

## **COUNCIL – BUSINESS MEETING**

### **Open Minutes**

Of the meeting held on Monday, 16 March 2020 in Room 3.07, Uxbridge Campus.

**Present:** Michael Hipkins (Independent [Chair]), Irene Kirkman (Independent [Deputy Chair]), Nick Braisby (Vice-Chancellor), Florin Ioras (Senate Nominee), Maggie James (Independent), Tim Marshall (Co-opted), Ken McCrea (Co-opted), Megan Staples (Student representative).

**Dialled in** Andy Cole (Independent) - until 5.10pm, Anna Crabtree (Independent), Annet Gamell (Independent), Maggie James (Independent), Susan Rosser (Independent), John Smith (Independent), Supriya Sobti (Independent), Cheryl Pitt (Elected academic representative).

**In attendance:** Gavin Brooks (Deputy Vice-Chancellor), Rachel Cragg (Interim Pro Vice-Chancellor: Education and Digital), Matt Hiely-Rayner (Director of Strategic Planning & Change), Claire O’Callaghan (Academic Registry), Chris Reilly (Interim Director of Finance), Ellie Smith (Academic Registrar and Secretary).

**Apologies:** Joanna Boardman (Elected PSE representative), Alexandra Bode-Tunji (Director of Human Resources), Anthony Murphy (Independent), Bob Shennan (Independent), Tao Warburton (Students’ Union President), Marcus Wood (Academic Registry).

### **COMMITTEE BUSINESS**

#### **Welcome**

20.20 The Chair welcomed the members of the meeting including those dialing in. Apologies for absence were noted.

#### **Declaration of conflicts of interest**

20.21 No conflicts were declared.

#### **Minutes of the previous meeting**

20.22 The Open and Reserved minutes of the Business meeting on 18 November 2019 and the Strategy meeting on 11 February 2020 were approved as an accurate record.

#### **Matters arising / Status of actions**

20.23 The status of actions was noted as per the action sheet.

- Minute 19.200 - Slavery and Human Trafficking Statement: The Secretary was tasked with clarifying the status of this statement and ensuring the current version is uploaded to the website.

#### **Action: Secretary**

- Minute 19.180 – Rebranding: It was reported that the Director of Marketing & Student Recruitment is completing further work to gather feedback on the ideas proposed and will reconcile the results before presenting to UET and then to Council. As part of this work the same presentation was given to Students' Union Council and fieldwork is being conducted with prospective applicants to gather views. Feedback so far has been largely consistent in that some change to the visual branding of the institution, and the way in which these are used, would be welcome. A concern raised was around changing the visual branding being 'too traditional looking' that the sense of being a forward thinking, contemporary organisation is lost.

### **Chair's Action**

20.24 No Chair's Actions had been taken since the previous meeting.

## **UNIVERSITY MATTERS**

### **Vice-Chancellors Report (COU20.02)**

- 20.25 Council received the Vice-Chancellor's report which covered the following areas:
- a) University updates, including current recruitment position, financial performance, OfS requirements, Student Connect, UET appointments, and estate developments
  - b) Sector update, including industrial relations and the appointment of the new Universities minister
- 20.26 Council further noted that Michelle Donelan, Universities' minister, had been invited to visit the University. It was noted that Chris Millward, Director of Fair Access and Participation at OfS is due to visit in June.

### Covid-19 Update

- 20.27 The Vice-Chancellor highlighted the work of the Strategic Major Incident Group, chaired by the Deputy Vice-Chancellor, in formulating the response. In general terms, the University is following the Government guidance and operating as normal to date. Public health measures are in place including: installation of hand sanitiser, advising staff and students on how to keep themselves safe, self-isolation as required, cancelling high risk activities including foreign travel.
- 20.28 Council noted that OfS have made the reporting of Covid-19 related cases (suspected and self-isolating) an ongoing condition of registration. It was noted that these figures are independently reported to Public Health England. A further update around reportable events was anticipated. OfS had further advised there would be considerations for institutions that independently move away from face-to-face delivery, against current advice, around the extent to which students needs are protected.
- 20.29 The University is planning and preparing for a move to online delivery should the official guidance change and this is being closely monitored. Staff with specific medical concerns have been advised to discuss these with their line manager so allowances can be made. It was noted that a degree of misinformation is having an impact on levels of concern among staff and students.
- 20.30 It was noted that the number of cases and other figures related to Covid-19 in the report were out of date and these were updated verbally by the Deputy Vice-Chancellor.
- 20.31 Council noted the preparations that were underway to transition from face-to-face teaching to a full provision of online delivery in a short time frame which included:

