

THE COUNCIL



Minutes of the meeting held on 24th January 2022

Present:

The Chair of Council	Dr S Howes
The Vice-Chancellor	Professor D Richardson
The Provost and Deputy Vice-Chancellor	Professor C Bovis-Crossen
Independent Members	Mr S Blease
	Mr J Clayton
	Mr S Evans
	Miss G Maclean
	Dr J Paine
	Ms J Wheeler
	Mr A Wood
Members appointed by Senate	Professor R Chakraborty
	Dr U Sundaram
Member appointed by the Support Staff	Mr K Harper
Student Representatives	Ms E Payne
	Mr I Garnham (for part of the meeting only)
Governor Apprentices	Ms Disa Lee Choun

With: The Chief Resource Officer and University Secretary (Mr I Callaghan) and the Assistant Registrar (Ms L Williams).

47. MINUTES & ACTIONS

Confirmed

the minutes of the Council meetings held on 29 November 2021 and the reformatted actions log, with the following amendments:

- a) Noted that Item 35 on the annual accountability return had been amended to ensure it was clear what had been agreed.
- b) On Item 33, the minutes were corrected to indicate that Gillian Maclean would remain a member of Audit committee, not SORC.

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48. MATTERS ARISING

The Chair reported that a new format and cleansed action log had been circulated with the revised minutes, following consideration between herself and the CRO. There was now a new format of action points including three categories: open, completed and ongoing. This should make it easier to track progress. There are currently 7 open actions.

Meeting	Action	Update at January meeting	Status
15/03/2021	Jeremy Clayton suggested: 1) a 2-side clear differentiated strategic story for UEA and 2) meaningful and usable KPIs. ACTION: COO	This action is remaining on this log as a reminder for the new strategic plan	Open until new strategic plan is approved by Council.
28/06/2021	Stephen Evans indicated that the City Council will be putting in a bid to the levelling up fund round 2 and that the City and UEA should have a conversation as we work up capital plans. ACTION: CRO	Followed up. City Council are awaiting contact from government.	Open
28/06/2021	VC indicated that Phase 2 of the Arts quarter needs to be brought forward and new sources of income found to support this. ACTION: VC/CRO	CRO indicated this would be looked at as part of financial planning.	Open
04/10/2021	VC pledged to Council that he would continue his work on tackling violence against women, following the Sarah Everard case, which had shocked everyone. The VC outlined his work on the UUK Taskforce tackling violence against women, which had issued guidance for universities in 2019. He will report to Council on implementing Changing the Culture in future. ACTION: VC/PVC SEE	VC agreed to update Council at the March meeting. ACTION: VC/CRO/LW	Ongoing and scheduled

04/10/2021	Mark Williams asked what percentage of teaching is online versus f2f by student/faculty. It was agreed to provide this information. ACTION: COO/PVC SEE	CRO is organising a response.	Open
04/10/2021	Ivo suggested an easy guide for students on the workings of Council would be helpful – to increase understanding of university governance and where decisions are made. ACTION: The issue of communicating more will be looked at by Dir Governance, CRO and Chair of Council.	Chair and CRO have met with the communications team on 20/1/22 to discuss Council communications. This requirement has been added into the list and is now owned by Rebecca Holmes	Open until a clear communications plan for Council is brought back and approved by Council.
29/11/2021	<u>VC REPORT</u> Gillian Maclean asked for a finance report at the back on key points and suggested a format that may be useful. ACTION: CRO/Dir FIN	Dir FIN is working on	Open
29/11/2021	Following approval of the digital transformation programme, Stephen Blease recommended some further considerations in planning: a focus on helping leaders understand the need for cultural change; more integration of IT risks in the planning, more visibility of risk mitigations; consider the impact of inflation. ACTION: COO	Subsequent to the Council meeting, The chair has invited the Digital Transformation Committee Chair (Andy Woods) to take responsibility for overseeing the COO takes account of these recommendations, and the action is transferred to this DTx Committee	Transferred to Digital Transformation Committee

In discussion re: the City Council levelling up fund, it was noted that East Anglian MPs have been lobbying for additional funds and the ET should bear this in mind when communicating with local MPs. PVC RI advised that she was on the Norfolk Investment Framework Group chaired by Councillor Graham Plant (Norfolk County Council) with a wide range of Norfolk organisations represented, and so UEA are

connected to regional discussions and decisions about how to leverage any future government levelling up funding.

