsburgh (Registrar and Secretary), John Busby (Chief Operating Officer, HYMS - for Minutes 19-20/61-53), Dan Cashdan (Acting Head of the Business Intelligence Unit - for Minutes 19-20/24-26), Dr Adam Dawkins (Head of Governance and Assurance), Dr Joss Ivory (HR Director - for Minutes 19-20/27-29), Jeremy Lindley (Finance Director), William Mackintosh (as per Dan Cashdan), Professor Una Macleod (Dean of HYMS - as per John Busby), Stephen Talboys (Director of Estates and Campus Services - for Minutes 19-20/29-34).

Apologies: Dr Karl Dittrich, Professor Saul Tendler (Deputy Vice-Chancellor and Provost).

PRELIMINARY STRATEGIC DISCUSSION

Consultation on the University of York Vision (Presentation)

19-20/08 Council considered a presentation from the Vice-Chancellor and President on the University of York Vision consultation.

19-20/09 The Vice-Chancellor and President reported that:

i. the Strategy 2030 consultation centred on 10 year challenges and he had visited 15 out of 36 academic and professional support departments to date, with a number of departmental visits requiring re-scheduling as they were likely to be disrupted by the impending industrial action. Additional feedback channels included a Heads of Department (HoDs) Forum on 16 December, followed by a UEB Think Tank session on 17 December 2019 when feedback would be distilled. Professor Martin Smith was the PVC charged with leading the project, and had enlisted a PhD student to analyse and thematise the large volume of unstructured data gathered through the exercise;

ii. consultation feedback to date included an appetite for a restatement of York’s core and founding principles of civic roots, public good, widening access, inclusive community, parity of research and teaching, working across disciplines and internationalism. Alongside this was an interest in adopting additional principles relevant to the complex environment in which the University operated, including an obligation to support environmental sustainability, curiosity as a trait which extended beyond teaching and research activities to characterise all University endeavours. Powerful examples of how research-driven curiosity extended beyond external research impact and reputation had been identified, such as the application of environmental sustainability and geography research by the University grounds staff which had helped ‘rewild’ parts of the University’s estate to safeguard and enhance its biodiversity;

iv. recurring themes from the consultation included: how all members of the University community modelling and enacting the University’s values could help overcome a sense of institutional modesty, to demonstrate our major contributions and achievements in concrete ways, and a lack of agility in decision-making and delivery. Examples of barriers to agility which were cited included complex programme approval and uncoordinated assurance processes, and multiple review points before decisions could be taken. Alongside this was perceptions of low levels of empowerment
and trust to enable colleagues to take decisions where best placed to do so. The need to halt specific activities which did not add value represented a challenge for all colleagues to consider; feedback linked specifically to academic matters included a view that interdisciplinary teaching lagged behind the significant strides made in interdisciplinary research; that online education needed to be supplemented with a fully blended approach to anticipate future student expectations, and international engagement activity more broadly required reconsideration to maximise the University's global reputation and reach; the (re)alignment of organisational structures, overcoming horizontal as well as vertical barriers to foster a greater sense of department-to-department ways of working, combined with greater centralisation where this would be more effective and efficient to do so; in summary, the feedback to date pointed to a level of ambition which would avoid forming an identikit University Strategy, indistinguishable from the values, mission and objectives set out in many HE providers’ strategies; a new Vision would be developed for approval by Council at its 22 January 2020 meeting, following the conclusion of the Strategy 2030 consultation, from which a strategic plan would be defined.

Council observed that:

i. a clear commitment to the environmental sustainability agenda had been well-received by the student body;

ii. of equal importance was awareness-raising to support mental health and wellbeing initiatives, which complemented the work undertaken by YUSU as the first Students’ Union (SU) to partner with the national charity Student Minds. Advancing student and staff mental wellbeing was an opportunity to develop closer relationship between academic staff researching in the field and professional support staff practitioners, bringing internal University expertise together for the benefit of the University community. A dinner was being hosted by the Vice-Chancellor and President and Pro Vice-Chancellor for Research for academics and other colleagues working in the field of mental health to explore how these skills could be harnessed;

iii. ambitions to expand the University’s outreach engagement with the Further Education (FE) sector was endorsed, including across diverse communities in West Yorkshire. However, a broad approach to diversity and inclusion was advocated, to avoid a sole focus on student HE access and participation;

