

COUNCIL

21 November 2013 at 1630

Oak 1 & 2

MINUTES

Exemption from publication under Section 43 of the Freedom of Information Act is claimed for these minutes on the grounds of commercial sensitivity.

Members:	Dr Jim Glover	Chair – External member
	Ms Anne Watts	Vice-Chair – External member
	Prof Sir Christopher Snowden	President & Vice-Chancellor
	*Prof David Allen	Member elected by Senate
	Ms Em Bollon	President, Students' Union
	Mr Thomas Chambers	External member – Treasurer
	Mr Dudley Eustace	External member
	Dr John Forrest	External member
	Ms Claire Ighodaro	External member
	Mr Ashley Herman	External member
	Professor Michael Kearney	VP & DVC, Research & Innovation
	*Mr David McNulty	External member
	Prof Gill Nicholls	VP & DVC, Academic Affairs
	Prof Shirley Price	Member elected by Senate
	Mr Iain Robertson	External member
	Mr David Rogers	External member
	Ms Sue Ryle	Chair, Academic Assembly
	*Prof Jonathan Seville	Member elected by Senate
	Mr Keith Taylor	External member
	*Prof Lord Robert Winston	External member
	*denotes member unable to attend	

In attendance:	Dr David Ashton – VP and Registrar
	Ms Sarah Litchfield – University Secretary & Legal Counsel (Clerk to Council)
	Mr Greg Melly – VP Corporate Services
	Ms Lise Richards – Deputy University Secretary & Projects (minutes)
	Mr David Sharkey – Chief Financial Officer

A INTRODUCTORY ITEMS

13/62 Apologies for absence

Apologies were noted from Professor Jonathan Seville, Professor David Allen and Professor Lord Robert Winston.

13/63 Conflicts of interest

None.

13/64 Minutes of previous meetings.

The minutes of the meeting held 10 October 2013 were **approved**.

13/65 Matters arising

.1 Actions

All actions were noted as complete, not yet due or dealt with on the agenda.

.2 Matters

.2.1 REF: It was noted that opportunity to refine the submission was being taken during this final week before the deadline on Friday 29 November. A summary of the process and lessons learned would be produced following submission. The final tally of eligible staff submitted was 74% with no degradation to the grade point average (GPA).

.2.2 Pay claim: It was noted that the first strike action had passed without incident and was not strongly supported. There had been a call for a second strike in December. This was expected to be similarly uneventful.

.2.3 5G: It was noted that all partners had now signed.

.2.4 Vet School: It was noted that planning permission for the Vet School had been received today (21-11-13). Council received a tabled update and brochure for information.

.2.5 NPL: **REDACTED AS COMMERCIALY SENSITIVE**

.2.6 Council meeting: The additional meeting required for the process of approving the revised Charter and Statutes was re-confirmed. It was confirmed that telephone conferencing would be made available.

13/66 Chair's Items

.1 Breach of confidentiality

The Chair informed members that there had been a serious breach of confidentiality involving the dissemination of highly sensitive information which had been presented at the Council / Executive Board away day. In light of this, it was recommended that all members and attendees of Council, Finance Committee, Audit Committee and Executive Board sign a non-disclosure agreement. The Chair encouraged members to speak to himself, the Vice-Chancellor or the University Secretary, should they wish to do so.

.2 Appointments

Council noted the appointment of Professor Vince Emery as a member elected by Senate. Professor Emery would serve from 1 January 2014 to 31 December 2016. Professor David Allen would be stepping down as a member elected by Senate on 31 December 2013. On behalf of

Council, the Chair expressed thanks to Professor Allen for his contributions during his term of office.

.3 Vice-Chancellor's Highlights

It was noted that a full annual appraisal of the Vice-Chancellor had been undertaken. The performance of the Executive team had also been considered. On behalf of Council, the Chair commented on the notable achievements of the Vice-Chancellor and the Executive team in what had been a very challenging year.

.4 Update on actions since the strategic away-day

Council noted the key points as follows:-

- Sharing of the plans and staffing model working towards the 2020 REF had begun, including discussions with the unions.
- To address issues raised around governance of major University projects, a new committee had been agreed. This would be chaired by a lay member and would report directly to Council.
- A separate board/committee would be established to oversee the governance of Tusk. This would be chaired by the Chair of Council.

.5 OFT call for information

It was noted that a draft response to the OFT call for information had been prepared. In essence, this stated that we believe Surrey to be competitive within the limitations of the environment created by government policy. Council endorsed this approach.

.4 Achievements

Council **acknowledged** the achievements of the University community as outlined in the paper circulated.

B ITEMS FOR CONSIDERATION AND APPROVAL

13/67 Year End Outturn 2012-13

.1 Council noted that the year-end outturn and accounts had received thorough scrutiny by Finance Committee and Audit Committee.

.2 **REDACTED AS COMMERCIALY SENSITIVE**

.3 **REDACTED AS COMMERCIALY SENSITIVE**

13/68 Financial Statements for 2012-13

.1 Going Concern and Representation Letters

.1.1 Council was reminded that it needed to satisfy itself that "the University has adequate resources to continue in operation for the foreseeable future".

