

COUNCIL
Wednesday 7 February from 14.00-18.00
Oak 1 and 2
MINUTES

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Members:	Chair – External member	Mr Charlie Geffen
	Joint Vice-Chair – External member	Mr Vib Baxi
	Joint Vice-Chair - External member	Ms Rachel Hubbard
	Treasurer - External member	Mr Robert Napier
	President & Vice-Chancellor	Prof Max Lu
	Provost & Executive Vice-President	Prof Tim Dunne
	Chief Operating Officer (acting)	Mr Will Davies
	President, Students' Union	Ms Jo Yau
	Member elected by Senate	Dr Josh Andresen
	Member elected by Senate	Dr Charo Hodgkins
	Member elected by Senate	Prof Jin Xuan
	External member	Mr Elliot Antrobus-Holder
	External member	Prof Julia Buckingham
	External member	Ms Judith Eden
	External member	Ms Pam Jestico
	External member	Mr Nigel Jones
	External member	Ms Pam Powell
	External member	Sir Philip Rutnam

In attendance: Mr Nigel Alcock, Interim Chief Financial Officer
Ms Ros Allen, Head of Governance Services (secretary)
Ms Martine Carter, Vice-President Strategic Growth
Ms Sarah Litchfield, University Secretary & Legal Counsel

By invitation: Prof Annika Bautz, PVC and Executive Dean FASS (24/013)
Mr Patrick Degg, Vice-President Global (24/006 and 24/020)
Mr Greg Melly, BPL CEO (24/014)
Ms Liz Mohr, Grant Mohr Associates

INTRODUCTORY ITEMS

24/001 Preliminaries

- .1 There were apologies from Elliot Antrobus-Holder.
- .2 Liz Mohr was welcomed to the meeting. She would be carrying out the Effectiveness Review of Council and was attending as an observer.

24/002 Declarations of Interest

- .1 None

24/003 Minutes

Council: 7 February 2024
24/CNL/01

- .1 Council **approved** the minutes of the Council meeting held on 29 November 2023 for publication. The minutes of the Awayday held on 30 November 2023 were approved, but not for publication.

24/004 Matters Arising

- .1 The updated actions log was **noted**. All actions are complete or for a later meeting.

24/005 Chair's items

- .1 The Chair emphasised the importance of the meeting for reviewing financial resilience plans and the draft University Strategy. The Executive Team need to be challenged and supported by Council.
- .2 Council ratified the following Convene resolutions:
- Appointment of Philip Rutnam and Lisa Collins to the Innovate Surrey Ltd Board
 - Appointment of Kathy Slack to Innovate Surrey Ltd Board

24/006 Vice-Chancellor's Report and Performance Monitoring (STRICTLY CONFIDENTIAL)

- .1 The VC presented the report.
- .2 The VC is part of an all-parliamentary university group focused on the financial sustainability of universities. Whilst parliament recognises the difficulties HE is facing, there was no increase in funding planned by either political party. However, there is a will to look at long term actions to help students and universities. In the meantime, universities need to find their own solutions to the financial difficulties. It was noted that last time HE was facing financial issues in the 1990s, there was consideration of mergers. Whilst the prospect of mergers has been mentioned in the sector, there seems to be no push from the politicians.
- .3 With respect to the Times article regarding entry standards for international students, it was noted that the University upholds the same admissions standards for international and home students. There will be a Government investigation into recruitment agents for international students and admission from foundation years. It was recognised that any sector issues were a result of government policy.
- .4 The VC outlined the three significant tasks for financial resilience: to stabilise the I&E; to understand and prioritise the options to release cash; and to develop the three-year strategic plan coming out of the Strategy. Council were thanked for their input and were asked for their support through the process.
- .5 REDACTED AS COMMERCIALY SENSITIVE

24/007 Student Recruitment 2024

- .1 Patrick Degg attended to give a presentation with Martine Carter.
- REDACTED AS COMMERCIALY SENSITIVE

24/008 Financial Resilience plan

.1 Nigel Alcock, Martine Carter, Will Davies, Tim Dunne and Max Lu presented the paper.

REDACTED AS COMMERCIALY SENSITIVE

.10 Council **approved** the financial resilience plan, noting that an update will come in March.

24/009 Cash release options

.1 Council noted the paper. An update will come to Council in March.

Action: RA to add to agenda.

24/010 University Strategy

.1 Martine Carter and Max Lu presented the paper.

.2 It was noted that the main part of the paper was the external facing Strategy document. The appendices provide the detail of how and when but would not be shared externally and need more work. There are also parts of the Strategy that need more detail and consideration. For example, one issue to resolve is the commitment to meet net zero which, whilst very important, is not yet costed or tested for feasibility.

.3 It was noted that there needed to be consideration of whether four or five Research Institutes is the right number for the Strategy period and if the Future Societies potential Research Institute was viable as a stand-alone venture or should be combined within other institutes. It was observed that it was a critical thread across all the other institutes and key to delivering impact. It was further suggested that all Research Institutes should be presented in the same format, whilst making it clear that the first two had already been established. It was recognised that whilst much research across the University would be channelled through the Institutes, they would not drive teaching in the same way, as programmes need to match market demand.