- full training and guidance for all staff; academics who will be delivering and PSE who will be supporting this activity (training can be delivered remotely)
- the cancellation or postponement of non-essential activities
- the utilisation of Blackboard, BEN and Microsoft Teams as communication tools
- Q&A document drafted for students
- exceptional regulations drafted to minimise impact around assessments to be agreed by Senate
- alternative assessment options created, recorded and put through quality assurance (to replace examinations)
- prioritisation of final year student activities
- close adherence to the advice of any professional bodies for accredited courses
- regular meetings of the major incident group

20.32 Council requested and received clarity on various points relating to the planned measures and timescales for these. The Chair concluded the discussion by noting that planning seemed to be at an advanced stage with the University well poised to translate the expected guideline changes into action. The need to acknowledge the concerns of staff and students during this period was highlighted. Council supported the measures being taken.

#### **Key Performance Indicators (COU20.03)**

- 20.33 Council considered the updated Key Performance Measures prepared in March 2020. In addition to presenting the results in the usual way, a new presentation format was also shown to Council members and this was circulated via email before the meeting for those dialing in.
- 20.34 The new format introduced benchmarks and the option to filter based on University and partner provision as well as drill down to a School level. It was noted that the dashboard presentation will increasingly support all the additional detail for each KPI. A more up to date continuation indicator is included which users can access to predict progression rates and sector context can be added.
- 20.35 It was proposed that, in addition to the presentation of data, a deeper interpretation of the data featuring commentary is also brought to Council for consideration. The Chair noted that this was a considerable step forward, in particular the option to drill down.
- 20.36 Council briefly discussed student recruitment in relation to the KPI target and measures to improve the student experience on the campuses in the interim while numbers are lower. It was noted that there are plans for new courses and the repurposing of spaces on the High Wycombe campus for student support. Additionally, it was noted that the catering provision has been improved and there are long term estate plans to utilise the spare space in High Wycombe. It was further reported that the use of the Uxbridge campus is being reviewed to ensure the best use of the space to meet student needs.
- 20.37 The student representative raised that there is a lack of dedicated social student space currently and encouraged the consultation on changes to include students. It was noted that Impact 22 identified the need for a variety of student spaces.

#### **Minutes from University Committees (COU20.04A-D)**

- 20.38 Council received the minutes from the following University committees:
- Research & Enterprise Committee (27 November 2019)

- Senate (18 December 2019)
- Education Committee (22 January 2020 and 4 March 2020)

### **University Constitutions and Terms of Reference (COU20-05)**

20.39 Council noted the updated terms of reference.

### **Gender Pay Gap (COU20-06)**

20.40 Council approved the statement to be added to the University website.

20.41 The Council queried the reason for the significant fall in the median pay gap from 2018 to 2019 which was referred to HR. The response is included as a post meeting update at the end of these minutes.

### **Students' Union President's Report (COU20-07)**

20.42 Council considered the latest report which included an update on the Students' Union election. Council offered their congratulations to the successful candidates.

20.43 Council noted the significance of the Venue refurbishment in terms of appealing to students and providing a key resource for those studying event management. It was noted that preliminary conversations had taken place with the Students' Union in terms of how this fits within the long-term estates plan.

### **Use of the University's Seal and Coat of Arms**

20.44 Council noted that there had been no use of the Seal or Coat of Arms in the period since the last meeting.

## **GOVERNANCE COMMITTEE**

### **Minutes from the meeting of 04 February 2020**

20.45 Council received the minutes.

20.46 Attention was drawn to the following area:

- The Periodic Governance Review will utilise internal expertise and be carried out via a sub-committee. The intention to co-opt a further member of Council to this steering group was noted.
- The ability to complete a full review in the planned time period may be dependent on the impact of Covid-19.