iv. the Vision should address exercising and upholding free speech as a fundamental feature of the University’s culture, even where views espoused might be considered by some as offensive. This would reflect a founding University principle of being free to think and espouse thoughts which challenged orthodoxies and pushed boundaries, albeit within a rational and lawful framework. Recent examples of where such statements included The Report on the Committee of Freedom of Expression at the University of Chicago (the ‘Stone’ Report). The Dean of the Faculty of Social Sciences had been commissioned to explore University challenges in this area, given recent debates in relation to Hong Kong China political tensions, and trans rights;

v. other academic activities for consideration in informing the Vision and subsequent strategic plan included a pedagogical framework which valued experiential and problem-based learning; access to a wider portfolio of new language learning for postgraduate research (PGR) students as part of wider intercultural engagement beyond the Languages for All (LFA) programme, and opening access through the Virtual Learning Environment (VLE) to programme and module reading lists to foster interdisciplinarity and curiosity;

vi. reflection on the optimum size and shape of the University would be a key consideration for the future success of the University, and would be addressed as Phase II of the strategic development.

Council noted apologies for absence recorded at the start of the Minutes.
### 19-20/012
Council noted the declarations of several members’ and attendees’ interest in the items on the Agenda where the Universities Superannuation Scheme (USS) was discussed.

### Council Minutes: 24 July 2019 (C19-20/03), Written Resolution for Lay Council Member Recruitment: 27 September 2019 (C19-20-04), Council-UEB Away Day Formal Business: 14 October 2019 (C19-20/05)

### 19-20/013
Council approved the unreserved minutes of its meeting on 24 July 2019 as an accurate record, and noted the action schedule from the minutes.

### Action Tracking and Matters Arising not covered elsewhere on the Agenda (C19-20/06)
19-20/014
The Registrar and Secretary reported the following actions, not covered elsewhere on the agenda:

1. **action 1** [Minute 17-18/55]: progress on the impact of equal pay action plan would be addressed in the HR Director’s Strategy Report;
2. **action 13** [Minute 18-19/142]: feedback had been sought from the Directors of Planning and Research and Enterprise on consideration by University Partnership and Enterprise Committee (UPEC) on how to measure and evaluate the non-revenue outputs, returns and benefits of partnerships in one or more of the University Key Performance Indicators (KPIs) or PIs.

### Nominations Committee Update and Proposals (C19-20/07)
19-20/015
Council considered a paper on the nominations matters in relation to Court, Council and Council-sub-committees.

### 19-20/016
Council observed that:

1. the lay Council member recruitment process had been successful, with five new appointments approved by Council. As agreed, a targeted search would take place for a BAME, female candidate with a background in education leadership or policy, as this aspect of the recruitment had not been fulfilled;
2. alongside the lay member appointments to Council sub-committees identified in the paper, filling several lay member vacancies on sub-committees required consideration in due course, including for Equality, Diversity and Inclusion and Honorary Associations Committees;
3. the Pro-Vice-Chancellor (PVC) for Learning, Teaching and Students had been nominated by Senate to succeed the Pro-Vice-Chancellor for Research on Council as the Senate PVC nominee with effect from 01 January 2020.

### 19-20/017
Resolved
To:

1. **recommend** to the Court the appointment of Chris Thompson, Treasurer and Senior Independent Lay Member as a Pro-Chancellor of the University for a period of up to three years from the date of the next Court meeting on 29 November 2019;
2. **approve** the appointment of David Dickson as a member of the Court under Statute 10.1.c for a five-year term from 01 August 2019;
3. **approve** the proposed allocation of lay members to existing Council sub-committees as well as a number of committee changes and rotations; namely the appointment to Audit and Risk Committee of Amanda Nevill and Professor John Loughhead; to Remuneration Committee of Dr Philip Rycroft with effect from 01 January 2020 and Philip Carpenter as Chair; of Judith McNicol to Finance Committee; of Professor Simon Best to Student Life Committee and the proposed Ethics Framework Governance Committee, subject to Council’s approval of these new arrangements;
4. **approve** the suspension of the Estates Committee following Nicola Inchbald’s resignation, as an opportunity to evaluate the effectiveness of the governance of estates and capital matters.
### Vice-Chancellor’s Report (C19-20/08)

