

THE COUNCIL



Minutes of the meeting held on 14 May 2018

Present: The Chair of the Council (Mr J. Greenwell), The Treasurer (Mr M. Williams), the Vice-Chancellor (Professor D. Richardson), the Pro Vice-Chancellor (Professor F. Lettice), the Deputy Vice-Chancellor (Professor N. Ward), Independent Members (Mr S. Blease, Mr J. Clayton, Mr G Jones, Miss G. Maclean, Ms L. McGillivray, Dr K Skoyles and Dr W. Thomson), Members appointed by the Senate (Professor N Boodhoo and Ms H. Lewis), Member appointed by the Support Staff (Mr C. Brown) and the Student Representatives (Ms M. Leishman)

With: The Acting Registrar and Secretary (Mr I. Callaghan), the Interim Director of Finance, (Mr J. Brown), PA to Acting Registrar and Secretary (Mrs E Rymarz), the Head of Corporate Communications (Mr A. Stronach).

In attendance: The Pro-Vice-Chancellors of Faculty (Professor S. Barrow, Professor J Collier, Professor D. Edwards and Professor P Gilmartin)

Apologies: Mr J. Robinson

49. MEETINGS SINCE THE LAST MEETING OF COUNCIL

The following meetings had taken place since the last meeting of Council:

Widening Participation Committee and Learning and Teaching Committee (14 March 2018)
Standing Committee of the Assembly (27 March 2018)

50. MINUTES

Confirmed
the minutes of the Council meeting held on 12 March 2018.

51. DECLARATIONS OF INTEREST

None declared.

52. STATEMENTS BY THE CHAIR OF COUNCIL

The Chair offered his thanks to Ian Callaghan as Acting Registrar & Secretary. Ian will assume the title of Chief Resource Officer and undertake the role of University Secretary commencing on 21 May 2018.

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53. STATEMENTS BY THE VICE-CHANCELLOR

1. Potential gift to the Sainsbury Centre for Visual Arts

The Vice-Chancellor advised that the University had decided not to pursue the potential gift to the Centre. Both Lord Sainsbury and Gatsby Trustees had to be comfortable with any potential gift and they were not on this occasion. It was noted that the University needed to engage with them much earlier in the process. However, the Vice-Chancellor reported on another gift to the University from the Estates of Joyce and Michael Morris, to the value of £2m.

2. The Vice-Chancellor reported on his visit to the Quadram Institute that morning where Sam Gyimah, Minister for Universities, Science, Research and Innovation and Sir Mark Walport, CE UK Research and Innovation were guests, ahead of their announcement of £40million investment from BBSRC for food, health & microbiome research.

54. REPORTS FROM THE VICE-CHANCELLOR

Received and considered

- (1) an Annual Report and presentation of key performance indicators from the Vice-Chancellor. (A copy is filed in the Minute Book, ref. COU17D038)
 - (2) the Vice-Chancellor's standard report to Council. (A copy is filed in the Minute Book, ref. COU17D039)
- a) USS situation: UUK/UCU are in the process of agreeing a joint group (3 UUK members, 3 UCU members and 1 independent chair) to assess the 2017 valuation of the USS pension scheme. That group will report in the autumn. It is hoped that the outcome will be an agreement on the valuation of the scheme, what the solutions are and that they are acceptable to the employers and the Pensions Regulator going forward. The process needs to be completed by autumn - without an agreement by 1.4.19 Rule 76.4 is triggered and a solution imposed which will be expensive to employers and employees (employer contribution increased from 18% to 25% and employee contribution up from 8.5% to 11.5%); an additional annual cost to the University of £7m which would be unsustainable. **ACTION: a further report will go to Council in the autumn.** Industrial action has been suspended but if there is no satisfactory outcome by early autumn, industrial action could take place in November. After that time UCU would have to call another ballot.
 - b) Pay negotiations: an offer is on the table at 2% (with up to 2.85% at the lower end of the scale).
 - c) National Living Wage: the Vice-Chancellor advised that he and the Chief Resource Officer were investigating the costs and impacts that would arise if the University were to become a Living Wage Foundation National Living Wage employer.
 - d) League tables: VC reported that we have moved to 14th in the Complete University guide.

- e) New 5-year plan: VC announced his intention to develop a new 5-year plan which would be an opportunity to re-visit the KPS. Mr Clayton asked if new KPIs would be developed in the context of the new plan as he did not think the current KPIs were yet best practice. The Chair invited Mr Clayton to draft a paper on “what is best practice in relation to the institution” from his experiences, but until a new plan is developed, the current KPIs will be used. **ACTION: Mr Clayton to draft a paper on best practice for presentation at the Council Strategy Day.**
- f) Review of tertiary education: the review of tertiary education underway – the author presented at UUK last week and the VC reported there are will be opportunities for the University.

