

**MINUTES OF THE UNIVERSITY COUNCIL MEETING
HELD ON TUESDAY 19TH NOVEMBER 2019**

Present: Canon Dr J. Turnbull (*President*), Mr F. Ball, Mrs C. Bond, Dr D. Briggs, Sir Neil Cossons, Dr M. David, Mr I. Davies, Associate Prof. M. Degg, Professor C. Forsdick, Mrs J. France-Hayhurst, Mr N. Jenkins, Ms E. Lewis (*SU President*), Dr A. Miller, Mr G. Reay, Dr A. Seeney, Dr L. Smith, Associate Prof G. Southall, Professor A. Sutton, Mrs S. Verity and Professor T.J. Wheeler.

Apologies for absence were received from:

Mr M. Clinton, Ms K. Howell, The Rt Revd K. Sinclair and The Very Revd Dr T. Stratford.

In attendance: Mr A. Lee (*University Secretary*), Dr C. Haslam (*Senior PVC, Recruitment, Quality & Student Experience*), Mr R. Waddington (*Chief Financial Officer and Bursar*) and Mr A.J. Parker (*Committee Secretary*).

	ACTION
<p>3171 DECLARATION OF INTEREST</p> <p>As previously declared, Mr Nick Jenkins reported that his wife continued to be a member of Council of Wrexham Glyndwr University. It was also noted that Sir Neil Cossons was a member of the UCS Advisory Board.</p>	
<p>3172 ATTENDANCE AND MEMBERSHIP</p> <p>(a) The following were welcomed to their first meeting: Mrs Cathy Bond, Sir Neil Cossons, Ms Eleanor Lewis (SUP), Dr Angela Seeney and The Rt Revd Keith Sinclair (in absentia).</p> <p>(b) It was noted that this would be the last meeting for the Vice-Chancellor, Professor Tim Wheeler.</p> <p>(c) Other membership items were dealt with in the Minutes of the Nominations & Governance Review Committee meeting held on Wednesday 9th October 2019 (<i>see minute 3179</i>).</p>	
<p>3173 ANNUAL IMPLEMENTATION OF THE SCHEME OF GOVERNMENT</p> <p>(a) The Secretary took the Chair and informed Members of the requirement under the Instrument of Government to elect a member as President until the first ordinary meeting in the following year. Statements from the President and Deputy President were received.</p>	

3173 ANNUAL IMPLEMENTATION OF THE SCHEME OF GOVERNMENT (CONTINUED)

Nominations for the office of President had been invited and one nomination had been received in respect of Canon Dr Turnbull, who indicated his willingness to continue to serve and from whom a statement was received. There being no further nominations, IT WAS RESOLVED to elect Canon Dr Turnbull as President of the University Council until the first ordinary meeting in 2020/21.

The President took the chair.

- (b) In accordance with the Instrument of Government the President reported that nominations for the office of Deputy President had been invited and one nomination had been received in respect of Dr Meredydd David, who indicated his willingness to continue to serve and from whom a statement was received. There being no further nominations, IT WAS RESOLVED to elect Dr David as Deputy President of the University Council until the first ordinary meeting in 2020/21.
- (c) The list of current Chairs of Committees as noted on the agenda was received.

3174 MINUTES OF THE PREVIOUS MEETING OF THE UNIVERSITY COUNCIL

The Minutes of the meeting of the University Council held Tuesday 2nd July 2019 were received and approved.

3175 MATTERS ARISING FROM THE MINUTES

3146 Vice-Chancellor's Report: it was noted that any matters arising from the July 2019 meeting would be addressed in the Vice-Chancellor's Report to this meeting (*see minute 3176*).

3176 VICE-CHANCELLOR'S REPORT

The Vice-Chancellor presented his report and outlined the challenges facing the University in the short and medium term. There would be continued downward pressure from Government on public finances and a continuing need for the institution to demonstrate value for money. Reliance predominantly on the home undergraduate market was no longer appropriate and the growing importance of graduate apprenticeships must be recognised and systems and processes adjusted accordingly. To date graduate apprenticeships had been largely driven within the public sector, although opportunities existed in the private sector, provided the scale of business was sufficient. Subject level TEF would have a major impact on the HE sector, providing students with increased levels of information on which to inform choice. League table performance would remain an important factor in student choice and thus it was imperative for the

3176 VICE-CHANCELLOR'S REPORT (CONTINUED)

University to improve its performance in such league tables.

The VC Designate would review structures in order to ensure they were fit for purpose and responded to the changing external environment and would focus her attention on the development of the new Corporate Plan and its supporting strategies. It was envisaged that the Corporate Plan would be reviewed by the University Council in autumn 2020. Reviewing the effectiveness and realising the potential of University Centre Shrewsbury (UCS), the Warrington campus and the Thornton Science Park would also be key to the long-term sustainability of the University.