49. APOLOGIES

Dr Mei Ren, Treasurer, Mr M Williams

50. STATEMENTS BY THE CHAIR

1. The Chair emphasised confidentiality of papers, particularly the D1 item.
2. The Chair reported on her recent activities including a particular focus upon Digital; she had now met with most of ITCS.
3. The Chair had met with new Dir EST Stephen Wells.
4. The Chair had met with Dominic Christian, Chair of the SCVA Board and Laura McGillivray, former Chair of Council for continuity.
5. Council Strategy: live document is available at:
<https://learn.uea.ac.uk/ultra/organizations/1092511/cl/outline>
6. First interim report from Halpin on the Governance review (A copy is filed in the Minute Book, ref. COU21D031)1. The Chair outlined that she has emphasised to Halpin that we expect them to guide UEA on best practice in the sector, so that we can accelerate the implementation of any necessary. A separate internal review of governance is underway by Dr Andrea Blanchflower Director of Governance and Assurance covering committees not in scope of the Halpin review. The results of both will be used to ensure any improvements Council decides, are holistic.
7. Governance committee is busy and two new members Andy Wood and Stephen Evans have been appointed. Governance committee meets after this meeting of Council.
8. Council were invited to provide comments on the draft advertisement for Trustee to the University's Governing Body recruitment (A copy is filed in the Minute Book, ref. COU21D032).

51. DECLARATIONS OF CONFLICTS OF INTEREST (IF ANY)

Deputy Chair noted that all independent members have a conflict in respect of the item at D1.

52. CONFIRMATION OF CHAIR'S ACTION

The Chair had approved signature of the documents in respect of the transfer from LIBOR to SONIA in relation to the CLBILS loan taken out by INTO UEA LLP and the University's role as guarantor of 50% of the balance. The change is required in line with the approval Council gave in respect of the UEA borrowings similarly linked to LIBOR (RBS and EIB). (A copy is filed in the Minute Book, ref. COU21D033)

53. MEETINGS SINCE THE LAST COUNCIL MEETING

- Learning and Teaching Committee (1 December 2021 and 19 January 2022)
- Digital Transformation Steering Committee (15 December 2021) – noted that COO's paper (agenda item ref COU21D041) provided a report
- Estates Committee (6 December 2021) – details were provided in update report [agenda item ref COU21D040]
- Audit Committee (14 January 2022) – details were provided by the Chair of Audit committee, as set out below:

Summary of the Audit Committee meeting on 14 January:

"The audit committee meeting was held on 14 January with Stephen and Jonathan as the non-executives and me Gillian Maclean as chair. We had a pre-meeting for an hour which worked well, and which we will continue with, to facilitate an efficient actual meeting as an example we reviewed a paper summarising our own internal effectiveness which we used to assist in the meeting.

The audit committee thanked Andy Grimbly (current internal audit partner PwC) for his support and welcomed Alison Breadon as his replacement and a representative from Halpin as an observer. From initial conversations it appears that Alison has excellent experience in the sector and was able to advise us as to how both the audit committee and the university ranked in relation to other universities which appeared to be broadly similar.

We reviewed whether we had sufficient breadth in the audit committee and we felt that we would recommend for debate with governance committee the option to ask /co-opt a temporary member until the governance committee

has been able to appoint an additional permanent member. Possible candidates included a member of the NRP or NUA.

We then reviewed the Internal audit and risk plan and agreed to include the review of student experience. This was based on risk plan prepared by PwC. Stephen had highlighted part of the effectiveness review the need to present to council the proposed internal audit programme for Council's approval. We will prepare this in time for the next council meeting as we need to overlay other reviews which give us additional assurance, i.e. external audits, funding body audits and other reports to Audit Committee. We also reviewed the future audit meetings and agreed that we would ask for one or two verbal reports to be prepared to cover additional areas, e.g. People and Culture. We reviewed the amount which the university is spending on internal audit and agreed to review this in time for the next budget submission.

We reviewed the follow up papers on Estates which showed a significant improvement, moving from a prior year critical rated report with 50 points to high risk showing 27 points. It was agreed that the key reason was that improvements to process had not been in place long enough to test and it was agreed an additional follow up report would be prepared during 2021/22. We then reviewed the Risk paper prepared by Ian and whilst the quality of the paper was good the key question was how risk was going to become embedded and managed in future decision making. Partially in response to the paper Audit committee felt asking people to come and explain and discuss their area with audit committee would assist in reviewing risk and its mitigation or acceptance where appropriate".

