

Council (Business Meeting)

Open Minutes

Date of meeting: **Monday, 08 July 2019**

Duration of meeting: **4:00 PM to 6:15 PM**

Location: **Missenden Abbey**

Attendance

Name	Role	Category of membership
Michael Hipkins	Chair	Independent
Irene Kirkman	Deputy	Independent
Nick Braisby		Vice-Chancellor
Joanna Boardman		Elected PSE representative
Gurdeep Chadha		Independent
Anna Crabtree		Independent
Florin Ioras		Senate nomination
Maggie James		Independent
Ken McCrea		Co-opted
Tim Marshall		Co-opted
Anthony Murphy		Independent
Jenny Newton		Independent
Lauren O'Shea		SU President (Outgoing)
Cheryl Pitt		Elected Academic representative
Susan Rosser		Independent
John Smith		Independent
Phil Wood		Senate nomination

Officers

Name	Role	Category of membership
Ellie Smith	Secretary	Academic Registrar and Secretary
Marcus Wood	Minute Secretary	N/A
Kam Ahumible	Minute Secretary	N/A

In attendance

Name	Role
John Brewer	Deputy Vice-Chancellor

Rod Mercer	Director of Finance
Alexandra Bode-Tunji	Director of Human Resources

Apologies

Name	Role	Category of membership
Baljit Dhillon		Independent
Lise Llewellyn		Independent
Tao Warbuton		SU President (Incoming)
Bob Shennan		Independent
Megan Staples		Student representative
Julie McLeod	Attendee	Pro Vice-Chancellor (Education)

Committee Business

Welcome / Apologies for Absence

19.95 The Chair welcomed members to the meeting. Apologies for absence were recorded as noted above.

Declaration of potential conflicts of interest

19.96 The Chair declared a conflict of interest in respect of agenda item 14 (Council Chair). It was agreed that he would absent himself from the meeting for this item and the Deputy Chair would take the chair.

Minutes and Action Sheet of the previous meeting

19.97 The Open and Reserved minutes of the meeting of 18 March 2019 were approved and signed as an accurate record. The status of actions was noted as per the Action Sheet provided.

Matters Arising

19.98 There were no matters arising.

Report on Chair's Actions

19.99 Council endorsed approval by the Chair of the University's Access and Participation Plan; this had subsequently been submitted to and receipted by the Office for Students.

University Business

Vice-Chancellor's Report (COU19-15)

19.100 Council received the Vice-Chancellor's report which covered the following areas:

- a) University updates, including: ongoing development of the strategic plan; recent League Table improvements; redevelopment and rebranding of the Aylesbury Campus; cost increases associated with delays to the Student Connect system which have been relayed to the software developer; restructuring activity under the final phase of the Transformation Programme; an update on recent senior appointments; and activities in relation to the OfS;

- b) Sector updates, including: further analysis in respect of the recently published Augar review; preparations for the UK's departure from the European Union (Brexit) now scheduled for 31 October 2019; and the impact of recent and future pensions changes with anticipated further increases in costs to the University;
 - c) A compilation of Bucks good news stories from April-June as reported via the University website.
- 19.101 The Vice-Chancellor further verbally reported initial outcomes from the NSS 2019 student satisfaction survey results which had been recently published:
- The University had performed well overall but had fallen slightly in comparison to the previous year while still ranking in the top quarter of all HE providers;
 - Overall satisfaction remained the same as last year at 82%, but satisfaction with most areas probed in the survey declined by around 1-1.5%;
 - Several subjects had performed very well, including psychology, computer science, accounting, finance, social work and sports provision;
 - Nursing had fallen by around 5% from the previous year's high following some challenges in delivery. This had impacted the results overall since nursing students comprised approximately one-third of all students responding to the survey.
- 19.102 The following comments were noted in discussion:
- The University is developing a rounded approach to its sports provision and the expanded School leadership team will be looking to deliver further opportunities and strategic partnerships. In particular, the team are keen to exploit synergies and strengths around disability sport and women's sport (following successes in women's football and cricket);
 - UET is conscious of the impact of the level of change on staff; some changes have been staggered as a result;
 - At a sector level, HE providers are still adapting to the OfS's regulatory approach and there are rising concerns at the current approach. A number of providers have been fined by the OfS for various breaches. The University will be reviewing its policy and approach to reporting events to the OfS clearly setting out the position on when / how / which incidents need to be reported.