The remaining items in this section are confidential.

55. CHANGING THE CULTURE

Received

an update report from the Director of Student Services. (A copy is filed in the Minute Book, ref. COU17D040)

(The UUK Taskforce (of which the VC was a member) on violence against women, harassment and hate crime produced a report in October 2016 and the University is committed to implement fully the recommendations and to go further in partnership with our students and the wider community. The University has become an exemplar in this work and in the way we are undertaking it in partnership with our students. An international magazine, Campus Review, includes an article by the VC on “Leading the culture of change” in which he refers to the recent video produced in partnership with the SU. The University is seeking to deal with cases of harassment of all kinds and is actively encouraging reporting. The Vice-Chancellor will work with the SU on this and also through UUK – the University is a microcosm of society. We are aware that this time of the year is challenging for students and we need to look at the support we are giving students in the area of mental health.

As part of the recommendation for an annual update, Council received a presentation from Jon Sharp, Director of Student Services and Jane Amos, Head of Student Services. Dr Sharp referred to the table of 14 recommendations which illustrates where the University is in relation to them. A wide range of training for students and staff has been introduced including: “consent matters”, “responding to disclosures” and “relationship abuse”. A new mental health strategy has been introduced, individuals are assessed and triaged to identify what care and input is required. A range of counselling is offered as different skill sets and different approaches are successful for different students. By changing the way appointments are made the Division has reduced counselling waiting time from 3-4 months to 15 days. Ms Maclean commented that seeing individuals earlier is much better value for money and provides the student with a better service. Mr Williams asked about the individuals who do not realise they have a mental health issue but do need help as this group can be the most vulnerable people. Dr Sharp advised that there has been an increase usage of the mental health services over the last 3-5 years, although there is a debate about whether this is because of an increasing number of people with mental health issues or a result of a reduction of the stigma. Jane Amos advised that the University does not sit and wait for individuals to come to them, they go into the community and into those groups,

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breaking down barriers. The University is funding an additional 2 fte counselling staff for the next 2 years from wages not paid out during the strike action. Ms Maclean asked if GDPR has impacted this area and Dr Sharp advised of significant issues - we are still awaiting for clarity on issues such as the UCAS form and "unspent criminal convictions". The University has to be compliant whilst also meeting obligations that all members of the community are safeguarded. The Chair would like a reasonably regular report to come to Council as there are some serious developments going on. **ACTION: A regular report to go to Council every 6 months to monitor our progress, the first one in the autumn.**

*56. GDPR AND UPDATE ON THE ACTION PLAN IN RESPECT OF EMAIL SECURITY

This minute is confidential and attached as a separate sheet.

57. OFFICE FOR STUDENTS (OfS)

Received

the submission to the Office for Students in support for the University's application for registration. (A copy is filed in the Minute Book, ref. COU17D042)

(The Acting Registrar apologised that an incorrect paper had initially been circulated (Value for Money Research, authored by Mary Leishman and Jim Dickinson). However, the members were impressed with the paper and the Chair invited Ms Leishman to answer questions on the paper at the end of the meeting.

It was confirmed that the registration document had been submitted to the Office for Students (OfS). The University should hear by the end of July 2018 whether it has been successful. The Acting Registrar thanked Councillors for responding to his request for their consent for their information to be included in the submission as evidence that they are "fit and proper persons". It is clear that OfS is taking its role very seriously under the Higher Education and Research Act (2017). The on-going conditions of registration are noted on pages 2-4 of the document with suggested UEA leads. Some key points:

- OfS have to be notified of every legal action against the University (prior to OfS an institution only had to disclose material or significant issues);
- Student Protection Plan (C3): this is now a risk based approach
- a compensation and refund document had been produced;
- accountability and senior staff salaries;
- facilitating electoral registration –the University is working with the City Council and other electoral registration bodies on a data sharing agreement to facilitate that.

Although a university only has to register once they will continually have to focus on the "on-going conditions" and these will be looked at by the University's Audit Committee.

It was confirmed that the University obtained peer support from AHUA (Association of Heads of University Administration) and the ARC (Academic Registrar's Council) and both groups have had input into the OfS. It was noted that E2 (Management and governance) in the on-going conditions and it was

noted that a review would need to be undertaken to ensure that more of the University minutes were published and that openness should be assumed unless there is an overriding reason for confidentiality. The University recognises it will need to be more transparent going forward. Both the CRO and COO will be considering FOI requirements. Engagement with students will primarily be through the Student Executive Committee and/or Council (as formal Committees) but is ongoing across the University on a regular basis. It was noted that a request would be submitted to the Student Union Trustee Board for University representation on the Trustee Board.

58. ALIGN UPDATE

This minute is confidential and attached as a separate sheet.