In discussion it was noted that:

- a) Audit Committee were seeking an additional temporary committee member and the Chair of Council would consider some potential solutions.
- b) Concerns about red risks was noted and concerns were expressed about risk management and the extent to which this is embedded in the organisation. Integrated assurance was an important next step.

Equality, Diversity, and Inclusion Committee (18 January 2022)

This was attended by the Chair and CRO. CRO updated on CDP and Accessibility. Members met the Employee Wellbeing Partner and heard her plans on mental health and wellbeing. Updates were provided on the Race

Equality Charter work and the good progress with Athena Swan where there were new silver and 13 bronze schools. Noted that the interface between EDI and People part of the plan was an ongoing conversation, chaired by PVC HUM. The Chair of Council raised the question of when more steps could be taken to embed EDI more directly into the organisation. The VC indicated that following the trend of North American universities, we may need to think more about including equity more into our thinking and action. Equity is about fairness and equality is about treating everyone equally, equity may be the more appropriate ambition for UEA.

*54 REPORT FROM THE VICE-CHANCELLOR

Considered

a confidential summary of events that have taken place since the last meeting of Council. (A copy is filed in the Minute Book, ref. COU21D034)

VC provided an update on activities which have happened since the written report on 24 Jan 2022. This included the sad passing of Prof Matt Gage, the much-loved and respected academic from Biological Sciences and VC attendance at the memorial service for Sir Timothy Colman, an original founder and fundraiser for the university.

UCU ballots had taken place on pay and conditions and pensions. Turnouts did not reach the 50% threshold to generate a mandate for industrial action at UEA, in either ballot. The consultation had just closed on the proposed amendments to the Universities Superannuation Scheme (USS) as a result of the recent valuation. Most comments were about changes to the inflation factors, reducing them to a cap of 2.5%. The Joint Negotiating Committee (JNC) will now consider the outcomes from the consultation, and this may bring forward further proposals for consideration. If this proposal comes forwards for consultation it will be discussed with a sub-group of Council (likely at the routine meeting of the Chair, Treasurer, Deputy Chair and Chair of Audit Committee meeting). Any discussion must include the Treasurer.

ET have decided that staff and students should continue to wear face coverings in indoor spaces, following the government's recent removal of Plan B. This would be kept under review.

It was noted from the Academic Services section of the report that timetabling (at 15% of the queries responded to) appeared lower than anticipated given the recent difficulties in this area.

Council suggested that staff morale might be considered to be added to the risk register. **ACTION: CRO to consider**

Council raised concern about the Log4 challenges in respect of cyber security. The CRO confirmed that the University had responded quickly and worked with the supplier to restore access quickly. This was a sector wide issue and is currently impacting the Higher Education Statistics Agency (HESA). We continue to work with the Joint Information Systems Committee (JISC) to manage and monitor cyber security.

The admissions position was noted, although Council requested that data be broken down by School for future meetings. **ACTION: Provost**

55 REPORTS ON KEY AREAS OF INTEREST

1. Communications (A copy is filed in the Minute Book, ref. COU21D035)

Dir ARM and Associate Dir of Content and Communications presented to Council. They presented progress in transforming the communications team to a digital savvy team with multiple types of content and multiple channels for multiple audiences. Many of the changes to the team had been undertaken in 2019 and this paper updates Council on progress. Skills gaps have been addressed and new team members recruited. The team was now moving out of crisis mode and media relations work had been notably increased. UEA had punched above its weight in terms of media work, particularly with the Climate of Change campaign, a pan-university project. Noted that there was much work ahead in terms of Civic university status, launch of the UEA Plan, keeping ahead in rankings, reputation measures, dealing

with external pressures, relations with funders, CDP, Taskforces and new areas such as public affairs, student and staff comms.

The Director asked if a Council member would volunteer to work as a buddy with the comms to help with communicating the UEA Plan. (Noted that Jonathan Paine was Council buddy on Global and this was a helpful partnership). Noted that it was not just the message but how it was being delivered (local, national or international) and how we portray ourselves, the balance between research and teaching etc where Angelina would value guidance from Council on direction.

ACTION: Chair to explore members' interest

Dir ARM stressed that prospective student comms and admissions had not been included in her presentation, she had been asked to focus on content and communications. Admissions data and insights are readily available separately and have been the subject of a detailed briefing during summer 2021. UEA had invested in Salesforce systems, and this provided considerable data on audience segmentation etc. The need for investment in tools and technology for similar levels of data in content and communications was noted. Angelina was working with the Success Theme leads to identify how much investment was needed to deliver the step-changes needed. She outlined that benchmarked against Exeter and Birmingham, UEA was much smaller in terms of social media student comms and public affairs teams.

