

COUNCIL

22 July 2010 at 16:30
Surrey Sports Park

MINUTES

Members:	Mr M Taylor (Chair)	Professor G Nicholls
	Professor C M Snowden (Vice-Chancellor)	Professor M Olssen
	Mr T Chambers	*Mr I Robertson
	drs J Derwig	*Mr D Rogers
	*Mr D Eustace	Professor N Seaton
	*Dr J Forrest	Miss E Simos
	Professor J Hay	Professor A Sterr
	Mr A Herman	Mr K Taylor
	*Professor M Kearney	Ms A Watts
	*Ms D Langston	Professor S Williamson
	Mr D McNulty	Professor Lord R Winston

*denotes member unable to attend

In attendance:	Mr P Henry – University Registrar and Secretary, Clerk to Council
	Mr D Sharkey – Director, Finance
	Mr H ap Rees – Director, Planning & Strategy
	Mr G Melly – Director, Corporate Services
	Mr M Hunt – VP Welfare, Students' Union (incoming USSU President)
	Mr J Newby – Director, Traded Services & Business Support (Item 7)
	Professor P Powrie – Dean of FAHS (item 10)
	Professor C Grant – Pro-Chancellor, International Relations (item 12)
	Ms L Richards – Minutes

A INTRODUCTORY ITEMS

10/24 Introduction

The Chair began by welcoming Mr Malcolm Hunt to the meeting as an attendee and as the incoming President of the Students' Union from 1 August 2010.

10/25 Apologies for absence

Apologies were received from Mr Dudley Eustace, Dr John Forrest, Prof Mike Kearney, Ms Doreen Langston, Mr Iain Robertson and Mr David Rogers.

10/26 Declarations of interest

None.

10/27 Minutes of meetings held 18 March 2010 and 10 June 2010.

The minutes of both meetings were **approved** and **signed**.

10/28 Matters arising

The Chair summarised the action updates as circulated.

With regard to action 10/12, numbered ranking of risks, Mr Keith Taylor advised he would discuss it with the Audit Committee.

10/29 Chair's items

.1 Clerk to Council

The Chair notified Council of the forthcoming retirement of Mr Philip Henry, the current University Registrar & Secretary, and Clerk to Council. It was noted that Ms Caroline Johnson, the Academic Registrar would be acting Clerk to Council until the University appointed a replacement.

The Chair went on to thank Mr Henry for his excellent support and contribution during his time as Clerk to Council.

.2 Committee memberships

The Chair advised Council of the current position with regard to committee membership.

Council:

The terms of Ms Doreen Langston, Mr Keith Taylor and Mr Ashley Herman were due to expire at the end of December 2010. All three members have been approached and are willing to serve on Council for a further term.

Audit Committee:

Ms Doreen Langston had expressed a wish to stand down as Chair of Audit Committee at the end of her term in December 2010. Mr David McNulty had been approached and had agreed to take the Chair following Ms Langston's departure. This left a vacancy for a further member of Council to serve on Audit Committee (in accordance with CUC guidance. The Chair asked any members who would be prepared to serve on Audit Committee to contact either himself or Clerk to Council.

Mr George Stratford had also expressed a wish to stand down as a member of Audit Committee. A candidate, proposed by Mr Derwig, would be meeting with the Chair and Vice-Chancellor with the candidate in due course.

Mr Keith Taylor had been approached and had expressed his willingness to serve for a further term.

It was noted that all membership appointments and re-appointments are subject to the nominations process and a Nominations Committee was scheduled to be held at the October away day.

Council **noted** the position with regard to committee memberships.

.3 Appeal to the Redundancy Committee

Council **confirmed** Chair's action had been taken to appoint Ms Doreen Langston to hear an appeal to the Redundancy Committee in the capacity of "member of Council not employed by the University".

