

COUNCIL

**20 November 2014 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
	*Mr Thomas Chambers	External member – Treasurer
	Dr Helen Bowcock	External member
	Prof Vince Emery	Member elected by Senate
	*Dr John Forrest	External member
	Mr Ashley Herman	External member
	Mr Maz Hussien	President, Students' Union
	Ms Claire Ighodaro	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 Michael Queen	External member
	*Mr Iain Robertson	External member
	Ms Sue Ryle	Chair, Academic Assembly
	Prof Jonathan Seville	Member elected by Senate
	*Mr Tony Stuart	External member
	Dato Dr Kim Tan	External Member
	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 Martine Carter – Director of Strategic Planning
	Ms Sarah Litchfield – University Secretary & Legal Counsel (Clerk to Council)
	Mr Greg Melly – VP Corporate Services
	Mr David Sharkey – Chief Financial Officer
	Ms Lise Richards – Deputy University Secretary & Projects

A INTRODUCTORY ITEMS**14/079 Apologies for absence**

Apologies were received from Iain Robertson, David McNulty, Robert Winston, Tony Stuart, John Forrest and Thomas Chambers.

14/080 Conflicts of interest

None.

14/081 Minutes of previous meetings.

The minutes of the meeting held 9 October 2014 were **approved**.

14/082 Matters arising

.1 Actions

.1.1 14/065.2: The President of the USSU confirmed that an invitation to spend time with students had been circulated to Council members.

.1.2 14/065.4: It was confirmed that advice had been taken and the policy would now be drafted. A copy would be brought to the Council meeting in March.

.1.3 All other actions had been completed or were not yet due. A copy of the updated actions log is attached with these minutes.

.2 Matters Arising

.2.1 There were no additional matters arising from the minutes.

.2.2 It was noted that the Equality & Diversity Committee had met. Council was assured that in respect of the previous Athena Swan award failures, processes had been improved; however, submission for the award would only take place when all elements were in place.

.2.3 Council was advised that the REF results should be known by 16 November. A summary would be circulated to Council before wider publication on 18 November.

Action: MJK

14/083 Chair's Items

.1 Appointments

On the recommendation of the Nominations Committee, Council:-

- Approved the appointment of John Sexton as a member of Council for a first term of three years from 1 January 2015 to 31 December 2017.
- Approved the re-appointment of Robert Winston for a third term of three years from 1 October 2014 to 30 September 2017.
- Approved the appointment of Max Taylor as a Pro-Chancellor for an initial term of three years from 1 January 2015 to 31 December 2017.
- Approved the re-appointment of Penelope Keith as a Pro-Chancellor for a third term of three years from 1 February 2015 to 31 January 2018.

.2 Ethical Conduct Policy

Council noted that the policy had been updated to streamline the process. Members were encouraged to complete the online module relating to bribery, a link for which would be

emailed following this meeting.

Action: LER

.3 Achievements

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

.4 CUC Plenary Session

The Chair gave a verbal report from the CUC plenary session. It was noted that a new code of practice for governance would be published in the new year. The code would be on a comply or explain basis, however from the draft, it appeared that Surrey was not out of line with any of the provisions.

B ITEMS FOR CONSIDERATION AND APPROVAL

**14/084 Year End Outturn 2013-14
REDACTED AS COMMERCIALY SENSITIVE**

14/085 Financial Statements for 2013-14

.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 only three low risk issues raised all of which had been addressed.

.2.2 Council **noted** the Auditor’s Highlights Memorandum and Management Letter.

.3 Consolidated Financial Statements

.3.1 A revised version of the final paragraph of the Operating and Financial Review was tabled. It was noted that this had been reworded to reflect a more balanced outlook.

.3.2 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 On the recommendation of the Finance Committee and the Audit Committee, Council **approved** the 2012-13 financial statements for the Foundation Fund.

.5 Performance Summary for Subsidiary Companies

.5.1 Council **noted** the performance summary for the subsidiary companies.

.6 Financial Statements for the Trust Funds

.6.1 Council noted the plan to utilise the final monies held in the Battersea Trust Fund and to close the Fund.

.6.2 Council **noted** the Battersea Trust Fund Financial Statements for 2013-14 which had been approved by the Finance Committee, as Trustees, at its meeting on 6 November 2014.

.6.3 On the recommendation of Finance Committee and Audit Committee, and as Trustees of the Funds, Council **approved** the 2013-14 Financial Statements for the General Nursing Council Chair Fund, the High Coombe Trust Fund and the Marion Redfearn Trust Fund.

14/086 Annual Sustainability Assurance Report

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

14/087 Annual Assurance Return

.1 Council **approved** the Annual Assurance Return for 2013-14.

14/088 Financial Results Return 2013-14

.1 Council **approved** the financial tables and commentary for submission to HEFCE.

14/089 New Borrowings

.1 It was noted that the thinking on borrowings had moved on since its discussion at Finance Committee in September and that it looked less likely that a revolving credit facility would be needed this year. However, it was believed that this should be kept under active consideration so that, should it be necessary, the matter could be addressed swiftly. In support of this requirement, it was proposed that authority be delegated to Finance Committee.

.2 Council **approved** the delegation of authority to Finance Committee to request HEFCE approval to increase the University's borrowings threshold to allow for a revolving credit facility should it be necessary.

14/090 Annual Report from the Audit Committee

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

14/091 External Auditor Policy

.1 Council **approved** the external auditor policy.

14/092 USSU Trustees' Report and Consolidated Financial Statements

.1 Council **noted** the USSU Trustees' Report and consolidated financial statements for 2013-14.

14/093 USSU Governance Oversight

.1 It was noted that under the Education Act, Council has responsibility for assuring itself that the Students' Union is governed appropriately. It was further noted that the USSU governance documents had been reviewed which had confirmed that the USSU was operating in a fair and democratic manner and that it is accountable for its finances.

.2 Council **noted** the confirmation of governance oversight of the USSU.

14/094 Medical Strategy Update

.1 Council **received** a presentation on the progress of the medical strategy since the October away day and the key next steps.

.2 There was consensus that it was important to gain support now, at this early stage, both in an advisory capacity and in term of potential funding.

**14/095 5G Update
REDACTED AS COMMERCIALY SENSITIVE**

C ITEMS FOR INFORMATION

14/096 Report from the Finance Committee

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

14/097 Report from the Executive Board

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

14/098 Report from the Audit Committee

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

14/099 Report from the Senate

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

.2 Council **approved** the nominations for Honorary Degrees.

14/100 Health & Safety Report

.1 Council **noted** the Health & Safety report. It was agreed that the Director of HR and Head of Health & Safety be invited to the next Council meeting to give the annual report.

Action: LER

D CLOSING ITEMS

14/101 AOB

- .1 It was noted that the result for the STEM-T building should be received by the end of December.
- .2 It was noted that this would be the last meeting for Ms Sue Ryle, current Chair of the Staff Assembly (was Academic Assembly). On behalf of Council, the Chair thanked Ms Ryle for her contributions to Council and wished her every success for the future.

14/102 Dates of Future Meetings

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

2015:-

19 March

23 July

8-9 October

19 November

**Dr Jim Glover
Chair of Council**