The Vice-Chancellor also reported on the following matters:

Political Context: There continued to be great uncertainty surrounding the impact of Brexit and the General Election on the UK Economy and the HE sector. ERDF funding would cease and at present it was unclear if the Government would allocate replacement funds. Erasmus funding would remain and the University's contract for ESF funding for skills, which would generate a net surplus of some £3M over the next four years, had been signed before the dissolution of Parliament. The Industrial Strategy continued to influence the allocation of funding especially via the LEP. Both the Conservative and Labour parties' policies for HE were not yet clear.

Financial Matters: It was noted that the Financial Strategy would be updated to incorporate Brexit risk factors and the new Government's policies once announced. The Financial Strategy would underpin the Corporate Plan and it was vital for the University to maintain good financial health to generate surpluses for reinvestment. Pensions continued to be a concern for the sector, most notably for those HEIs in the Universities Superannuation Scheme (USS), and there was likely to be a rise in the University's contribution to the Local Government Pension Scheme of approximately 1.7%, an additional cost of £300K per annum.

Admissions and Recruitment: Whilst recruitment for 2019/20 was better than budget by some 61 students, UCAS application data to date indicated a reduction nationally of 4% and for the University of 23%. This was a matter of concern and additional funding had been allocated to Marketing, Recruitment and Admissions (MRA) for improved social media and targeted advertising. The pattern of Open Days had been changed, with an additional Open Day held on 13th November 2019. Improving student recruitment and addressing issues of student retention and performance were also key priorities, especially for Warrington, Shrewsbury and Thornton.

Estates: Updates to the Estates Strategy would focus on sustainability and the increasing need for technology rich learning spaces creating a sense of place and a physical representation of the University's presence.

3176 VICE-CHANCELLOR'S REPORT (CONTINUED)

Medicine: Dr Haslam gave an update on the medical initiative and presented an indicative timeline of key events and target delivery dates. The timeline focussed activities associated with three key areas, being 'publicly funded medicine places', 'privately funded medicine places' and 'medical school building'. It was noted that at present discussions with the grandparent institution focused on the development of a private Medical School although it was hoped that if the Government announced a second round of publicly funded medical places the University would be in a strong position to bid. Speculation to date indicated that an announcement may be made in April/May 2020 for some 1500 places.

The application for GMC approval continued and it was noted that at the PRC meeting on 14th November 2019 it had been acknowledged that there would be a financial obligation on the University as soon as contracts with the grandparent institution were signed, although this was likely to be before GMC approval and thus there was a financial risk if GMC approval was not granted. In order to mitigate that risk the draft contracts would be reviewed to ensure an appropriate conditionality clause. The Secretary reported that this would be renegotiated with the grandparent. It was also highlighted that the risk of this materialising was low as the grandparent was GMC approved and the University sought to deliver the grandparent's programme material.

The University Council acknowledged that progress on the medical initiative would need to be discussed with the VC Designate and that an extraordinary meeting might be required in the New Year in order to give approval to enter into contracts with the grandparent institution.

Academic Performance. Dr Haslam spoke to a series of data sheets which highlighted the performance of all courses against 7 metrics which linked to those utilised in the TEF. All courses were RAG rated and those graded 'red' were reviewed by SMT with action plans developed by the Faculties and Departments concerned. Both quantitative and qualitative data was used to inform decision making. It was noted that data presented related to 2018 and work was being undertaken to finalise data for 2019, which would then be reviewed by the SMT.

It was reported that in relation to the University of Chester Academies Trust (UCAT) the accounts were being finalised and the Trust wound up.

3177 PLANNING & RESOURCES COMMITTEE

The minutes of the meetings of the Planning and Resources Committee held on Tuesday 15th October 2019 and Thursday 14th November 2019 were received and noted. The following matters were considered:

- (a) **Draft Partnership Agreement between the University and Shropshire Council:** It was noted that input into the draft partnership agreement would be required by the VC Designate and some re-drafting would be needed in order to protect the University's interests. An updated agreement would be considered by the Committee in the New Year.

3177 PLANNING & RESOURCES COMMITTEE (CONTINUED)

- (b) **Access and Participation Plan (APP) Monitoring:** Dr Haslam reported that the University's APP had been approved by the OfS and that on-going reporting on progress would be made to the Committee, especially in relation to Black and Minority Ethnic (BAME) attainment targets.
- (c) **Thornton Research Properties Limited update:** Updates on the planning appeal and joint venture initiative were noted. In respect of the planning appeal, commencing on 26th November 2019, it was acknowledged that there would be considerable media interest.
- (d) **EHRC Report "Tackling Racial Harassment: Universities Challenged" and the response from Universities UK:** It was reported that a working group that had previously initiated a campaign regarding sexual misconduct had been reconvened and would extend its work to all unacceptable behaviours, including racial harassment and hate crime.
- (e) **Management Accounts, September 2019:** The management accounts to date indicated an improved position with recruitment for 2019/20 better than budget by 61 students.
- (f) **The Times & Sunday Times Good University Guide 2020:** The fall in league table position was disappointing. Improving the institution's position was an area of focus for the VC Designate, especially in relation to the NSS.