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<tr>
<td>19-20/018</td>
<td>The Vice-Chancellor and President <strong>reported</strong> that:</td>
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<td>i. the University and College Union (UCU) had met the statutory threshold at York for strike action and action short of a strike for the ballots on pay, casualisation, equality and workloads and the USS. Industrial action would take place for eight days from 24 November until 04 December 2019 across those HEIs in the sector where the ballot turnout threshold had been met. It was important that a constructive and reasonable approach was maintained between senior management and the trade union representatives, facilitated by informal meetings and ongoing engagement with Heads of Department (HoDs), and recognising the uneven impact of strike action across academic departments. Ongoing engagement with students was key, although the full impact of industrial action was not clear at this stage. The academic contingency planning group had been reinstated by the Pro Vice-Chancellor for Learning, Teaching and Students;</td>
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<td>ii. the timing and impact of Brexit remained unclear, compounded by the December 2019 General Election. At mission group level, the Russell Group continued to lobby government to seek clarity. Within the University, providing assurance to EU staff and students remained key, with a Town Hall meeting led by the Vice-Chancellor and President on 04 November 2019 and an equivalent event held with students, led by the Academic Registrar. Scenario modelling of the potential impact of Brexit on University finances had been undertaken by the Finance Department;</td>
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<td>iii. the Sustainability Working Group chaired by the Registrar and Secretary had been stood down, with a new Sustainability Strategy Group established to be chaired by the PVC for Research to consider a holistic development of strategy in this area;</td>
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<td>iv. he was pleased to announce the appointment of two new PVCs: Professor Kiran Trehan for Partnerships and Engagement and Professor Matthias Ruth for Research, respectively joining the University on 01 March and 01 May 2020.</td>
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<td>19-20/020</td>
<td>Council <strong>observed</strong> that:</td>
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<td>i. York University Students’ Union (YUSU) the Students’ Union was issuing surveys via student representatives to ascertain and assess the potential effect of the industrial action on students’ study. YUSU would take a stance on the industrial action, to be determined by its members;</td>
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<td>ii. the Vice-Chancellor and President had commissioned the Head of Department of Economics and Related Studies, whose research expertise was in the labour market, to assemble a Low Pay Working Group to examine the issues of low pay in more detail and report back to the University Executive Board (UEB);</td>
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<td>iii. arrangements were being considered for replacement of lost hours of teaching and other student contact time, noting that some universities had provided compensation for lost teaching during the 2018 rounds of industrial action, but that sector practice in this area was as yet unclear.</td>
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### Section 2: Strategic Development, Planning, Performance Monitoring and Resourcing items for consideration and/or decision

*Professor Duncan Petrie joined the meeting at this stage (1036 hrs).*

**Student Recruitment and Admissions Report 2019/20 (C.19-20/09)**

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<tr>
<td>19-20/21</td>
<td>Council <strong>considered</strong> an update on the undergraduate (UG) and postgraduate (PG) admissions cycle, and 2020/21 entry progress.</td>
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<td>19-20/22</td>
<td>The Registrar and Secretary <strong>reported</strong> that:</td>
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<td>i. the view of the Interim Director of Marketing, Recruitment, Admissions and Outreach was that the signs for 2020/21 entry were positive at this early stage in the cycle, despite a lag behind York’s competitor group for UCAS applications, the position for which would be clearer once the 15 January UCAS deadline had passed;</td>
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ii. the undergraduate overseas (UGO) position showed a 20% increase on applications between 2019/20 and 2020/21 (distributed unevenly across the three faculties), and a 3% increase on EU UG applications, and overall improvements on postgraduate taught overseas and research overseas (PGTO/RO) numbers;

iii. postgraduate research home EU (PGRHEU) applications were down on 2019/20, although this was based on small volumes.

19-20/23 Council observed that:

i. the increase in overseas applications in 2020/21 might indicate that the investment in overseas markets was paying dividends, through raising York’s profile globally and increasing reach through the overseas representatives and agents;

ii. the International Pathway College (IPC) in partnership with Kaplan had strong progression rates from the pathway course from the Foundation Certificate into year 1 of an UG degree or the Pre-Masters into a PGT degree, with offer levels to these programmes at 83% in 2018. Reducing reliance on business studies students on the pathway programmes to expand the progression onto other courses was a factor.

Council Key Performance Indicators (KPIs) (C.19-20/10)

19-20/24 Council considered an update report on Key Performance Indicators since its July 2019 meeting.