59. HEFCE

Considered

- (1) the confidential Annual Provider Review issued by the Higher Education Funding Council for England. (A copy is filed in the Minute Book, ref.COU17D043)

(Council had received a copy of the letter from HEFCE at the last Council meeting (COU17D033) which requested major improvements to improve the adequacy and effectiveness of governance, risk management and control and value for money arrangements. It was noted that the University was there or thereabouts on the statistics produced by HEFCE and by which the University was compared, with the exception of external borrowing. The University is in the process of securing additional borrowing which will be reported at the next meeting of Council. Finance Committee have been heavily involved in that process and there will be further discussions before Council meets in June. Regarding the specific issues raised by HEFCE:

- risk management approach – we now have a risk register from every part of the University which will be presented to Audit Committee on 25 May 2018;
- addressing issues around capital projects – working with KPMG on long term finances which demonstrate a change in our approach.

It was confirmed that although HEFCE raised the concerns, assessment of institutional risk will now come under OfS. Following Audit Committee on 25 May and Council on 25 June, the University will write to OfS to request confirmation that we have met their requirements. There is more work to do at sector level to satisfy the requirements of value for money. Internal auditors have been working with us, not just on procurement and financial aspects but on everything. Mr Jones noted that at the Audit Committee on 25 May, they needed to be satisfied that we understand what value for money means and the link to OfS. Council on 25 June is very important with regard to borrowing arrangements, re-financing, risk and affordability.

- (2) the letter from HEFCE on Prevent Duty Annual Reporting: Monitoring outcome. (A copy is filed in the Minute Book, ref.COU17D044)

HEFCE requested that the University amend its policy relating to "Channel referrals" making it clear that this relates to all staff and students and not just children and vulnerable adults. The University is in discussion with the Office for Students to ensure that all required actions are completed.)

60. REPORT FROM THE GOVERNANCE COMMITTEE

Considered

a report from the Governance Committee recommending (A copy is filed in the Minute Book, ref.COU17D045)

(The Chair advised that changes to governance had been discussed over the last 9 months and the culmination of that work is reflected in the attached paper and recommendations. The proposed CUC Code is also attached and it is intended to adopt the CUC Remuneration Code, subject to receipt of the final version. The University is awaiting information from OfS regarding their regulations in respect of making the declarations on salaries and whether this will impact on the 17-18 or 18-19 financial statements.

In respect of the specific recommendations:

1. Agreed: there was a query about the requirements in terms of the VC's pay and it was confirmed advised that disclosure would (as currently) be required and would also be in terms of "multiples". Council still had the ability and authority to amend the VC's salary as they see fit but our report will have to say why it differs from the standard salary changes adopted for the rest of staff.
2. Agreed:
3. The recommendation is that the Chair steps down and the Deputy Chair takes up the role as "another independent member" of Council. The Chair of Council would still be a member of that committee. A discussion followed on "independence". An independent consultant was suggested. In terms of seeking this independent consultant the University would seek proposals via the procurement team.
4. Agreed: the Chair's view was that it was a sensible ambition to be as transparent as we can without breaching information on individuals.
5. Student member on SORC: This will be kept under review at Governance Committee but the expectation is that there will be a student member. Mr Browne would like to see a Staff representative on SORC.
6. Council has to approve when a remuneration package exceeds £150k. There needs to be delegated authority to discuss with members of SORC. There is no involvement of SORC in the recruitment process. It was noted that both Dr Skoyles and Mr Clayton had been involved in the last two senior appointments. Ms McGillivray suggested a remuneration policy that sets parameters. All policies will be signed off by Council and there will be a recommendation for a remuneration policy to Council. **ACTION:**

an appropriate policy to be drafted as the new terms of reference for SORC are produced.

7. Chair of ARM Executive (Professor Ward) challenged whether Council was the appropriate body to consider student representation on this committee (which is a Committee of the Executive Team). A discussion followed on whether there should be student representation on every committee of the University unless there is a justification for that not happening. Professor Ward advised that among the Wesley Group of universities, UEA does not have less student representation. Ms Leishman advised that the SU had analysed agendas for ARM for last few years and the topics included course creation, student recruitment, courses, growth and are keen to have student representation on that body. It was agreed that further discussion on this point would be undertaken at the next available ET meeting and that a summary of student representation would be reported to a future meeting of Council.
8. The Chair advised that the VC believes we should appoint two more additional members of Council. Other Universities have more independent members. It was agreed to embark on an advertising process.

*61. REPORT FROM THE FINANCE COMMITTEE

This minute is confidential and attached as a separate sheet.