The following were received for consideration and approval:

- (g) **The Financial Forecasts (December 2019 submission):** Mr Waddington presented three alternative forecasts and outlined the differing assumptions made. The University Council discussed the forecasts in detail and acknowledged the need to improve undergraduate recruitment and control costs. It was also acknowledged that milestones on performance would be imperative in order to allow for corrective action to be taken in a timely manner should that be required. It was noted that whilst growing recruitment to 2,700 in 2020 and then increasing by 200 per annum was optimistic, it was achievable, nevertheless there would be two years of deficit budgeting until matters improved.

IT WAS RESOLVED to approve the financial forecast for submission to the Office for Students (OfS).

3177 PLANNING & RESOURCES COMMITTEE (CONTINUED)

- (h) **OfS Annual Accountability and Annual Financial Return Arrangements 2018-19:** Mr Waddington reported on the annual return arrangements and deadlines for 2018/19. It was noted that in respect of the financial return the student numbers and financial tables must be submitted initially on 2nd December 2019. A period of verification would follow with the OfS, with a final submission date of 10th January 2020. The final version must be approved by the University Council before submission and an approval process, probably by electronic means, would be undertaken during the week commencing 6th January 2020.

3178 AUDIT & RISK MANAGEMENT COMMITTEE

The Minutes, including Advice and Recommendations, of the Audit & Risk Management Committee meetings held on Thursday 3rd October 2019 and Tuesday 12th November 2019 were presented by Mr Francis Ball, Chair of the Committee.

The following were received and considered:

- (a) the University's Log of Changes and Risk Register. It was highlighted that additional risk review work would be undertaken by sub Committees of the Council with outcomes on assurance reported to the Committee, commencing in the New Year.
- (b) the Internal Auditor's report for the year ended 31st July 2019
- (c) the External Auditor's report for the year ended 31st July 2019
- (d) Anti-Fraud Policy & Response Plan
- (e) Audit & Risk Management Committee's Annual Report 2018-19
- (f) Annual Reports on Public Interest Disclosure (Whistleblowing) Policy, Anti-Money Laundering and Research Integrity
- (g) Evaluation of the Internal and External Audit Services for the year ended 31st July 2019. It was noted that the audit process had been more efficient than in the previous year, although additional charges were being proposed by KMPG which would be raised by the Chair with the Audit Partner. The Chair had also written to the Audit Partner to outline that if the fee increase for 2020/21 was unreasonable then the University would invite retendering.

In respect of internal audit services provided by RSM the Committee recommended the extension of the existing three-year contract for two further 12-month periods.

3178 AUDIT & RISK MANAGEMENT COMMITTEE (CONTINUED)

(h) University Financial Statements for the year ended 31st July 2019 including the surplus by site were discussed in detail. The CFO explained that the consolidated income and expenditure account indicated a turnover of £127.2M and a surplus of £3.2M. It was highlighted that the reduction in surplus from the previous year was largely attributable to reduced tuition fee income due to lower recruitment and also to an increase in staffing and other costs. Non-current investments had reduced from £14.2M to £9.5M and related to the valuation of investment properties at TSP. Pension liabilities had also increased by £12M during the year.

(i) Letter of Representation

IT WAS RESOLVED as follows:

- (1) to approve the updated Risk Register;
- (2) to approve the Anti-Fraud Policy & Response Plan;
- (3) to approve the Audit & Risk Management Committee's Annual Report 2018-19;
- (4) to approve the following and authorise their signature on behalf of the University:
 - (i) University Financial Statements for the year ended 31st July 2019;
 - (ii) Letter of Representation;
- (5) to extend the existing contract with RSM (internal auditors) for two further 12-month periods.

3179 NOMINATIONS & GOVERNANCE REVIEW COMMITTEE

The minutes, including the advice and recommendations, of the Nominations & Governance Review Committee meeting held on Wednesday 9th October 2019 were presented by the President.

(a) IT WAS RESOLVED as follows:

- (i) to approve the Role Description for the Deputy President
- (ii) to approve the Code of Conduct for University Council Members, including the 'What is Governance' paper.
- (iii) to consider further the establishment of a Capital Programmes Sub-Committee following input from the VC Designate.

(b) The following were received for information:

- (i) Responses to the Institutional Self-Assessment, including a report from the President/Deputy President following their meetings with individual members.

