

Strictly Confidential

**COUNCIL**

**23 March 2017 at 15:30**

**Oak 1 & 2**

**MINUTES**

***Sections marked Commercial in Confidence are claimed as exempt from publication under Section 43 of the Freedom of Information Act on the grounds of commercial sensitivity.***

<b>Members:</b>	Chair – External member	Dr Jim Glover
	Vice-Chair – External member	Ms Anne Watts
	President & Vice-Chancellor	Prof Max Lu
	Provost & Executive Vice-President	Prof Michael Kearney
	External member – Treasurer	Mr Tony Stuart
	External member	Dr Helen Bowcock
	External member	Dr Anthony Bragg
	Member elected by Senate	Professor Rachel Brooks
	SVP, Global Strategy & Engagement	*Professor Vince Emery
	External member	Dr Mike Goodfellow
	External member	Dr Sally Howes
	External member	*Ms Claire Ighodaro
	President, Students' Union	Ms Alex Mackenzie Smith
	External member	Mr Peter Maskell
	External member	Mr David McNulty
	SVP, Advancement & Partnerships	Mr Greg Melly
	External member	Mr Michael Queen
	External member	Ms Jan Sawkins
	External Member	Dato Dr Kim Tan
	Member elected by Senate	Dr Rick Woods

\*denotes member unable to attend

**In attendance:** Mr Atti Emecz - Interim Vice-Provost, Research & Innovation  
Mr Phil Grainge - Chief Financial Officer  
Mr Phil Hopwood - Interim Director, Strategic Planning  
Ms Sarah Litchfield – University Secretary & Legal Counsel  
Mr Greg Melly – Vice-President, Partnerships & Advancement  
Professor Jane Powell - Vice-Provost, Education & Students  
Ms Lise Richards - Deputy University Secretary (minutes)  
Mr David Sharkey –Chief Operating Officer

**By invitation:** Professor Kamila Hawthorne, Associate Dean, Medicine - minute 17/007  
Professor Graham Miller, Executive Dean, FASS - minute 17/007  
Mr Trevor Humphreys, Director of Estates & Facilities - minute 17/007

**A INTRODUCTORY ITEMS**

**17/001 Apologies for absence**

.1 Apologies were received from Professor Vince Emery and Ms Claire Ighodaro.

**17/002 Conflicts of interest**

.1 None.

**17/003 Minutes of previous meetings.**

.1 The minutes of the meeting held on 24 November 2016 were **approved**.

**17/004 Matters arising**

.1 The actions log was noted and no additional matters from the previous minutes were raised.

**17/005 President & Vice-Chancellor's Report**

.1 Council **noted** the Vice-Chancellor's report as circulated. In addition the following points were noted.

- .1.1
- The University had achieved number five in the Times Higher Student Experience Survey 2017, up from number 26.
  - The Vice-Chancellor had visited Singapore and Malaysia. Discussions had focused particularly on the Chancellor's Fund. Kim Tan was thanked for his support in creating these opportunities. Members were encouraged to put forward any appropriate contacts in relation to this initiative.
  - The Royal School of Veterinary Surgeons had visited the Vet School as part of the accreditation process (not final accreditation). This involved a panel of ten people and covered five days. The results were positive and thanks were expressed to the team involved in the preparation for the visit.

.2 Members were encouraged to attend events and in particular the Festival of Wonder event taking place in May 2017.

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**B ITEMS FOR CONSIDERATION AND APPROVAL**

**17/006 Student Recruitment Update**  
**REDACTED AS COMMERCIALY SENSITIVE**

**17/007 Capital Prioritisation**  
**REDACTED AS COMMERCIALY SENSITIVE**

**17/008 Strategic Recruitment Project (STARS) Update**

.1 Council noted the report. An update would be brought back to Council as the project develops and investment costs become clearer.