19-20/25 The Acting Head of the Business Intelligence Unit (BIU) reported that:

i. two Core KPIs were highlighted in the paper: the Postgraduate Research Experience Survey (PRES) indicator remained Green, given York’s positive performance of 2% above the Russell Group median, and the continued Red status of the Graduate Destinations Survey, which is awaiting new data to feed this metric;

ii. two contextual KPIs showed a decline in York’s performance: the Times Higher Education (THE) World University Rankings (WUR) position of 128th was a nine place drop on the 2019 position, pointing to intensified competition from providers in the Brazil, Russia, India and China (BRIC) economies, and the Times and Sunday Times Good University Guide 2020 ranking 22nd place, was a maintained position on the prior year but York’s lowest ranking in this table;

iii. a fuller KPI report would be reported to the February 2020 Council meeting, which would include the update status of the student recruitment KPIs where data were available and analyse able to be undertaken.

19-20/26 Council observed that:

i. it was important that York elevated its global recognition and levered its international research strengths, an outcome of which may be improved performance in the THE WUR. It was also noted that the existing methodology for the THE WUR was changing;

ii. York was ranked 103/115 in The Times Social Inclusion Table which needed to be understood more fully in the context of widening access;

iii. access to the management information gateway for Council members to see the more detailed data and analysis behind the KPIs and Times and Sunday Times University Guide 2020 position was raised by one Council member. What was key in terms of reporting to Council was the effective provision and presentation of critical, high-level commentary and data on the status, movements and relationships between the KPIs and contextual measures.

HR Strategy 2016-19 Progress Report (C.19-20/11)

19-20/27 Council considered a report from the HR Director on progress delivering the HR Strategy 2016-19.

19-20/28 The HR Director reported that:

i. the first two years of the HR Strategy had been focussed on strengthening HR operations to underpin the strategic operation of the Service;
ii. the importance of any revised HR or People Strategy stemming from the new University Strategy 2020-2030 was key, in order that it upheld and supported delivery of any restated or new values, principles and strategic priorities. As the end of the existing strategy period approached, a focus on six main themes which are anticipated to feature in the new People Strategy 2020 emerge: Performance Culture, HR Digital, Gender Equality, Health and Wellbeing, Values-based HR and Talent Management;

iii. performance culture had been an area which was undeveloped and neither well understood or widely accepted by the academic community at the start of the HR Strategy 2016-19 period, but was becoming more embedded through development of the skills of line managers in this area, and improved uptake by staff of the Performance and Development Review (PDR) process;

iv. there was a need to develop Values-based HR and a single set of values and behaviours in the new People Strategy, which would be role-modelled by those in leadership roles, exemplified more widely, and reflected in staff reward and promotion processes;

v. future-proofing staff skills and development was another area of focus, building on the success in developing the staff apprenticeship pipeline under the current strategy;

vi. successful delivery of the HR Strategy was a University-wide endeavour, and was not the sole responsibility of the HR Service.

19-20/29 Council observed that:

i. whilst Values-based HR was one the six themes likely to feature in the new People Strategy 2020, it was envisaged that this would underpin and cut across the other five themes;

ii. the performance culture of the University might not always lend itself to the agility advocated in feedback from the strategy consultation exercise. UEB specifying and identifying an acceptable risk appetite in this regard would be key;

iii. as the People Strategy progressed, a closer convergence between the Performance Culture and Talent Management themes would be expected;

iv. the importance of ensuring the strategy was not additive to existing staff responsibilities, but sought to bring about new ways of working by refocussing priorities and stopping certain activities to enable enhanced levels of staff engagement and productivity;

v. given that the University’s staff costs as a percentage of total turnover were higher than most of the University’s competitors, the case for, and return on, investment in new initiatives would need to be clear in a context of competing priorities;

vi. equality, diversity and inclusion was a key driver for the University and its staff base, noting challenges in where and how success was benchmarked in this area. Maastricht University was highlighted as a potential exemplar in embedding equality, diversity and inclusion across the organisation, and may be a reference point given the existing partnership;

vii. whilst the University had healthy, overall levels of staff turnover which balanced continuity with new perspectives, turnover rates were uneven and tended to be higher in the more junior support grades. This highlighted the importance of monitoring turnover troughs and peaks to ensure that there were no specific areas of concern;

viii. reward and promotion routes should exist across all staff categories and grades, to include a wide range of criteria in addition to research and teaching excellence;

ix. the reference to futureproofing staff skills was endorsed and would shift definitions of Continuing Professional Development (CPD), including the importance of different forms of digital skills development across the entire workforce.