- .1.2 Council **noted** the report on going concern.
- .1.3 Council **approved** the representation letters for signature.
- .2 External Auditor's Highlights Memorandum and Management Letter
- .2.1 Council noted that there had been a 'clean' audit with no issues raised. The one minor point raised in the management letter had been addressed.
- .2.2 Council **noted** the Auditor's Highlights Memorandum and Management Letter.
- .3 Consolidated Financial Statements
- .3.1 On the recommendation of the Finance Committee and the Audit Committee, Council **approved** the consolidated financial statements for 2012-13.
- .4 Financial Statements for the Foundation Fund
- .4.1 Council noted the work currently underway to reconcile the land ownership of the University. It was further noted that whilst the Foundation Fund was not legally separate from the University, Council had previously decided to produce separate accounts.
- .4.2 On the recommendation of the Finance Committee and the Audit Committee, Council **approved** the 2012-13 financial statements for the Foundation Fund.
- .5 Financial Statements for Surrey Sports Park Limited
- Council **noted** the SSPL Financial Statements for 2012-13, which had been approved by the SSPL Board at its meeting on 30 October 2013.
- .6 Performance Summary for Subsidiary Companies
- 6.1. Council **noted** the performance summary for the subsidiary companies.
- .7 Financial Statements for the Trust Funds
- .7.1 Council noted the plan to utilise the final monies held in the Battersea Trust Fund and to close the Fund.
- .7.2 Council **noted** the Battersea Trust Fund Financial Statements for 2012-13 which had been approved by the Finance Committee, as Trustees, at its meeting on 7 November 2013.
- .7.3 On the recommendation of Finance Committee and Audit Committee, and as Trustees of the Funds, Council **approved** the 2012-13 Financial Statements for the General Nursing Council Chair Fund, the High Coombe Trust Fund and the Marion Redfearn Trust Fund.

13/069 Annual Sustainability Assurance Report

- .1 It was noted that this was a new requirement by the Funding Councils. The return was voluntary this year but would be mandatory from 2014. There was a wish to ensure that this exercise added real value at Surrey and that it was timely that a review of the balanced

scorecard and KPIs would take place in 2014.

.2 Council **approved** the annual sustainability assurance report.

13/070 Annual Assurance Return

.9.1 Council **approved** the Annual Assurance Return for 2012-13.

13/071 Annual Report on Long Term Borrowings

.1 It was noted that this had been scrutinised by the Finance Committee at its meeting on 7 November 2013.

.2 Council **noted** the annual report on long term borrowings.

13/072 Updated Forecast for 2013-14

.1 The updated forecast for 2013-14 was tabled. It was noted that there was an obligation to submit reports to HEFCE showing movements in forecasts both in year and since the July 2013 submission. As Council had not had sight of this prior to the meeting, authority to approve was **delegated** to the Chair of Finance Committee.

13/073 Risk Management Update

.1 It was noted that this had been presented to both Finance Committee and Audit Committee. The major change on the risk register had been the addition of Cyber Security, a full update of which would be presented to the next meeting of Audit Committee.

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

13/074 Annual Report on Investments

.1 In response to an issue raised previously regarding investment in fossil fuels, it was noted that the ethical investment policy did not preclude such investments. The only investments currently precluded were tobacco and defence.

.2 It was noted that the first tranche of money from the Lloyds facility had been invested in accordance with the criteria.

.3 Council **noted** the annual report on investments.

13/075 Annual Report from the Audit Committee

.1 Council **approved** the annual report from the Audit Committee.

13/076 USSU Trustees' Report and Consolidated Financial Statements

.1 Council **noted** the USSU Trustees' Report and consolidated financial statements for 2012-13.

13/077 USSU / University Memorandum of Understanding

- .1 It was noted that this had previously been considered by the USSU Partnership Committee.
- .2 Council **approved** the extension of the memorandum of understanding between the Students' Union and the University, including the Financial Memorandum.

C ITEMS FOR INFORMATION

13/078 Report from the Finance Committee

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

13/079 Report from the Executive Board

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

13/080 Report from the Audit Committee

- .1 Council **noted** the report from the Audit Committee.

13/081 Report from the Senate

- .1 Council **noted** the report from the Senate.

13/082 Health & Safety Report

- .1 Council **noted** the Health & Safety report.

D CLOSING ITEMS

13/082 AOB

- .1 Nominations for Honorary Degrees for 2014-15

Council **approved** the nominations for honorary degrees for 2014-15. Members were encouraged to consider and submit nominations at any time.

- .2 Remuneration Committee

Council **noted** that a Remuneration Committee had been held. It had reviewed the performance and compensation of the Executive Team including the Vice-Chancellor, the outcomes of which would be communicated via the appropriate channels in due course.

13/083 Dates of Future Meetings

The Chair reminded members that an additional meeting would be required in April 2014 to satisfy the process for approving the revisions to Charter and Statutes.

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

2014:-

Confidential

20 March
29 April
24 July
9-10 October
20 November

Dr Jim Glover
Chair of Council