

Strictly Confidential

## COUNCIL

24 July 2019 at 14:00

Oak 1 and 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	Mr Michael Queen
	Vice-Chair – External member	Dr Anne Watts
	External member – Treasurer	*Mr Tony Stuart
	President & Vice-Chancellor	Prof Max Lu
	Provost & Executive Vice-President	Prof Michael Kearney
	Chief Operating Officer	Ms Anne Poulson
	Senior Vice-President, Global	Professor Vince Emery
	Senior Vice-President, Advancement & Community	Mr Greg Melly
	President, Students' Union	Dr Alex Harden
	Member elected by Senate	Vacant
	Member elected by Senate	Professor Shirley Price
	Member elected by Senate	Professor Paul Smith
	External member	Mr Vib Baxi
	External member	Dr Tony Bragg
	External member	Mr Charlie Geffen
	External member	Dr Mike Goodfellow
	External member	Dr Sally Howes
	External member	Ms Rachel Hubbard
	External member	Ms Claire Ighodaro
	External member	Mr Peter Maskell
	External member	Dr David McNulty
	External member	Ms Jan Sawkins
	External member	Mr Nick Standen

\*denotes member unable to attend

**In attendance:** Ms Martine Carter, Director of Strategy and Executive Officer  
Mr Phil Grainge, Chief Financial Officer  
Ms Sarah Litchfield, University Secretary & Legal Counsel  
\*Professor Jane Powell, Vice-Provost, Education & Students  
Ms Lise Richards, Head of Governance Services  
Professor David Sampson, Vice-Provost, Research & Innovation

**By invitation:** Mr Andrew Chalklin, Chief Information & Digital Officer - minute 19/  
Mr Patrick Degg, Director of Advancement - minute 19/

## A INTRODUCTORY ITEMS

### 19/053 Welcomes

- .1 The Chair welcomed Ms Gemma Paine, President of the Students' Union for 2019/20 to Council.

### 19/054 Apologies

- .1 Apologies were received from Mr Tony Stuart.

### 19/055 Minutes

- .1 The minutes of the meeting held 2 May 2019 were **adopted**.

### 19/056 Actions

- .1 The updated actions log was **noted**.

### 19/057 Matters Arising

- .1 There were no matters arising from the previous minutes not covered elsewhere on the agenda.

### 19/058 Chair's Items

- .1 Council ratified the resolution passed on 24 May 2019 in relation to the Access and Participation Plan.
- .2 The Chair gave a brief, verbal end of year review and commended the effort that had been expended across the University to respond to the challenges that had arisen and in planning for future challenges, with particular regard to the focus on the student experience.

### 19/059 Vice-Chancellor's Report

- .1 Council **noted** the Vice-Chancellor's report as published.

## B ITEMS FOR CONSIDERATION AND/OR APPROVAL

### 19/060 National Student Survey (NSS)

- .1 Council **noted** the report as published and received a summary presentation.
- .2 Council discussed how any media interest in the results would be handled. It was noted that the approach in any case would be one of ensuring issues are explained and interpreted accurately and that they are recognised and understood with action plans in place.
- .3 Council discussed the particular issue that has emerged in relation to EU student satisfaction levels. It was noted that this required in depth investigation to thoroughly understand. It was further noted that scores might be skewed by programmes with relatively large EU cohorts, however, it was believed that the issues would be found at programme level and were not systemic.

- .4 In discussing the overall satisfaction scores, it was noted that this was not an amalgamation of the other scores but in response to a stand-alone question. This is also a volatile score and is highly sensitive to small changes.
- .5 Council discussed how the implementation of actions would be visible to students. It was believed that this would initially be seen through elements such as improved quality of feedback. In conjunction with this Council agreed that it was important to set clear expectations for students at the start of the year and to deliver on those expectations.

#### **19/061 Recommendations from the Nominations Committee**

- .1 Council noted a summary of the forthcoming internal and external changes impacting Council membership.
- .2 Council discussed the proposals which had received prior scrutiny by the Nominations Committee, taking into account the skills and experience of the various candidates and roles. After discussion, on the recommendation of the Nominations Committee, Council -
  - .2.1 **Approved** the appointment of Ms Rachel Hubbard and Mr Vib Baxi as joint Vice-Chairs of Council (from 1 August 2019 to 31 July 2022);
  - .2.2 **Approved** the appointment of Mr Charlie Geffen as Chair of the Remuneration Committee (from 1 August 2019 to 31 January 2022, concurrent with his current term on Council);
  - .2.3 **Approved** the appointment of new External Members of Council, Ms Judith Eden, Ms Pamela Powell and Mr Elliot Antrobus-Holder (from 1 August 2019 to 31 July 2022);
  - .2.4 **Approved** the appointment of Dr Jim Glover as a Pro-Chancellor (from 1 August 2019 to 31 July 2022);
  - .2.5 **Approved** the appointment of Dr Jim Glover as a Council Director for the Blackwell Park board.
  - .2.6 **Noted** the Vice-Chancellor's nominated ex-officio executive members of Council.
- .3 Council discussed the challenges of finding a suitable candidate with senior higher education experience but agreed that this should remain a recruitment aim.