.4 HEFCE Matters

A copy of a letter dated 8 July 2010 from HEFCE to Heads of Institutions on the outcomes of the consultation on changes to the Financial Memorandum was tabled. Mr David Sharkey commented that the majority of responses from higher education institutions (110 of 123) were unified in their concerns and challenges to the proposed changes. The key points to note in the final version of the Memorandum were:

- The new Financial Memorandum was due to take effect from 1 August 2010.
- The appointment and dismissal of a Head of an Institution will remain a matter for governing bodies, except in exceptional circumstances when HEFCE may ask a governing body to appoint someone else.
- Clearer distinction has now been made between the roles of HEFCE as regulator, governing bodies and heads of institutions.
- Clarification has been given that governing bodies will not take responsibility for quality and academic standards but that they will ensure confidence in quality and standards based on advice from their senate or academic board.
- The consent process for borrowing was to remain as it is for the time being however this matter was to be revisited with the sector during the next year or so.
- Risk classifications were to be discussed with sector groups later in 2010.
- A recommendation that internal auditors should always be able to provide their governors and management with assurance about the effectiveness of internal financial control was included.

Council **noted** the letter from HEFCE on the outcomes of the consultation on changes to the Financial Memorandum.

.5 Data Quality Audit Report

It was reported that there had been no claw back with regard to student numbers. The recommendations as stated in the paper were all being addressed and there were no other areas of concern.

Council **noted** the report on the Data Quality Audit.

.6 Assurance Review

Council **noted** the HEFCE assurance review scheduled for 3 November 2010.

.7 Letter of Institutional Risk

Council **noted** the letter of institutional risk.

.8 Achievements of members of the University community

Council **acknowledged** the achievements of members of the University committee.

B ITEMS FOR CONSIDERATION AND APPROVAL

10/30 Proposal for Revisions to Charter & Statutes

The Chair reminded Council that the proposed changes to Charter & Statutes had been previously approved at the extra-ordinary meeting on 10 June 2010 but were required to be formally approved again at this meeting.

Mr Henry advised that as was initially agreed at the meeting on 10 June, one minor change had been made. The references to University Registrar and Secretary had been removed and replaced with references to Clerk to Council and Court only. This allowed the University to appoint anyone they see fit as Clerk to Council and Court, rather than tying the role to University Registrar and/or Secretary. This change was approved by the Senate at its meeting on 12 July.

Council **approved** the proposed changes to Charter & Statutes.

It was noted that this will now go to Privy Council for approval.

10/31 USSU Governance Arrangements

Mr James Newby joined the meeting for this item. Mr Newby reminded Council that, at their last Ordinary meeting on 18 March, they had approved, in principle, the proposals for incorporation of the Students' Union. It had been expected that the relevant documents would be ready for formal approval at this meeting of Council, however, three key obstacles remained. The issue of ensuring fund-raising activities between the University and the Students' Union were not in conflict, and the appointment of Trustees were two of these, however, it was felt these should be relatively simple to solve. The main issue was that of Pensions. The University had declined to provide the necessary guarantees required to implement the planned pension arrangements for USSU staff. An alternative solution was therefore required.

Council were further advised that the USSU incorporation steering group would be meeting very shortly, and the outcome of any discussions would require substantive changes to the agreement documents.

Miss Elizabeth Simos stated that there remained a firm commitment to the goal of incorporation and expressed her gratitude for the work that had been done so far and the assistance provided by the University. She also advised that an appointments committee was now in place to deal with the appointment of Trustees.

Mr Thomas Chambers, who had been involved with the project as a representative for Council, commented that it was unfortunate that incorporation had been delayed but there was a recognition of the need to get things right. It was also noted that there was still time for the necessary work to be done as technically incorporation needed to happen prior to September 2011. He further commented that there was no fundamental issue between the two parties and that the pensions issue had arisen late in proceedings. It was noted that this would be brought back to Council at its meeting in October.

Council **noted** the position with regard to incorporation of the Students' Union.