Professor Caroline Hunter left the meeting at 1131hrs.

Major Capital Projects (C.19-20/12)

19-20/30 Council considered a paper on the change of ownership of SAP and SAP2 (Goodricke and Langwith Colleges) for information, and four major capital projects for approval.

19-20/31 The Finance Director reported that:
i. Goodricke and Langwith Colleges (SAP and SAP 2) were joint venture limited liability partnerships (LLPs) owned on a 50% equal split basis between the University and Evans Property Group. Evans’ decision to dispose of its interest in the two colleges has led to a potential buyer - the Pensions Infrastructure Platform (PIP) - prepared to pay a combined sum for Evans’ share of ownership in SAP and SAP2 in excess of £40m;

ii. the University had no contractual or other legal right to object to any potential buyer of Evans’ share, but had undertaken due diligence of PIP and its subsidiary vehicles. This exercise had not provided a completely clean bill of health, with some losses identified in parts of the PIP Group, but the substantial assets held by PIP and its vehicles should provide a degree of assurance;

iii. a number of issues required resolution, including replacement of the guarantees in place with Evans, and joint strategy setting and distribution of responsibilities for SAP and SAP 2 with the University and PIP. Whilst PIP was seeking to provide services to the colleges and sought payment for this, there was no obligation for the University to pay for such services which would be delivered by the University’s Campus Services teams.

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<tr>
<td>The Director of Estates and Campus Services <strong>reported</strong> that:</td>
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<td>i. four major capital projects had been endorsed by Finance Committee required the approval of Council: The York Management School (TYMS) new accommodation, the new Nursery Building, the provision of the new HV Electrical Supply and the York Global Initiative for Safe Autonomy Building;</td>
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<td>ii. The York Management School (TYMS) proposed overall spend increase accounted for the additional work required as part of the refurbishment of the former Smith and Nephew building to ensure that the key building fabric and systems work were appropriate. The proposed additional spend would be offset by the expected receipt of the dilapidations costs. Smith and Nephew’s liability to cover the additional costs was unlikely to be contested;</td>
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<td>iii. the increased budget for the Safe Autonomy Building from the £10.5m capital grant maximum amount awarded by UKPRIF was to ensure that facility provided met the University’s future aspirations. The VAT liabilities for the space were currently being assessed and costed, with the worst-case scenario of 20% factored into the total cost.</td>
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<td>Council <strong>observed</strong> that:</td>
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<td>i. confirmation that full consideration had been given to the affordability and wider non-financial benefits of the University buying Evans’ share of ownership of SAP and SAP2. It was confirmed that these options had been fully explored, as well as other ways in which such arrangements could be restructured, including the University disposing of its ownership of the colleges which would relinquish University control of rental levels. All other options had not been considered feasible or the most appropriate investment of University funds at this stage. The new co-owners would not be able to increase rental prices outwith the contracts or agreements of the University;</td>
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<td>ii. it recognised that the HV Electrical Supply was the first phase of an Energy Strategy of which the next element would be the Energy Centre Construction;</td>
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<td>iii. likely identified increased revenue streams were identified for the Safe Autonomy Building which warranted the increased building costs;</td>
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<td>iv. the President of YUSU wished to thank the Director of Estates and Campus Services for his support in considering usage of the Campus Lake by student societies.</td>
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**Resolved**
19-20/34  To approve:
  i. the additional spend required to ensure that key building fabrics and systems work identified for The York Management School (TYMS) building is brought forward as part of the wider refurbishment of the former Smith and Nephew Building. The proposed additional spend will be funded from the expected receipt for dilapidation costs;
  ii. expenditure on a new campus nursery for completion in 2020;
  iii. expenditure to deliver the high voltage electrical supply to Campus East from Northern Power Grid (NPG);
  iv. expenditure to deliver Scheme B of the York Global Initiative for Safe Autonomy Building, for additional office and meeting space requirements to maximise the collaborative benefits of the Project, for completion by May 2021.