#### **19/062 Recommendations for Emeritus Awards**

- .1 After discussion of the nominations, on the recommendation of the Vice-Chancellor's panel, Council **approved** the following Emeritus Professor awards -  
**Redacted as personal information**  
  
and the following Emeritus Reader award -
  - .1.10 **Redacted as personal information**

#### **19/063 Zeppelin Budget 2019/20 and Forecast 2020/21 to 2022/23 Redacted as commercially sensitive**

**19/064 Continuous Improvement Programme (CIP)**

- .1 Council noted the update and that this had been reviewed by the Council oversight sub-group.
- .2 Council asked for sight of an example of a process review. It was agreed that the slides from the sub-group meeting be circulated and these are attached with the minutes.

**19/065 Chongqing  
Redacted as commercially sensitive**

**19/066 Huawei**

- .1 This item was brought forward from the AOB section of the agenda. Mr Degg remained in the room for the discussion.
- .2 Council **noted** the paper as presented, including the departure from policy in relation to additional due diligence from an external provider for philanthropic gifts over £1m based on our existing relationship and knowledge of Huawei.
- .3 Council discussed the importance of transparency when reporting to the government about such gifts in order to ensure the wider picture of our relationship with Huawei is appreciated. In turn this would ensure that any future advice or instruction from the government would be relevant.

**19/067 Learning Hotel and Hub**

- .1 Council **noted** the report as published. It was reminded of the four project principles which remained unchanged and noted the change of project sponsorship to the Chief Operating Officer.
- .2 It was further noted that additional conversations with stakeholders, including students, would inform the specification of the Hub.

**19/068 Enterprise Resource Planning (previously HR System Programme)**

- .1 Mr Andy Chalklin, Chief Information and Digital Officer, joined the meeting for this item.
- .2 Council noted the paper as published, including the proposal, taking into account legal advice, that the preferred exit plan from the current arrangement should be followed.
- .3 Council noted that the next key actions would be to lock down requirements, with control over scope creep ensuring the appropriate people are in place to undertake the requirements assessment.
- .4 After discussion, Council **approved** the proposed exit plan and course of action. An update would be provided to Council at the November meeting.  
**Action: AP (for November Council meeting)**

**19/069 Criminal Convictions Policy**

- .1 Council discussed the options as presented, including the proposal (as per the Policy) that

students respond to a criminal convictions question both at initial registration and annually on re-registration thereafter. It was noted that the Students' Union was in support of this, believing that it did not appear to be over-burdensome.

.3 It was agreed that a clear process for handling any positive declarations needed to be in place.

.4 Council therefore **approved** the Criminal Convictions Policy as presented.

#### **19/070 The University's Status in Relation to OJEU**

.1 Council was reminded that the University is obliged to check and approve annually, its position in relation to OJEU. On the basis of the required calculations, the fact that there had been no challenges or issues in the three years since opting out, and recognising the benefit of agility to the University, Council **approved** the continued opt-out of the OJEU process (with continued scrutiny of procurement processes in place).

#### **19/071 Blackwell - Judicial Review Redacted as commercially sensitive**

#### **19/072 Surrey Sports Park Limited (SSPL) Share Issue**

.1 Council noted the position in relation to the University's subsidy to SSPL for student sport and the proposal to replace the existing credit facility from the University to SSPL with shares. It was further noted that this reflected no cash impact at group level.

.2 After discussion, Council **approved** the SSPL share issue.

#### **19/073 University of Surrey Students' Union (USSU) Annual Report**

.1 Mr Alan Sutherland, CEO of the USSU joined the meeting for this item.

.2 Council **noted** the report as published. Dr Alex Harden, outgoing President of the Students' Union gave a brief presentation, from which the following recommendations were noted as -

- Supporting joint Executive/USSU meetings, with scrutiny of impact;
- Formulating a response to NSS result by October, with dedicated year-long communication plan; and
- Reverse mentoring with Students' Union Officers.

.3 Council supported the comments made and were keen to follow up with the mentoring proposal which, it was felt, would be mutually beneficial.

.4 Council discussed the issues of dealing with student mental health issues. It was recognised that there is a lack of a mechanisms to support students short of full-blown counselling. It was noted that more informal routes to support were being investigated as part of the new Chief Student Officer's plans.

.5 On behalf of Council, the Chair thanked Dr Harden for his significant contribution during his year as President, commending him and the whole USSU team for the continued open-minded and constructive discussions that had been possible, in sometimes challenging circumstances.

**C ITEMS FOR INFORMATION ONLY**

**19/074** Council **noted** the financial summary.

**19/075** Council **noted** the Data Management and Information Security Strategy.

**19/076** Council **noted** the summary of senior committee minutes.

**19/077** Council **noted** the latest Health & Safety report. The importance of discussing Health & Safety was raised.

Post meeting note: It has previously been agreed that Health & Safety should form a main discussion item on an annual basis. The next scheduled discussion is for the January 2020 meeting. Reports are received at every Council meeting.

**19/078** Council **noted** the latest balanced scorecard. It was agreed that this should form a discussion item for the next meeting.

**Action MEC (paper) LER (agenda) for the November meeting**

**D CLOSING ITEMS**

**19/079 Any Other Business**

.1 Council was reminded that complaints about the USSU may be referred to Council. Such a complaint had been received some time ago but procedure had been delayed because the complainant had since ceased responding. Recommendations had been shared with USSU via Chair's action. Council **ratified** Chair's action in this matter.

**19/080 Dates of next meetings**

2019 - 25 November

2020 - 11 February; 25 March; 7 May; 16 July; 26 November

**Mr Michael Queen**  
**Chair**