10/32 University Plan

Mr Harri ap Rees gave a presentation to Council. The following points were raised:

- In the recent report on the destination of leavers from higher education, the University was ranked number one in the UK.
- Research income was slightly behind target this year, however, bidding for next year was positive.
- Questions arose about the scoring on the staff survey and what it meant in reality. It was advised that the score of 65% was derived from an amalgamation of what were thought of as the key indicator questions. Clearly the score was dependent upon which questions were used and indicators. This was benchmarked to some extent against other institutions but there was no sector benchmark. There were indicators that might improve that score including communications, e.g. email, intranet, etc and opportunities for promotion.
- The question arose about approaches being taken to look at student satisfaction. Miss Simos advised that structures for student representation and engagement were now in place to address this. Prof Sterr added that there was also a lot of work ongoing to enhance the interaction between teachers and students and to manage student expectations.

On the recommendation of Executive Board and Finance Committee, Council **approved** the University plan.

10/33 Budget 2010-11

REDACTED AS COMMERCIALY SENSITIVE

10/34 GSA

Professor Philip Powrie joined the meeting for this item. He tabled a briefing note for members and gave a presentation on the vision for the integration of GSA into the University. The main points made were:

- A new School of Creative and Performing Arts within FAHS was proposed consisting of departments of equal standing made up of each of the disciplines (dance, theatre, film, music, sound recording and the GSA).
- GSA would remain a discreet entity but working much more closely with the other departments.
- It was absolutely essential for GSA to retain its branding but it would not be managed autonomously.
- The admissions policy for GSA would continue as it is currently, i.e. based on audition.
- Led by an Artistic Director who should be someone from the industry.
- There will be an advisory board which would include some members of the current GSA Board.

It was noted that there was a Governors meeting scheduled for 29 July to discuss the proposals and that, upon agreement by the Governors, a sub-committee would be formed to progress the integration. It was hoped that this would be achieved by the end of 2010.

Council **endorsed** option 4 as presented in the papers, noting the points made in the briefing paper as presented.

10/35 Estate Strategy 2009-19

It was noted that this was provided to Council as a first sight for information and that it would be presented for approval at Council in October 2010.

Council **noted** the Estate Strategy 2009-19.

10/36 SONGDO REDACTED AS COMMERCIALY SENSITIVE

10/37 Risk Management

Mr David Sharkey reported no significant changes to the risk register. He advised that the register was to undergo a review in September.

Council **noted** the update on risk management.

10/38 Report from the Senate

The following recommendations were received from the Senate:

- The appointment as Emeritus Professors of Professor Peter Jarvis, Professor Linda Morgan and Professor Michael Riley.
- Changes to Ordinance 44 to reflect proposed changes to panel membership.
- Nominations for honorary degrees to REDACTED AS PERSONAL INFORMATION

Council **approved** the recommendations from the Senate as follows:-

Council also **noted** the annual report from the Senate.

There was discussion about the need to look at the diversity of those given Honorary Degrees and about engagement and expectations once the honour had been given. Professor Winston commented that contact ought to be initiated by the University to promote such engagement. The Vice-Chancellor confirmed that, in order to receive the honour the nominees had to have some engagement with the University anyway. He further advised that the University had started to investigate these issues but that it needed further work.

10/39 Council Effectiveness Review

Council were advised that the questionnaire to be completed for the 2010 effectiveness review would be emailed following the meeting. The Chair re-iterated the need for 100% completion and noted the deadline for returns of Friday 20 August 2010.

Council **received** the effectiveness review questionnaire.

10/40 Council's Annual Business Cycle

Council **received** the draft annual business cycle, noting that additional items would be added after the review of the risk register in September.

10/41 Governance Web Pages

This item was deferred and would be picked up outside of the Council meeting.

C ITEMS FOR INFORMATION

10/42 Report from the Finance Committee

Mr Mac Derwig commended the Finance Committee for its excellent attendance record and ease of functioning.

Council **noted** the report from the Finance Committee.

10/43 Report from the Executive Board

Council **noted** the report from the Executive Board.

10/44 Health & Safety Report

Council **noted** the Health & Safety Report.

D CLOSING ITEMS

10/45 AOB

None

10/46 Dates of Future Meetings

All meetings (except away days) are at 16:30 unless otherwise advised.

2010:

14-15 October (Away day at Farnham Castle)

25 November

2011:

17 March

21 July

29-30 September (Away day)

24 November

**Mr Max Taylor
Chair of Council
14 October 2010**