**17/009 Risk Management**

- .1 Council noted that the policy and strategy had been through the Audit & Assurance Committee and had been developed with input from some Council members.
- .2 In response to a question about provision of training across the University, it was noted that key areas were being targeted first with a progressive roll-out following.
- .3 Council discussed the need to ensure that student experience is reflected adequately through the risk process. It was noted that this linked back through protection of core business (an agreed top priority) together with capital projects such as accommodation and Students' Union building. It was acknowledged that smaller issues often impacted students more immediately and should not be forgotten.
- .4 Following general discussion about risk appetite and the risk register, and on the recommendation of the Audit & Assurance Committee, Council **approved** the Risk Strategy, Risk Policy and Risk Appetite Statement.

**17/010 University Committees**

- .1 Council **approved** the proposed changes to the University Committees structure and related terms of reference.

**17/011 Council Sub-committees**

- .1 Subject to some minor amendments, Council **approved** the proposed changes to Nominations Committee, Finance Committee and the Strategic Planning and Resources Committee.

**17/012 University Ordinances**

- .1 Subject to some typographical amendments, Council **approved** the proposed changes to the University Ordinances.

**17/013 Appointment of the External Auditor**

- .1 In discussing the appropriateness of KPMG, it was noted that there had been a complete refresh of the team at all levels from Partner to on-the-ground Audit Manager, and new approaches established including data analytics. These would mitigate the risks associated with retaining KPMG for another four years. It was recognised that KPMG were experts in some areas of consultancy e.g. IT and this could cause conflicts if we were to use them for non-audit services. In line with policy we would seek approval of any usage from the Audit & Assurance Committee and explore use of "firewalls" and other processes to separate audit and non-audit work. It was understood that for any unresolvable conflict, they would stand down as Auditor.
- .2 On the recommendation of the Audit & Assurance Committee, Council **approved** the appointment of KPMG as the Auditor.

**17/014 Emeritus Professorships**

- .1 On the recommendation of the Vice-Chancellor's Emeritus Panel, Council **approved** the

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appointment of Emeritus Professorship for Professor Nigel Fielding and Professor David Bradley.

### **17/015 Equality & Diversity Update**

- .1 Council noted the update.
- .2 Council noted, with concern, the considerable work required to maintain the Athena Swan Bronze Award and that achieving the award at the next assessment was by no means assured. It was further noted that the challenge was at individual department level. It was agreed that this should be included as a topic for the October away day.
- .3 Some members asked for clarity of what the different Athena Swan levels require. It was agreed that this would be circulated.

**Action: AMW**

### **17/016 Health, Safety and Wellbeing Update**

- .1 Council **noted** the annual report, commenting on its presentation and helpfulness.
- .2 Council **noted** the Health & Safety incidents report and the programme underway to address the RIDDOR rates.

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## **C ITEMS FOR INFORMATION ONLY**

- 17/017** Council **noted** the report on widening participating in relation to the Medical School proposal.
- 17/018** Council **noted** an update on Blackwell Developments (Guildford) Limited.
- 17/019** Council **noted** the annual TRAC return.
- 17/020** Council **noted** a briefing on the Doctoral College.
- 17/021** Council **noted** the HEFCE Annual Provider Review preliminary assessment letter.
- 17/022** Council **noted** minutes from the Audit & Assurance Committee.
- 17/023** Council noted minutes from the Finance Committee.
- 17/024** Council noted minutes from the Senate.
- 17/025** Council **noted** minutes from the Executive Board.

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## **C CLOSING ITEMS**

### **17/026 AOB**

- .1 Council noted the appointment of the Vice-Chancellor to the board of UUK.
- .2 Council noted that the Vice-Chancellor had been appointed as a Deputy Lieutenant of

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Surrey.

- .3 The Chair confirmed that this would be the last meeting attended by Dato Dr Kim Tan who had elected to step down due to other commitments. It was noted that Dr Tan would continue to work very closely with the University particularly in the international arena. On behalf of Council, the Chair thanked Dr Tan for his contribution during his term of office and for his continued support of the University.

**16/093 Dates of Future Meetings**

2017

20 July

9 October

23 November

**Dr Jim Glover**  
**Chair**