## **RESOURCES COMMITTEE**

### **Minutes from the meeting of 03 March 2020**

20.47 Council received the minutes and noted the salient points identified. Attention was drawn to the need in particular for more accurate forecasting as to when apprenticeship income can be realised.

### **Financial Position (M5) and forecast for 2019-20 (COU20-08)**

20.48 Council received the report as considered by the Resources Committee on 3 March 2020.

### **Remediation of Overdraft Fee Charging (COU20-09)**

20.49 Council approved the resolution as set out in the Overdraft Facility Agreement Letter and the letter was signed at the end of the meeting, following one clarification by the Director of Finance.

20.50 It was resolved:

1. That the borrowing of the Facility by the Borrower (subject to any limits contained in the Facility Agreement) on the terms and conditions set out in the Facility Agreement is in the interests of and for the benefit of the Borrower and is most likely to promote the success of the Borrower for the benefit of the members as a whole and that such terms and conditions be and are approved and accepted.
2. That the Vice-Chancellor and the Interim Director of Finance are authorised to sign the Facility Agreement on behalf of the Borrower to indicate acceptance of the terms and conditions.
3. That the Bank is authorised to act in all matters concerning the Facility upon instruction from the Borrower signed in accordance with the Bank's mandate for any of the accounts of the Borrower held with the Bank current from time to time or, where permitted, by telephone from any person specifically authorised to give such instructions.

## **AUDIT COMMITTEE**

### **Minutes from the meeting of 28 January 2020**

20.51 Council received the open minutes and noted the following items:

- Internal Audit reports for Capital Risk and Expenditure and IT Risk and Control are satisfactory
- Strategic Risk Register item for the School of Aviation and Security as 'exposed' status on local risk register

20.52 Council was updated by the Deputy Vice-Chancellor on meetings held with the Head of School who is aware of the recruitment challenges. The impact of Covid-19 on recruitment targets, and the aviation industry as a whole, was noted. It was further noted that new courses are planned with some already approved but these will take some time to bed in and yield robust student numbers.

## **REMUNERATION COMMITTEE**

### **Annual Remuneration Report (COU20-10)**

20.53 Council received the report, noting the intention to bring next year's report to the Autumn meeting for a more timely update.

20.54 Key points highlighted included competitiveness of pay, particularly at a senior level, bench marking, performance related pay, and pensions.

20.55 There is ongoing work in relation to the pay policy in the above areas.

## **ANY OTHER BUSINESS**

### **Subsidiary companies and related organisations reports**

20.56 Council received the following updates:

- Bucks UTC – moving towards amalgamating with the multi academy trust of Merchant Taylors
- BEST – no activity or wider purpose currently but with an option for the future

- Missenden Abbey – sale progressing, expected to exchange and complete by the end of April

### **Feedback from sector events**

- 20.57 An update was provided by Tim Marshall following his attendance at Digifest 2020. The impact of Generation Z in the workplace was highlighted and the effect on communication methods. The relevance to the University was noted due to the mixed student profile spanning broad age ranges.
- 20.58 **2018-19 Financial Accounts ,Note 6:** The Chair said a question had been raised in relation to the accuracy of note 6 in the 2018-19 Financial Accounts annual report related to the Vice-Chancellor's remuneration. A request had been made to the internal auditors to analyse the paragraph in question to determine if it could be construed as misleading. Council will be updated on the outcome at the next meeting in July.

**Action: Secretary**

### **Private Council Business**

There was no private business raised.

### **Date of next meeting**

The next meeting will take place on 06 July 2020.

### Post Meeting Update

Agenda item: 10: Gender Pay Gap

A question was raised by one of the members about why the median value in 2019 had fallen for BNU so dramatically between 2018 and 2019. The drop in median can be attributed to the following factors:

1. Significant decrease in the mean gap between male and female pay for the following groups:
  - a. PSEs overall
  - b. Lower pay grades (A to F - most of the gaps within these salary bands have now shifted in favour of females)
2. The proportion of female Associate Lecturers has increased from 48% in 2018 to 61% in 2019, and the hourly rate for this group is mid-range for both groups.

The range between lowest and highest values has also dropped significantly for females, from £101.18 in 2018 to £81.40 in 2019 and has risen for males from £56.55 in 2018 to £92.77 in 2019.