Key Performance Indicators – July 2019 (COU19-16)

- 19.103 Council noted the updated KPI ratings and commentary provided. It was noted that the report could be expected to evolve alongside the emerging strategic plan.
- a) Core student numbers have fallen but are stronger than anticipated (KPI1); it was suggested that a future update should incorporate recruitment estimates as reported to the OfS;
 - b) The financial position is generally strong, following work to overcome a shortfall in partnership / apprenticeship income (KPI2);
 - c) League Table positions have shown slight improvement. Further work is needed to unpick the impact of partners on league table performance (KPI3);
 - d) TEF remains static as it is based on a three-year cycle. Further work will analyse the potential impact of NSS although this is thought to be positive (KPI4);
 - e) Volume of research and enterprise activity is low and work remains to generate income (KPI5);

- f) The two-yearly staff survey will next be measured in 20/21. Indicators need to be reviewed (KPI6). This is currently showing a downturn in staff turnover. The University is looking to improve productivity and is reviewing the outcome of the Tribal survey in relation to competitor institutions. A reported issue is the lower number of students on some courses.

Student recruitment update (Presentation)

19.104 Council received an update from the Interim Deputy Vice-Chancellor on student recruitment for September 2019. The following points were highlighted:

- The peak period for applications via UCAS is between December and January annually, and demonstrates the need to ensure efficient timescales for new course approval to plan for these peaks.
- The UK is approaching the end of the demographic dip in the 18 year old population and so can anticipate a significant increase in applications in forthcoming years.
- An Augar-directed reduction in tuition fee levels may also increase the number of applications but may harm the previous year's intake as applications are delayed until any new fee regime is introduced. This highlights the need to broaden the University's core offer reducing reliance on FTUG numbers.
- Ongoing work with the new CRM to improve analytics to better target marketing activities and drive recruitment.
- The University is on track to meet its recruitment targets and with the successful introduction of Foundation Years is noting a +4% increase in offers and good conversion, and is outperforming competitors. This will place additional pressure on Clearing to retain applicants. A Clearing Action Plan has been developed.

19.105 Council also considered the introduction of accelerated (two-year) degrees. It was noted that these were not as popular within the sector as previously and were appropriate for particular markets, e.g. mature students. They also needed to be carefully targeted to ensure core programmes were not negatively impacted. Some accelerated programmes suffered from high drop-out rates and could often be difficult to recruit to.

Transformation Programme Update (Verbal)

19.106 It was reported that the University's two-year Transformation Programme was due to close at the end of July. There will be a final meeting of the Council Advisory Group (CAG) formally to close the programme.

19.107 Some activities would continue as part of normal processes, including in particular programme renaissance and restructuring activities (TP3).

19.108 It was noted that there may be accounting (and budgetary) implications for some of the redundancies to be completed as part of TP3 due to crossover between financial years. These would be reviewed by the Director of Finance.

Action: Rod Mercer

Minutes from University Committees (COU19-17)

19.109 Council received without comment the minutes from the following University committees:

- Senate, 5 June 2019;
- Education Committee, 27 March and 20 May 2019.

19.110 Minutes from the Research and Enterprise Committee, 14 May 2019, would be circulated to members in due course.

Action: Officer

Students' Union President's Report (Presentation)

19.111 Council received a verbal presentation from the outgoing SU President. This covered highlights from across the year, campaign activity, and challenges for 2019-20, including the development of a leadership academy. It was noted that the SU expected to retain its position as one of the top three Students' Unions in the country following publication of NSS results.

19.112 It was noted that the SU had previously discussed opportunities for students at the Aylesbury Campus but the current mixture of Bucks and BCG students had previously made this difficult. Strategic plans for Aylesbury would enable the SU to focus its offering across all three campuses.

Governance Committee

Minutes from the previous meeting

19.113 Council received the minutes from the meeting of 3 June 2019. Attention was drawn to the Governance Effectiveness Review to be undertaken during 2019-20.

Council Chair Appointments

19.114 The Chair absented himself from the meeting for consideration of the following two items due to the declared conflict of interest.

Proposal for extension of term of Council Chair (COU19-18)

19.115 Council approved unanimously the proposal to extend the term of the current Chair of Council, Dr Michael Hipkins, to 31 July 2021, providing stability in leadership while changes in the University's Executive Team and installation of a new Strategic Plan were embedded. It would also enable smooth transition and sufficient time to appoint a new Chair from 1 August 2021.