On research success it was noted that there was a definite need to improve communications investment as part of strategic plan to address research strategy. Global and research strategy needed to link to comms strategy as going forward international students would be crucial to UEA's success.

PVC RI underlined the importance of UEA being both civic and global – we must do both, and these areas are not mutually exclusive. Students want to be at a strong research university. How we communicate with academics was also a vital consideration in terms of reputation as we need to collaborate with them, recruit them and influence their views in terms of surveys. PVC RI suggested incentives will work best rather than being overly directive with academics. There were smart ways to nudge behaviour e.g., providing small amounts of funding for conference travel where this will help overall reputation.

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The Chair underlined the importance of the ongoing Strategy work. Council would need to provide priorities to Comms, so they know what they need to communicate. The chair noted Prof Paul Hunter's positive impact on media statistics. **ACTION: VCO to arrange for Chair to meet him.**

The Chair thanked Dir ARM and Associate Dir Content and Communications and their teams for the presentation.

2. People and Culture (A copy is filed in the Minute Book, ref. COU21D036)

NDA Agreements. VC outlined that because of his role with UUK and Advance HE, there is an expectation that UEA will sign up early to the NDA Agreement pledge. Noted that Settlement agreements are standard means of resolving disputes and these can include confidentiality clauses, which are distinct from NDAs. Members suggested that this is not a straightforward issue and there could be unintended consequences nationally, particularly given the role of social media. There was a need to be cognisant of all parties involved in disputes. Council agreed the VC's recommendation that UEA sign up to not using NDAs as set out in the pledge but asked that the ET be mindful of the potential consequences. The University's statement was subsequently agreed as:

'UEA is committed to this pledge to ensure our students and staff always feel empowered to raise complaints against all forms of sexual harassment, bullying and abuse
#CantBuyMySilence'

Update from Director of People and Culture

- Dir P&C presented the level 1 HR data currently available. It is hoped that with new systems, it will be possible to provide a better range of data in future.
- It is a very difficult recruitment market currently: P&C were having to readvertise roles that are unfilled. Challenges in recruitment for support, senior and academic roles and specialist roles. P&C were now looking at alternative means for recruitment and working with specialist agencies especially for digital roles. Move toward hybrid working provides more flexibility but creates other challenges.

- A 15% utilisation of the Employee Assistance Programme (EAP). Council was noted and Council members asked what the usage of the Employee Assistance Programme is for mental health and for occupational health referrals. **ACTION: CRO** to check with Dir P&C and report back.
 - Average working days lost to sickness absence is 5.8 days. Sector benchmark is lower and UCEA benchmarking data will be included in future.
 - Certain categories of staff which have higher absence rates include maintenance, grounds and Estates – with short term frequent absences. The new Dir Estates is aware of the issues.
 - 12% average turnover. Whilst seeming high, this includes time limited posts such as research associates where three year fixed-term contracts are the norm aligned to funding provision.
- The Chair thanked Dir P&C and her team for the report. Council has an appetite for more data about our people, with sensible targets and benchmarks to similar universities. This report was a step in the right direction.

*56 FINANCIAL PERFORMANCE AND RISK REPORT

Considered

1. The financial report as at the end of Month 5 (December 2021) (A copy is filed in the Minute Book, ref. COU21D037)
2. Movements in the profile of risk (A copy is filed in the Minute Book, ref. COU21D038)

The budget for 2021/22 was set at a deficit position of £20.8m (approved in November 2021). The latest forecast shows this deficit has increased to £25.0m (an adverse variance of £4.2m). The key drivers are identified in the paper.

The Treasurer had provided comments to the Chair and noted he was grateful to the faculties and other spending units for the savings found and for taking the additional action necessary to bring the projected year-end outcome back to the planned deficit. He appreciated the difficulties this caused in-year.

Council queried the rapid deterioration from the November position. CRO advised that in November the £12m provision against student fee shortfall was retained pending the final reconciliation that takes place during November and early December. This is in line with standard timelines and reflects the settlement of student numbers and other information during the first few months of the academic year. It is anticipated that with additional in-year saving of £1.7m the budget position will be restored, and Finance Business Partners are working on this. This is after transferring some revenue items to capital in line with our normal policies. In addition:

- ET are having a Strategy Day which will include a deep dive into UEA finances.
- There was a need to ensure that student experience was considered as part of the review of the long-term financial plan.
- There was a need to deal with current in-year position but to also look at structural issues and this would be considered at the ET Strategy Day.

