

**COUNCIL**

**26 November 2020 at 9:00**

**Microsoft Teams**

**MINUTES**

*Sections marked Commercial in Confidence are claimed as exempt from publication under Section 43 of the Freedom of Information Act on the grounds of commercial sensitivity.*

<b>Members:</b>	Chair – External member	Mr Michael Queen
	Joint Vice-Chair – External member	Mr Vib Baxi
	Joint Vice-Chair - External member	Ms Rachel Hubbard
	Treasurer - External member	Mr Robert Napier
	President & Vice-Chancellor	Prof Max Lu
	Provost & Executive Vice-President	Prof Michael Kearney
	Vice-Provost, Education	Prof Osama Khan
	Vice-Provost, Research & Innovation	Prof David Sampson
	Chief Operating Officer	Mr Andy Chalklin
	Vice President, External Engagement	Mr Patrick Degg
	President, Students' Union	Ms Lizzie Rodulson
	Member elected by Senate	Prof Esat Alpay
	Member elected by Senate	Prof Helen Griffiths
	Member elected by Senate	Prof Amelia Hadfield
	External member	Mr Elliot Antrobus-Holder
	External member	Dr Tony Bragg
	External member	Ms Judith Eden
	External member	Mr Charlie Geffen
	External member	Dr Mike Goodfellow
	External member	Ms Pam Jestico
	External member	Mr Nigel Jones
	External member	Mr Peter Maskell
	External member	Ms Pam Powell
	External member	Ms Jan Sawkins
	External member	Mr Nick Standen

**In attendance:** Ms Ros Allen, Head of Governance Services  
Ms Martine Carter, Director of Strategy and Executive Officer  
Mr Phil Grainge, Chief Financial Officer  
Ms Sarah Litchfield, University Secretary & Legal Counsel

**By invitation:** Ms Helen Baird, SUMS consultant  
Mr Martin Conway, SUMS  
Mr Will Davies, Chief People Officer (20/110)  
Ms Lucy Evans, Chief Student Officer (20/114)

**A INTRODUCTORY ITEMS**

**20/098 Preliminary items**

- .1 It was noted that Helen Baird and Martin Conway from SUMS Consultancy who were carrying out an effectiveness review of Council were attending as observers.

**20/099 Apologies**

- .1 Apologies were received from Judith Eden, Charlie Geffen and Robert Napier.

**20/100 Declarations of Interest**

- .1 None

**20/101 Minutes**

- .1 The minutes of the meeting held 16 July 2020 were **adopted** and **agreed** for publication, subject to some minor amendments.

**Action: RA to amend minutes and recirculate.**

- .2 The minutes of the Council extraordinary meeting held on 21 September 2020 on preparing for the future were **adopted** and **agreed** for publication.

**20/102 Matters Arising**

- .1 The updated actions log was **noted**.

**20/103 Chair's Items**

- .1 Council **ratified** the following resolutions passed electronically:

- Approval of the Blackwell Park Ltd Governance Agreement on 25 August
- Approval of the appointment of Baroness McGregor-Smith as a Pro-Chancellor on 28 September. It was noted that an induction process was being scheduled.
- Renewal of Max Taylor as Pro-Chancellor for another term on 23 October
- Approval of the Student Experience Committee ToR on 13 November

**20/104 Vice-Chancellor's Report**

- .1 The VC presented the report.
- .2 Noting that UG applications for 2021 entry were down 23% year on year, there was discussion about the reasons for this and the measures being taken to promote the University to a wider student audience. It was noted that while there was some concern, the factors were understood and significant work was taking place in Marketing, Recruitment and Admissions.
- .3 In recognition of the hard work of staff, an extra day's holiday had been awarded on 23 December this year.
- .4 It was noted that an expression of interest had been submitted for a SURE Loan. Council approval would be sought electronically if it was approved by Executive Board.

**B ITEMS FOR CONSIDERATION AND/OR APPROVAL**

**20/105 Yearend outturn 2019/20 and ytd performance**

1. Phil Grainge gave a presentation.
- .2 The following points were noted on the 2019/20 accounts:
  - .2.1 The surplus had increased to £44.2m mainly due to a USS pension adjustment of £38.4m. The net impact of USS pension deficit recovery provision adjustments over the last two years was -£16m.
  - .2.2 Even without the pension adjustment, a surplus of almost £6m had been achieved.
  - .2.3 The operating cashflow was £5m higher than the LLE (the live forecast updated regularly between March and June), mainly due to the addition of £3m of furlough support and £2m of operational savings.
- .3 The following points were noted on the 2020/21 year to date accounts
  - 3.1 The research performance was ahead of budget as research activity had not been disrupted as much as had been anticipated. However, it was noted that the PGR recruitment remained uncertain and could impact on the research base in future years.
  - 3.2 There was discussion of whether, given the significant underspend in capital in 2019/20, there were capital works that were becoming urgent. It was noted that pressures were being monitored and would be dealt with as required.
  - 3.3 Further furlough payments of £500k-£600k had been received in the current financial year.

**20/106 Annual Quality Assurance Report**

- .1 Osama Khan gave a presentation.
- .2 Council noted the highlights of performance in terms improvements to awards, progression, the awarding gap and graduate outcomes. Further investigation would take place of what interventions had been the most effective in improving BAME student performance and this would be reported back to Council.
- .3 Highlights should be shared with students.
- .4 Council approved the report.

**20/107 Annual Report on OfS Conditions of Registration**

- .1 Sarah Litchfield presented the report for Council to note.