Proposal to appoint Dr Michael Hipkins as Pro-Chancellor of the University (Tabled Paper)

19.116 Council further approved unanimously the proposal to introduce the position of Pro-Chancellor of the University, and to invite Dr Michael Hipkins to serve in this role until the end of his term of office as Chair of Council on 31 July 2021. It was noted that the role of Pro-Chancellor is an honorary, unremunerated and primarily ceremonial role and will involve a commitment of 5-10 days annually including attendance at the University's graduation ceremonies.

19.117 Dr Hipkins was invited to return to the meeting where he formally accepted both appointments and thanked the University for the honour bestowed.

Council Recruitment Update (COU19-19)

19.118 Council noted the update on the recruitment process and approved the following three candidates as independent members of Council to serve for a four year period from 1 August 2019:

- a) Dr Annet Gamell, a former GP, CEO and non-Executive Director with extensive Board level experience in the NHS;

- b) Mr Andy Cole, Chief Executive of The Royal Star & Garter Homes with extensive experience working in the charity sector and at Board level, and experience across a number of portfolio areas at the University;
- c) Mrs Supriya Sobti, Head of Regulatory Assurance, Regulatory Control at the Royal Bank of Scotland, a qualified Chartered Accountant with experience of working within a regulated sector.

19.119 The Secretary will write formally to all the successful candidates inviting them to accept their appointments.

19.120 Governance Committee will continue to review potential appointments and may consider co-opting a further member to meet any skills gap identified.

Membership of Council on other Boards and Committees for 2019-20 (Verbal)

19.121 The Secretary reported that work is ongoing to finalise the allocation of members (including the new appointments) to Council Boards and Committees. Members will be written to in due course.

Action: Secretary

Equality, Diversity and Inclusion (EDI) Annual Report and Action Plan 2018-19 (COU19-20)

19.122 Council approved the revised EDI report and noted alignment to the University's Access & Participation Plan.

Committee Effectiveness Review (Verbal)

19.123 The Secretary thanked members for completing the survey. Results would be analysed and used to inform committee allocations for 2019-20 (above) and would be formally reported to the October meeting of Governance Committee for monitoring of actions.

Calendar of meetings for 2019-20 (COU19-21)

19.124 Council noted the final calendar of meetings for 2019-20. Members would receive calendar invitations to meetings once allocations had been confirmed.

Resources Committee

Minutes from the previous meeting

19.125 Council received the minutes from the meeting of 25 June 2019.

19.126 It was noted that Resources minute 19.53 relating to staff turnover shows a discrepancy from data held elsewhere following a recent spike in activity. The data was correct as of the end of May 2019 and varies between months.

Financial position (M9) and forecast for 2018-19 (COU19-22)

19.127 Council noted the latest financial position and forecast as at end of May 2019 which had been discussed in detail by the Committee. The forecast demonstrated that the University remains on track against the deficit budget agreed. Work on cost control to offset reduced income was commended.

19.128 It was further noted that the forecast as reported will see a halt of the decline in income over the five-year period since 2019 which represented achievement of a significant milestone by the University.

Budget for 2019-20 and four-year forecast to 2023-24 (COU19-23)

- 19.129 Council considered the budget as recommended by the Resources Committee. This did not take into account any changes that may arise as a result of the Augar Review or other changes in Government policy, including in particular changes to foundation year provision, fee levels or the apprenticeship system. A note had been included in the report to this effect.
- 19.130 The Committee noted and considered planned further rises in tuition fee income from partnership and apprenticeship income:
- Apprenticeship income included a 20% uplift at the end of apprenticeship programmes as further funding was released. There is also a shift away from many traditional courses towards apprenticeships, especially in the public sector. Apprenticeship work had been risk-assessed and greater confidence could be placed in figures vs previous estimates. Resources Committee had also recognised the level of risk associated with a change in government policy.
 - A further year of growth of partnership activity was forecast and then activity stabilises. Risks relating to the large volume of partnership activity had been recognised.
- 19.131 The Committee also noted that:
- The University's asset base would reduce by the end of the budget period (from £81m to £68m). This related in part to the impending sale of the Missenden Abbey estate;
 - The projected cash / cash equivalent balance would rise from £19.2m to £61.6m over the budget period enabling investment in the University's estate and digital infrastructure as well as other costs to be identified in the strategic plan.
 - The University would remain susceptible to banking covenant restrictions through to the end of the loan period in 2039 (which included a minimum cash balance requirement); however, these would be progressively easier to achieve as the financial position improved.
- 19.132 Council approved the budget, subject to resolution of the technical issue relating to redundancy liabilities previously reported (above, minute 19.108).