Via the Chair, the Treasurer indicated his concerns about the potential shortfall in revenue from admissions for a second year. The cost of the pandemic, its impact on international student admissions, and the admissions failure last summer have impacted both this year and the long-term financial plan. There was now little leeway for new spending decisions and in future cost management will need to be carefully considered.

The Chair requested that Treasurer and Finance Committee to consider the budget and advise Council further.

ACTION: Treasurer

57. TIMETABLING PROJECT REVIEW: REPORT

Considered

a recommendation in respect of the publication of the Timetable Project Review (A copy is filed in the Minute Book, ref. COU21D047)

Noted that the VC requested this matter is considered by Council due to the reputational risks.

The Chair queried the version of executive summary that was circulated, suggesting that some recommendations had strayed unhelpfully into the area of solutions. Also, the report did not reflect the perspective of the project team well.

Regarding the communications about the executive summary, it was suggested that the drivers for the changes to Timetabling be reinforced, to remind everyone why ET had initiated this project. ET should strike the right level of contrition and demonstrate what was being learnt.

Council were in favour of ET publishing an executive summary document by 31 January 2022 and the full report thereafter, subject to appropriate review for confidential or commercially sensitive matters. However, the Chair asked that Council see the version of the Executive Summary that the ET intend for publication and the draft communications (staff and students) for final Council approval by email by mid-day 28 January 2022.

This was actioned by the Provost.

58. RECONSTITUTING THE STRATEGIC PROGRAMMES TEAM

Considered

the proposition to reconvene the Strategic Programmes Team (SPT) and the plans for developing this capability to assure and support major projects in the future. (A copy is filed in the Minute Book, ref. COU21D039).

COO presented the paper. The SPT was set up in 2018 but dispersed to support the pandemic, Timetabling and the Campus Development Programme. It now needed to be reconvened, to support the growing portfolio of projects, including estates, new digital projects and others. The paper indicates the broad intent direction of travel.

The Chair emphasised that the SPT will need authority and the right skills to drive best practice, compliance, quality assurance and risk management with increased rigour

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The Chair of the Audit Committee noted that Audit Committee and SPT have not been aligned in the past and that this needed addressing in the areas of governance and reporting and should not be rushed. the Chair of Audit Committee emphasised the need to move toward integrated assurance and get this right.

COO indicated that with future change programmes, the role and accountability of each project sponsor also needed to be clarified.

The Chair agreed with the need for integrated assurance and proposed to talk further with the Audit Committee, about how Council supports the ET to achieve this. The Chair agreed the need for clarity on accountability and responsibility and emphasised the importance for change projects of ensuring the ET does not get side-lined, but it is enabled to lead change across the organisation successfully.

59. CAMPUS DEVELOPMENT PLAN

Considered

the current position of the Campus Development Plan and the status of Phase 0 and Phase 1. (A copy is filed in the Minute Book, ref. COU21D040)

With time short, the paper was taken as read and Council invited to comment or ask critical questions.

Andy Wood suggested that the level of governance for both CDP (and Digital) has improved. An interim programme director is now appointed for Digital and the new Director of Estates, Stephen Wells has arrived and will meet Council soon.

CRO was thanked for the report.

60. DIGITAL DEVELOPMENT PLAN

Considered

the current status of the Digital Development project. (A copy is filed in the Minute Book, ref. COU21D041)

With time short, the paper was taken as read and Council invited to comment or ask critical questions. No issues were raised.

COO was thanked for the report.

*61. ADMISSIONS 2022/2023 AND FUTURE YEARS

This minute is confidential and attached as a separate sheet.

*62. DEVELOPMENT OF THE STRATEGY AND FIVE-YEAR PLAN

This minute is confidential and attached as a separate sheet.

63. INITIAL TEACHER TRAINING

Received

an update (A copy is filed in the Minute Book, ref. COU21D044)

64. ITEMS FOR REPORT

Received

the following Item for Report.

1. Sealings (A copy is filed in the Minute Book, ref. COU21D045)

65. DATES OF MEETINGS

Reported

1. that the date of the next Council meeting is: Monday 14 March 2022, 9:30am (to 14:00)
2. that the dates of future Council meetings are:
 - Monday 9 May 2022, 9:30am. This is a Strategy Day and will finish at 5:30pm.
 - Monday 27 June 2022, 9:30am