.4 With respect to teaching and students, the following points were noted:

- It would be good to have more specific goals relating to student inclusion.
- The goals for student experience need to focus more on highly skilled jobs.
- REDACTED AS COMMERCIALY SENSITIVE

.5 It was further suggested that:

- There should be more mention of how the University will continue to benefit the local community.
- The Partnerships section should put more emphasis on working with the public sector, particularly as 1/3 of graduates go into the public sector.

.6 There was discussion of ensuring that the document is clear and communicated well. When the content has been finalised, a copywriter would work on the document. It was felt that the bubble diagram under the VC's foreword is confusing. It was noted that it would be removed as it was not intended for an external audience.

.7 Further comments from Council members were welcomed outside of the meeting.

.8 Council **approved** the Strategic Ambition, Goals and Approach, noting that the Strategy would come back in May or July for final approval.

ITEMS FOR CONSIDERATION AND/OR APPROVAL

24/011 Research and Innovation Report

.1 Council noted the paper.

24/012 Education and Student Experience Report

.1 Council noted the paper.

24/013 FASS Change programme

.1 Annika Bautz attended to give a presentation outlining the reasons why a change programme is needed, what is planned and how it will be delivered.

.2 REDACTED AS COMMERCIALY SENSITIVE

24/014 BPL Ransom agreement

.1 Greg Melly attended to present the paper.

.2 Council congratulated GM on resolving the ransom and expressed its thanks to him for his years of work on this project. He was asked to pass on Council's thanks to the advisors.

.3 Council **approved** the ransom agreement and asked to be informed when it is signed.

24/015 Effectiveness Review of Council

.1 Charlie Geffen and Liz Mohr presented the paper.

.2 LM reported that Keith Leslie would be working with her on the review.

.3 It was noted that this external review was part of the regular effectiveness reviews of Council and would be focussed on behavioural issues rather than structures.

.4 A survey would come out next week and should take c. 25 minutes to complete. There would be two weeks allowed for completion and it would be anonymous. All members and attendees would be interviewed and any feedback on the Chair would be collected.

.5 The final report would come to the May Council meeting. Council would need to decide how widely to share it.

.6 The question was raised regarding whether any of the Council subcommittees would be included in terms of assessing their effectiveness. The review did not include observation of the subcommittees, but there are survey questions regarding their effectiveness and discussion could be included in the interviews.

24/016 Charter and Statutes

- .1 Sarah Litchfield presented the paper, reminding Council of the work to date and the drivers for the changes.
- .2 It was noted that the University has not yet heard back from King's Privy Council.
- .3 Council **approved** the amendments to the Charter proposed by Senate. It was noted that Senate was a subcommittee of Council with a responsibility for the academic endeavour, although Council has final approval for key academic matters.

24/017 Subsidiary Governance

- .1 Sarah Litchfield presented the paper.
- .2 The proposal to have ISL focused on commercialisation, IP and tech transfer and be the sole corporate director of USSF was **agreed** and the USSF governance agreement and articles for USSF **approved**. ISL will also cover the Research Park. The first meeting of the ISL Board with the new directors has been arranged for 11 March.
- .3 Council **approved** the appointment of Glyn Barker as a Director of BPL, recognising that he had experience in housing developments, albeit in a different type of organisation. There will also be an appointment of a temporary consultant to replace GM for the negotiations with potential developers. The development strategy and options are under consideration.
- .4 It was noted that the University has a strong relationship with Surrey County Council and an improving relationship with Guildford Borough Council. Discussions with both parties and involving the Royal Surrey County Hospital are taking place on matters of mutual interest.

24/018 Remuneration Committee Terms of Reference

- .1 Pam Powell presented the paper.
- .2 Council **approved** the amendment to the Terms of Reference and the Ordinances.

24/019 Senate Terms of Reference

- .1 Tim Dunne presented the paper.
- .2 It was noted that the Effectiveness Review of Senate had recommended the changes to the membership to rebalance towards to the academic side and to include a PG student rep.
- .3 Council **approved** the amendments to the Senate Terms of Reference.

24/020 Gift Acceptance Report

- .1 Patrick Degg attended to present the paper.
- .2 Council **approved** the acceptance of the gift.

24/021 Items for future meetings

- .1 Council noted the paper.

.2 A briefing from the new Dean of Medicine would be provided during the dinner.

C ITEMS FOR INFORMATION ONLY

24/022 Health and Safety Report

.1 Council noted the paper.

24/023 Annual report from the CMA Task Group

.1 Council noted the paper.

24/024 Annual report from HR

.1 Council noted the paper.

24/025 Equality, Diversity and Inclusion Annual Report

.1 Council noted the paper.

24/026 TRAC Return

.1 Council noted the paper.

24/027 Committee Reports

.1 Council noted the reports.

24/028 Information Pack for Reference

.1 Council noted the pack.

D CLOSING ITEMS

24/029 Any Other Business

.1 None

24/030 Date of next meeting

25 March 2024

Mr Charlie Geffen, Chair