Office for Students (OfS) Letter on Financial Sustainability (COU19-24)

- 19.133 Council noted receipt of the letter from the OfS to all HE providers and the commentary prepared which provided assurance of the University's financial sustainability against each of the OfS indicators.

OfS five-year Financial Forecast (Verbal)

- 19.134 Council noted that the University is awaiting details of the OfS preferred format for the forecast to be provided. The University's budget (above) would be subsequently transferred into this format.
- 19.135 It was agreed that Chair's Action would be used as necessary to approve submission of the forecast by the required deadline.

Tuition fees for 2020-21 for non-controlled provision (COU19-25)

- 19.136 Council approved the fees for non-controlled provision (including PTUG, postgraduate, and overseas provision) as recommended by Resources Committee and in line with RPI forecasts.

Amendment: Treasury Management Policy (COU19-26)

19.137 Council approved changes to the policy as set out in the paper to:

- a) Increase the placements over 6 months to £5m
- b) Increase the deposit limit to Barclays Bank to £30m, covering peaks in income receipts, particularly receipt of SLC income

19.138 Council further noted the discussion at the Committee relating to the opening of new accounts and the decision not to proceed at this stage.

Students' Union Draft Budget and Funding Package (COU19-27)

19.139 Council approved the SU Block Grant Allocation as part of the draft budget and funding package recommended by the Committee. This included an additional funding uplift agreed with UET recognising the SU's work to support University initiatives.

19.140 The Chair endorsed the SU's ongoing activity as an integral part of the University and its strategic plans.

Audit Committee

Minutes from the previous meeting

19.141 Council received the minutes from the meeting of 11 June 2019. Attention was drawn to the following internal audit outcomes (with associated priority recommendations):

- Satisfactory assurance level for Financial Processes and Systems
- Satisfactory assurance level for IT Risk and Control
- Satisfactory assurance level for Staff Appraisal, Training and Development

19.142 Council further noted approval of internal and external audit plans, including clear dates / timeframes for delivery of the external Audit Findings Report (Audit minute 19.101).

19.143 A slight increase was also reported in respect of the latest strategic risk assessment for teaching and learning outcomes as a result of the potential impact of phase 3 restructuring activities (Audit minute 19.108).

Any Other Business

Reports / Updates from Subsidiary Companies (Verbal)

19.144 The following updates were noted:

- Buckinghamshire UTC: Work is ongoing for Bucks UTC to join a Multi Academy Trust (MAT);
- Missenden Abbey: The contract with the appointed agents has now been terminated and progress is being made with the new preferred buyer. The University is looking to develop formal heads of terms and is discussing options for purchase while limiting exposure;
- BEST: Updates have been provided in the Budget papers to Council.

Feedback from sector events attended by Council members (Verbal)

19.145 Feedback was reported as follows:

- A recent JISC Connect event attended highlighted the future of AI and immersive technologies in teaching and learning activities. One session related to a new form of collaborative course development and technology at the University of Northampton which supported rapid development and accreditation checking.
- The CUC Plenary in April focused on Augar and the initial Brexit deadline

Thank you to departing Council Members (Verbal)

19.146 Council noted that terms of office for the following members would be expiring on 31 July 2019:

- Phil Wood, as current Senate nominee
- Megan Staples, student representative
- Lauren O'Shea, outgoing SU President
- Jenny Newton, Independent Member and former Deputy Chair
- Baljit Dhillon, Independent Member and former Chair of Audit Committee
- Lise Llewellyn, Independent Member
- Gurdeep Chadha, Independent Member

19.147 The Chair extended thanks on behalf of all members for their working support Council and the University.

Date of next meeting (Verbal)

19.148 The date of the next meeting was confirmed as 8 October 2019 which would focus on strategic activities. The next Business meeting would be on 18 November and would include the annual joint-meeting with Senate.

Signed: _____ Date: _____
Dr Michael Hipkins (Chair of Council)

Drafted (Minute Secretary): 17-Jul-2019
Checked (Clerk to the Council): 29-Jul-2019
Checked (Vice-Chancellor): 30-Jul-2019
Confirmed for circulation (Chair): 30-Jul-2019