Appendix 1 to the Major Capital Projects Paper: Student Residences Update (C.19/20-12) – CONFIDENTIAL and COMMERCIALLY SENSITIVE

Section 3: Policy and Regulatory Matters

Audited Annual Report and Financial Statements 2018/19 (C.19-20/13)

19-20/39  Council considered the audited annual report and financial statements for 2018/19.

19-20/40  The Finance Director and The Treasurer reported that:
  i. the external audit concluded that the University was a going concern as approved by the Finance and Audit and Risk Committees, including healthy cash balances, growing student numbers, tuition fee and research income, with strong underlying solvency of the University. However, the £73m charge arising from the USS deficit recovery plan provision accounted for the deficit position on the statement of income and expenditure and balance sheet, without which as £15.9m surplus would be returned. The majority of pre-1992 HEIs would be in the same position, and the impact of the outcome of the revaluation of USS in July 2021 on the University’s deficit position was unclear;
  ii. all financial covenants had been met as at 31 July 2019;
  iii. the only outstanding matters for the management representation latter to the external auditors required confirmation of the indemnification in place with Kaplan for the International Pathway College (IPC) and that there was no liabilities for the University with regard to its EU grants;
  iv. the process for review of the annual report and financial statements had been unduly complex and protracted for 2018/19 and required streamlining in order that it operated more effectively in future years;
  v. the perseverance of colleagues in finalising the annual accounts to the satisfaction of all parties, and to a tight timetable was commended.

19-20/41  Resolved
To approve:
  i. the University’s annual audited accounts for 2018/19 for publication and submission to the Office for Students (OfS) and
  ii. the annual remuneration statement for 2018-19 on pages 46-49, which constitutes the annual remuneration report under the Committee of University Chairs (CUC) The Higher Education Senior Staff Remuneration Code.

Annual Finance Return 2019 (C.19-20/14)

19-20/42  Council considered an update on the requirements for the OfS annual finance return.
| 19-20/43 | The Finance Director reported that:  
  i. the detailed specification and cycle for review and submission of the return was confirmed by the OfS on 28 October 2019 which was very late in institutions’ decision-making cycles and therefore posed challenges for it forming part of standardised review and approval;  
  ii. the return required additional data and analyses including key assumptions used for student numbers, student fee income level and all other income and expenditure headings used in the business model. |
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<td>19-20/44</td>
<td>Council observed that whilst the governing body was charged with final sign off of the annual finance return prior to that of the Vice-Chancellor by 10 January 2020 deadline, it would support delegation of sign-off on behalf of the Council to a meeting of the Urgent Decisions Group (UDG) of Council prior to submission to the OfS.</td>
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| 19-20/45 | Resolved:  
  To delegate approval of the annual finance return on behalf of Council to a UDG, ahead of sign-off by the Vice-Chancellor and President as Accountable Officer ahead of the OfS deadline. |
| Audit and Risk Committee Annual Report 2018-19 (C.19-20/15) |  |
| 19-20/46 | Council considered the Audit and Risk Committee Annual Report 2018-19 for approval and submission to the OfS. |
| 19-20/47 | The Chair of Audit and Risk Committee reported that the annual report included a positive external audit outcome on the annual accounts 2018-19, and the overall opinion of the internal auditors had improved on 2017-18. This included an improved direction of travel in the development and embedding of the University’s revised risk management framework during the period. The data breach referred to in the Report had not resulted in a serious breach of sensitive personal data or financial loss for the University, and the Information Commissioner’s Office (ICO) had concluded that the University’s response to the incident was appropriate, with no enforcement action taken. |
| 19-20/48 | Resolved:  
  To approve the Audit and Risk Committee Annual Report 2018-19 for onward submission to the OfS. |
| 19-20/49 | Council considered the Prevent Duty Annual Report for 2018-19 and accountability statement for approval and submission to the OfS. |
| 19-20/50 | Council observed that:  
  i. it noted the annual report, arrangements in place to implement the Prevent Duty at York and core data in relation to events and external speakers, staff training on the duty and student welfare cases;  
  ii. minor revisions would be required to the dataset which would be shared with the Chair of Council who would be asked to sign the accountability statement on Council’s behalf;  
  iii. the current low risk profile of the University in relation to extremism and terrorism-related matters was noted, and that such matters would be kept under review. |
| 19-20/51 | Resolved:  
  To confirm that throughout the year and up to the date of approval, the University of York has:  
  i. had due regard to the need to prevent people being drawn into terrorism (the Prevent Duty);  
  ii. provided to the Office for Students (OfS) all required information about its implementation of the Prevent Duty;  
  iii. publicised the Prevent Duty;  
  iv. fulfilled the University’s requirements for reporting to the OfS as part of its annual Prevent Duty report. |
iii. reported to OfS in a timely way all serious issues related to the Prevent Duty;

