

COUNCIL
Friday 28 November 2025 from 9.00-10.00
Teams
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.

Members:	Chair – External member	Mr Charlie Geffen
	Treasurer - External member	Mr Nigel Jones
	President & Vice-Chancellor	Prof Stephen Jarvis
	Provost and Senior Vice President	Prof Tim Dunne
	Chief Operating Officer	Mr Will Davies
	President, Students' Union	Mr Matt Aikin
	Member elected by Senate	Dr Femi Adeyemi-Ejeye
	Member elected by Senate	Dr Charo Hodgkins
	Member elected by Senate	Prof Jin Xuan
	External member	Prof Dame Julia Buckingham (to 25/181.4)
	External member	Mr Nick Gatfield
	External member	Ms Pam Jestico
	External member	Ms Sarah Miles
	External member	Ms Pam Powell
	External member	Sir Philip Rutnam
	External member	Dr Helen Turner
	External member	Mr Philip Whitecross
	External member	Dr Linda Wilding

In attendance: Ms Ros Allen, Head of Governance Services (secretary)
Ms Martine Carter, Vice-President Strategic Growth
Mr Patrick Degg, VP Global
Mr Matthew Knight, Chief Financial Officer
Ms Sarah Litchfield, University Secretary & Legal Counsel

INTRODUCTORY ITEMS

25/175 Preliminaries

.1 There were apologies from Matt Aikin, Sarah Miles and Philip Rutnam.

25/176 Declarations of Interest

.1 None

ITEMS FOR CONSIDERATION AND/OR APPROVAL

25/177 Management Accounts

.1 MK presented the paper.

.2 Council noted the management accounts for the September year-to date performance.

25/178 External Auditor yearend report

- .1 MK presented the paper.
- .2 The draft report reflected the status of the audit as at 13 November 2025. As stated in the report, the audit is not yet complete and matters communicated in the report may change pending signature of KPMG's audit report. But no significant changes were expected. There was one balance sheet item not reconciled, relating to a c. £400k unadjusted audit difference in research income, but it is significantly under the materiality threshold of c. £6m.
- .3 It was noted that there had been an error in the reporting of remuneration as some staff had been overreported within the bands of remuneration for a full year despite having left mid year. It has now been corrected.
- .4 Council noted the report, noting that any significant changes would be reported to AAC and Council as required.

25/179 Going Concern

- .1 MK presented the paper.
- .2 There is yet to be final sign off from KPMG to the University's Going Concern, but no issues were expected.
- .3 The draft Going Concern statement had been reviewed by Audit and Assurance Committee and Finance Committee.
- .4 There was discussion of the likely impact of the recent UK budget. A briefing note will be circulated shortly. Initial calculations suggest that the impact of pension changes will be c. £700k. There was discussion of the potential impact of the international student fee levy.
- .5 Council confirmed that it had a reasonable expectation that the University had adequate resources to continue in operation for a period of at least twelve months from the date of approval of the financial statements. It was therefore appropriate to prepare the financial statements on a going concern basis.

25/180 Signature of Representation Letter

- .1 MK presented the paper.
- .2 REDACTED
- .3 REDACTED
- 4 It was **agreed** that CG and MK would discuss further offline to ensure that all information had been provided.
Action: CG and MK

.5 Council **approved** the 2024/25 Letter of Representation.

25/181 Annual Report and Consolidated Financial Statements

.1 MK presented the paper.

.2 Council noted the changes made since the document was circulated, including:

- Page 9: Impact and Innovation – The references to Innovate Surrey Ltd have been amended in light of the fact that the company is not yet a fully operating entity.
- Page 13: Sustainable Growth and Financial Capacity – References to planned future surpluses have been removed. There will be more emphasis that increased capital expenditure is required.
- Page 21: Membership of Council - Committee memberships for those members who retired have been added and some errors corrected in other memberships.
- Page 50: Investment Property – A change in the accounting estimate for Surrey Research Park (SRP) has been made.
- Page 65: Borrowings – An explanation to clarify borrowings clearer has been added.
- Page 73: Surrey County Council local government pension scheme – The term ‘wedge’ has been changed to ‘difference’ to avoid using technical accounting terms.
- Page 76: Sensitivity analysis - the date has been changed to 31 July 2025.

.3 A number of other changes to be made were noted:

- The report should address the positive and negative aspects of the University present and future. The VC and Chair’s introductions and the document more generally would be reviewed to ensure that they are appropriately realistic.
- More conditionality around the net zero target would be added as the target would be challenging to meet by 2030. WD would review whether there should be mention that the University does not plan to use any offsets. It was agreed not to include failure to meet our net zero target as a ‘Principal Risk’.

Action: WD

.4 Subject to the above amendments and comments and sign off from the VC and any financial changes being discussed with NJ and LW, Council **agreed** that the final version of the Annual Report and Financial Statements could be approved by Convene resolution. The University will aim to publish as early as possible in January.

25/182 OfS Annual Financial Return

.1 MK presented the paper.

.2 The document is due to be submitted to the OfS on 5 January 2026. The paper explains the basis of preparation of the return. The five year plan is a conservative one. The detail will be finished in due course and the return signed off by the VC before Christmas.

.3 Council **approved** the recommendation to delegate responsibility to the Vice Chancellor as the Accountable Officer for approving the onward submission to the OfS of the full return, on the basis that there will be minimal changes to what Council have previously seen in appendix A and either whilst approving the Farrer budget (July 2025) or whilst approving the Annual Accounts and Report (November 2025).

.4 The OfS have assessed that many universities are in financial difficulty. When considering financial status, the OfS consider surplus/deficit, particularly over time; liquidity; gearing; and student profile. Surrey has had several conversations with the OfS and believe that the University may be on their 'amber' list due to its debt to net asset ratio being the highest in the sector.

25/183 Performance Summary for Subsidiaries

.1 MK presented the paper.

.2 Council noted that there was one significant final adjustment that was not included in the subsidiary figures, an impairment to the BPL land valuation (recorded in stock). This impairment is still under review with the valuers. Although it is significant for BPL, there would be no adjustment required for the Consolidated accounts due to the value after impairment still being considerably higher than the value of the land in the consolidated accounts (due to the removal of intercompany transactions such as interest and the profit on the original land purchase).

25/184 Trust Fund Accounts

.1 Council approved the accounts.

25/185 USSU Audited Accounts

.1 Council noted the accounts.

D CLOSING ITEMS

25/186 Any Other Business

.1 None

25/187 Date of next meeting

5 February 2025

Mr Charlie Geffen, Chair