**3179 NOMINATIONS & GOVERNANCE REVIEW COMMITTEE
(CONTINUED)**

The University Council thanked the Secretary for strengthening the role of governance and his work in tabulating the actions and recommendations. Actions of particular note were the production of executive summaries for all SMT reports, the formalisation of a link-governor process and the introduction of a 'probationary' period for new governors. Future self-assessments would be undertaken prior to the one-to-one meetings in order that issues raised could be discussed at those meetings.

IT WAS RESOLVED to approve the recommendations.

In respect of the Audit & Risk Management Committee it was agreed that Mr Ball would remain as Chair until the end of 2019/20 academic year.

- (ii) The updated External Review of Governance table.
- (c) An update was received regarding the current position with regard to the setting of objectives for the new Vice-Chancellor. The President would take this matter forward.

3180 HUMAN RESOURCES COMMITTEE

The minutes, including the advice and recommendations, of the Human Resources Committee meeting held on Tuesday 22nd October 2019 were presented by Mrs Jeannie France-Hayhurst, Chair of the Committee.

- (a) The Annual Workforce Profile Report 2018-19. It was highlighted that local demographic data would be sought in order to add contextual information to the University's narrative, especially in relation to ethnicity.
- (b) Report of the Health, Safety and Environment Committee meeting held on Tuesday 8th October 2019. IT WAS RESOLVED to approve the Waste Management Strategy 2020-30.
- (c) Student Mental Health at the University of Chester: Academic Year 2018-19. It was acknowledged that this continued as an area of growing concern in which the University continued to invest in order to provide support to those presenting with mental health concerns.
- (d) Staff Survey Update Report.

3181 UNIVERSITY MISSION COMMITTEE

The minutes of the University Mission Committee meeting held on Tuesday 22nd October 2019 were presented by Professor Charles Forsdick, Chair of the Committee. It was highlighted that the Chester Colloquium held in June 2019 had been successful and it was hoped would become a regular event in the Cathedrals Group calendar.

3182 STUDENT UNION PRESIDENT'S REPORT

The following were received:

- (a) The Student Union President's Report together with the CSU Budget for 2018-19.

The CSU President reported the start of work to deliver the joint manifesto that incorporated points from all five Union officers and consisted of gold, silver and bronze targets. The first *Union on Tour* had focussed on ensuring students had settled into University life, providing support for World Mental Health Day and raising awareness of the need to register to vote. The 'Dear VC' campaign would also run, to present issues of interest to the Vice-Chancellor's successor. It was noted that the CSU projected a surplus at the end of the year of some £62K.

- (b) the Student Union Code of Practice for annual review.

IT WAS RESOLVED to approve the CSU Code of Practice.

3183 PREVENT

The Annual Prevent Report 2018-19 was received and discussed. It was confirmed that the University continued to have due regard to the need to prevent people being drawn into terrorism and that the risk assessment and action plan had been reviewed and updated as necessary. Whilst formal submission of the annual report was no longer required, its production had continued in order to assist the University Council in assessing discharge of its duty. The data return and assurance statement which was required by the OfS were attached to the annual return. It was also confirmed that the NW Regional HE/FE Prevent Co-ordinator would undertake a training session for members of the Senior Leadership Team in January 2020.

IT WAS RESOLVED that the President would sign the annual accountability statement for submission to the OfS, along with the data return.

3184 OFFICE FOR STUDENTS: COMPLIANCE WITH REGULATORY DEADLINES

A letter dated 21st October 2019 from OfS to the President concerning compliance with regulatory deadlines was received and discussed. It was reported that the letter had been generated because the University had been 16 days late in paying an annual fee to the designated quality body, the QAA. The Chief Financial Officer explained that this had occurred due to a timing issue associated with when the order was raised on the finance system and the bi-monthly payment run. In future years the invoice would be paid by direct bank transfer upon receipt to avoid any recurrence.

3185 SENATE

The Minutes of the following meetings were received and presented by the Vice-Chancellor:

- (a) Senate held on Wednesday 26th June 2019 and;
- (b) Senate held on Wednesday 18th September 2019.

3186 OFFICE FOR STUDENTS: compliance with regulatory deadlines

An updated list of OfS publications was received and noted.

3187 ANY OTHER BUSINESS

The President, on behalf of the University Council, recorded the University's gratitude and deep appreciation for the significant contribution to the development and progress of the institution made by Professor Tim Wheeler during his 22-year tenure as its head. A presentation was made to Professor Wheeler and the University Council wished him well in his retirement.

3188 DATES OF OTHER UNIVERSITY EVENTS

The dates of the Valedictory Ceremony, Graduation Ceremonies and Open Days and Evenings were noted.

3189 DATES AND TIMES OF FUTURE MEETINGS

Next meeting: Tuesday 17th March 2020, 9.30 a.m., & also Founders' Day Service (*Parkgate Road campus*)

Future University Council meetings

Tuesday 14th July 2020, 9.30 a.m. (*Warrington campus*)