**20/108 85 Plan update**

- .1 Osama Khan presented the update.
- .2 The following additional points were noted:
  - .2.1 Students appeared to be recognising and appreciating the greater focus on the student experience.
  - .2.2 Hybrid education brought some improvements to the learning experience – for example, students could consume online learning at their own pace and convenience.
  - .2.3 Support Services were cognisant of the additional pressures on students in the current

pandemic and were all available online as required. Additional resource had been put into areas like Wellbeing. Financial pressures from student or family unemployment were also recognised and consideration would be given to increasing the Hardship Fund.

- .3 It was noted that the OfS and Department for Education were reviewing the future use of the NSS. In the current year, institutions did not have to promote the survey, but Surrey would continue to do so to get the most out of it.

#### **20/109 85 Plan Communications Plan**

- .1 Patrick Degg presented the paper.
- .2 Council noted the examples of campaign materials and the phasing and the focus groups and consultations that had been held. Students appeared to be generally very positive about the campaign.

#### **20/110 People Survey**

- .1 Will Davies attended to give a presentation.
- .2 The following key points were noted:
  - .2.1 There would need to be significant work to increase the engagement score to 75% given that it had been between 68 and 70 for most of the last ten years. The NSS 85 Plan communications plan should address staff engagement.
  - .2.2 It was noted that the Leadership and Decision-Making score included a question on to what extent staff felt that their views were considered when significant decisions were taken. Discussion in focus groups suggested that the question may need rewording.
  - .2.3 The HEI norm comparator data was based on surveys over the previous 18 months, so may not always present a fair comparison given that some would have taken place pre-pandemic.
  - .2.4 Only 37% of respondents thought that positive action would be taken as a result of the survey. In this context it was particularly important to take positive action and to be seen to do so.
  - .2.5 With respect to wellbeing, the data showed that working from home could impact negatively on staff wellbeing as it becomes difficult to maintain a work life balance.
  - .2.6 For academic staff, proportionate conversations on performance in the Module Evaluation Questionnaires took place, cognisant of the impact of hybrid teaching, while still ensuring quality. The annual appraisal process had shifted its balance to be more developmental and supportive.

#### **20/111 Financial Statements**

- .1 Phil Grainge presented the papers. It was noted that the statements had been thoroughly reviewed by Audit and Assurance Committee and Finance Committee. Finance Committee had focused on the Going Concern statement in keeping with its focus on current and forward issues.
- .2 Council **noted** the External Auditor's Year End report.
- .3 Council **noted** the Going Concern paper
- .4 Council **approved** signature of the Representation Letter.

.5 Council **approved** the Consolidated Financial Statements. Formal signing was expected to be completed before Christmas, dependant on the final external auditor's letter.

.6 Council **noted** the performance summary for subsidiaries.

.7 Council **approved** the Trust Fund Accounts.

#### **20/112 Annual report from the Audit and Assurance Committee**

.1 Mike Goodfellow presented the paper for Council to note.

#### **20/113 Treasury Management Policy**

.1 Phil Grainge presented the paper.

.2 Council **approved** the policy.

#### **20/114 Annual Prevent Report**

.1 Lucy Evans presented the paper.

.2 It was noted that there was an increased risk of radicalisation for staff and students when working from home, as a result of increased periods of isolation. The University has been mindful of that and taken measures to ensure staff and students felt supported.

.3 Council **approved** the submission to the OfS.

#### **20/115 Honorary Degrees**

.1 Max Lu presented the paper.

.2 Council **approved** the recommendations for honorary degrees.

#### **20/116 Governance Review**

.1 Michael Queen presented the paper.

.2 It was recognised that the demand on University Councils was growing significantly and was likely to increase further.

.3 Council **approved** the reduction of membership from 25 to 18 and **agreed** that the Senate representation of three should be maintained. The membership was therefore **approved** at:

- Eleven lay members
- Four ex-officio members
- Three Senate nominees

.4 Lay members with HE experience were increasingly required. There was brief discussion of how to ensure a cross section of society on the lay membership of Council, including the possibility of providing financial remuneration to members which could enable people early in their careers to take up roles on Council. Noting that this was under discussion at UUK and the CUC, it was agreed to wait for guidance from these bodies.

.5 A number of other suggestions for improvements to governance were noted, including maintaining an accessible list of lay member membership of other committees and bodies at the University.

**Action: RA**

.6 Council **approved:**

- a. An increase in Council meeting frequency from four to six meetings annually;
- b. A reduction in the number of Finance Committee meetings from five to four meetings annually;
- c. A reduction in the lay membership of Finance Committee from six to four.

All amendments would be implemented fully for 2021/22.

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**C ITEMS FOR INFORMATION ONLY**

**20/117 Annual Treasury Management Report**

Council **noted** the report.

**20/118 Annual USSU Oversight Report**

Council **noted** the report.

**20/119 Annual Research and Innovation Report**

Council **noted** the report.

**20/120 Research Integrity Annual Statements**

Council **noted** the report.

**20/121 Subcommittee report**

Council **noted** the report.

**20/122 SSP Annual Report**

Council **noted** the report.

**20/123 Blackwell update**

Council **noted** the report.

**20/124 Annual HR Report**

Council **noted** the report.

**20/125 Health and Safety Report**

Council **noted** the report.

**20/126 Remuneration Committee Report**

Council **noted** the report.

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**D CLOSING ITEMS**

**20/127 Any Other Business**

.1 Council noted a request from the USSU President for consideration for the University to fund PCR Covid tests for international students who needed one to be able to travel home for Christmas. It was agreed that the Executive would follow up with the USSU President to seek ways in which any problems of International students travelling during the pandemic could

be mitigated.

- .2 Council registered its sincere and heartfelt thanks to Michael Kearney for his distinguished and valued contribution to the University and Council over his many years at the University.

**20/128 Date of next meeting**  
11 February 2021

**Mr Michael Queen**  
**Chair**