**OfS Regulatory Condition G3: Notice on Compliance with Regulatory Deadlines (C.19-20/17)**

**Ethics Framework Governance (C.19-20/18)**

19-20/55 Council **considered** a revised title and terms of reference for an *Ethics Framework Governance Committee* (EFGC) of the Council, and **noted** wider progress in the development of an Ethics Framework.

19-20/56 Council **observed** that:
   i. the proposals set out in the paper looked sound and built on the prior proposals to delineate corporate and academic ethics oversight, with the former matters addressed through the EFGC and the second through an Academic Ethics and Compliance Committee (AECC) of Senate;
   ii. one area to highlight was consideration of research funding and donation from the same source, where contradictory outcomes to accept or decline monies might be achieved on the basis of ethical considerations;
   iii. financial and trade sanctions restricting universities contracting with individuals or organisations raised ethical implications alongside legal obligations to comply with the sanctions.

19-20/57 **Resolved**:

   *To approve the proposed approach and update to ethics governance and constitution, namely the establishment of a new *Ethics Framework Governance Committee* (EFGC) of Council, noting its membership may be subject to development as its work progresses.*

**Statement on Responsible Investment (C.19-20/19)**

19-20/58 Council **considered** the University of York Statement on Responsible Investment.

19-20/59 The Registrar and Secretary **reported** that the Statement had been developed to allow the University to pursue an ethical investment approach while minimising any negative effect on its investment returns and is mindful of the trustees’ obligation to manage assets for charitable benefit.

19-20/60 Council **observed** that:
   i. the charity tests for Council as a trustee body as set out in the paper, provided assurance that divestment from investment in fossil fuels was not incompatible with its fiduciary duties;
   ii. the Statement was well-balanced and provided a starting point for wider ethical, sustainability and social responsibility discussions;
   iii. the endorsement of University Executive Board and Finance Committee had been given.

19-20/61 **Resolved**

   *To approve the Statement on Responsible Investment.*

**Hull York Medical School (HYMS) Governance Review (C.19-20/20)**

19-20/62 Council **considered** the HYMS Governance Review report for approval.

19-20/63 The Dean of HYMS **reported** that the governance review had been commissioned by the Acting Vice-Chancellor of the University of York and Vice-Chancellor of the University of Hull and had been supported by the Registrars of both universities. The review had focussed on the executive oversight of the partnership, recommending disbandment of the Joint Board, and establishment of a Strategic...
Planning Group and Annual Oversight Meeting. The academic governance arrangements were retained, principally through the HYMS Joint Senate Committee.

19-20/64 Council observed that:

i. the arrangements would appear to improve the agility of HYMS to address strategic performance and assurance matters;

ii. research governance was outside the scope of the review should be explicitly stated. However, aspects of research governance required clarification, given the different research foci of the two universities, the need to ensure research funding and research allocation intersected with the planning oversight, and research ethics oversight was not wholly clear, and approval routes and mechanism differed depending on the institutional base of the lead academic(s) undertaking the research. This would be examined in more detail, and the PVC Research at York would provide some clarificatory comments prior to the paper being considered by Hull’s Council;

iii. the new arrangements would come into effect once approved by both universities’ councils and the revised Memorandum of Agreement (MoA) was signed.

19-20/65 Resolved: To approve the revised governance structure for HYMS, noting the wider observations in relation to research governance.

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

19-20/66 Council noted the executive summaries of the meetings of Urgent Decisions Group (19 August 2019), Audit and Risk Committee (27 September 2019), Finance Committee (24 September 2019), Joint Meeting of Audit and Risk and Finance Committees (12 November 2019), Remuneration Committee (15 October 2019), Senate (22 October 2019) and its

19-20/67 Council noted its meeting dates for the remainder of 2019/20 and for the academic year 2020/21, and also endorsed adoption of the same Board portal solution as was used by UEB for roll-out to Council.

Dr Adam Dawkins
Head of Governance and Assurance for

Jo Horsburgh
Registrar and Secretary