(The Treasurer reported verbally on the Finance Committee which met 23 April 2018. The University is on plan to meet budget surplus for the year and for the long term plan. The Blackdale draft heads of terms were agreed and the University is proceeding with the project. In respect of the Norwich Rugby Club proposal it was agreed to go ahead with the environmental assessment. Negotiations are underway with the financial institutions offering long-term future funding and a deal is on the table. Finance Committee has asked to review whether that deal is still competitive with other lenders or can it be improved on. Due diligence is underway. The Acting Registrar and Acting Director of Finance have met with 4 different potential lenders. The University is working with Moodys who are creating a credit rating for us. Information is expected back in May which will be submitted to Finance Committee and Council.)

62. DEEP DIVE

Received

a presentation from the Pro Vice-Chancellor (Medicine and Health) in respect of the Norwich Research Park.

(The Chair thanked Professor Edwards for a stimulating presentation. Discussion followed on a) a cross boundary link to enhance the east and west campus. It was recognised that there could be potential planning issues but the Vice-Chancellor felt this was manageable, and perhaps a single lane with passing places would be an option. The City Council are looking for opportunities to consider this initiative. It was also noted that it was important for all of the partners to be quite radical in how this global asset is approached. David Parfrey, the new Executive Chair of the NRP LLP, is currently reviewing the NRP and sees this as part of the bigger picture, working for the public good. Getting an "anchor partner" on the NRP would be a huge benefit and should be part of the challenge.

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63. POWER OF ATTORNEY

Approved

a report from the Registrar & Secretary regarding renewal of a power of attorney. (A copy is filed in the Minute Book, ref.COU17D047)

64. AMENDMENTS TO STATUTE 4

Considered

a special resolution from the Acting Registrar and Secretary regarding a proposed amendment to Statute 4. Formal 14 day notice was given on Monday 30 April. (A copy is filed in the Minute Book, ref.COU17D048)

65. TERMS OF REFERENCE AND MEMBERSHIP OF THE UNIVERSITY HEALTH AND SAFETY EXECUTIVE AND ITS SUB-COMMITTEES

Considered and approved

the changes to the Terms of Reference and Membership which are recommended by Governance Committee. (A copy is filed in the Minute Book, ref.COU17D049)

66. ITEMS FOR REPORT

Received

the following Item for Report. (A copy is filed in the Minute Book, ref. COU17D050)

(1) Sealings

67. UNION OF UEA STUDENTS – ELECTION 2018/19 RESULTS

Reported

the results of the election:

Full Time Officers

Activities & Opportunities Officer – Oli Gray ([Link to manifesto](#))
Campaigns & Democracy Officer – Sophie Atherton ([Link to manifesto](#))
Undergraduate Education Officer – Jenna Chapman ([Link to manifesto](#))
Postgraduate Education Officer – Martin Marko ([Link to manifesto](#))
Welfare, Community & Diversity Officer – Georgina Burchell ([Link to manifesto](#))

Part Time Officers

Ethical Issues Officer - Robert Klim ([Link to manifesto](#))
International Students Officer (EU Place) – Borja Martin Simon ([Link to manifesto](#))
International Students Officer (Non-EU) - Mohaned Alhasan ([Link to manifesto](#))
LGBT+ Officer (Trans & Non-Binary) – Evie Toseland (No manifesto)
LGBT+ Officer (Open Place) - Liam Deary ([Link to manifesto](#))
Mature Students Officer – Diem-Sylvan Von-Pratt (No manifesto)

Non-Portfolio Officer – Henry Bowen ([Link to manifesto](#)), Thai Braddick ([Link to manifesto](#)), Zoe Freeman ([Link to manifesto](#)), Chloe Crowther ([Link to manifesto](#))

Students with Disabilities Officer – Hannah Murgatroyd ([Link to manifesto](#))

Women+ Officer - Amy Atkinson ([Link to manifesto](#))

68. DATE OF NEXT MEETING

Reported

that the date of the next Council meeting is on Monday 25 June 2018 at 10.30am.

69. DATES OF MEETINGS IN 2018/2019

Confirmed

that the meetings of Council in 2018/2019 had been confirmed as:

Monday 8 October 2018 – 9.30am to 2pm

Tuesday 27 November 2018 – Council Strategy Day – All day (9.30am – 6pm)

Monday 28 January 2019 – 9.30am to 2pm

Monday 11 March 2019 – 9.30am to 2pm

Monday 13 May 2019 – 9.30am to 2pm

Monday 24 June 2019 – 9.30am to 2pm

Miss Leishman advised that the new sabbatical officers would take up after June but asked Council if the new sabbatical officers could be invited to the June Council meeting. **APPROVED**

SU Value for Money paper (the result of research across a range of SUs across the country about what value for money is in terms of the tax payer) was briefly discussed at this point. The Students' Union were keen to understand how the University funds the various aspects of the institution. It was confirmed that advice on budgeting and other monetary matters is available to students and is included in recruitment information about "being a student". The new website will be more user friendly. Student support services assist students and there is a student hardship fund.