



MINUTES OF A COUNCIL MEETING

Held on 27<sup>th</sup> April 2023

ITEM	DISCUSSION	ACTION	WHO
1.	<p><b><u>Apologies &amp; Absences</u></b>                      For a record of attendance, apologies and absences, see attached list.</p>		
2.	<p><b><u>Declarations of Interest</u></b>                      All the staff members of Council and all the staff attendees declared that they were members of the Universities Superannuation Scheme (USS). Lesley Thompson declared that her husband was also a member of USS.</p>		
3.	<p><b><u>Student Story</u></b>                      Council heard from Madison Shorthouse, a third year Veterinary Medicine Student.</p> <p>She chose to come to Keele as it was a new Vet School with a new building and new facilities. She said that she was glad she had been brave in coming to a new Vet School and liked living on campus but did not like the off-campus experience. She noted that Medicine and Pharmacy students were allowed to apply for accommodation early and would appreciate Vet students being permitted the same.</p> <p>Madison was a founding member and President of the Harper Keele Veterinary Society.</p> <p>She had returned to campus during the pandemic as directed by the University but then the national lockdown meant that she was on campus, paying for accommodation but not attending lectures, which was unfortunate.</p> <p>Madison suggested improvements to lighting on campus; that the domestic staff in student accommodation were noisy; the fees for joining the Athletic Union clubs were expensive; there were problems accessing the Students'</p>		

ITEM	DISCUSSION	ACTION	WHO
	<p>Union and Library systems; and that the closure of the campus post office was a shame. She also reported that she had not been very well supported by Student Services in relation to a specific matter. Council welcomed the feedback and agreed that the issues raised would be considered by the executive.</p> <p>Council was impressed with Madison’s motivation and commitment and wished her every success in the future.</p>		
4.	<p><b><u>Minutes and Actions</u></b></p> <p>(i) <u>Minutes</u> Council received and approved the minutes of the Council meeting held on 9<sup>th</sup> February 2023.</p> <p>(ii) <u>Actions List</u> Council received and noted the actions.</p>		
5.	<p><b><u>Matters Arising</u></b></p> <p>The Chair noted that, as Council was already aware from updates at previous meetings of Council and its committees, an ongoing matter had resulted in a delay to submission of the University’s 2021-2022 financial statements to the Office for Students. The Office for Students has been notified of this delay as a reportable event.</p> <p>He provided Council with a bit more detail with regards to the ongoing matter while also respecting the confidential nature associated with it. It was important to remember that any breach of confidentiality could put the University at risk if discussed outside of this meeting.</p> <p>Since the autumn of last year, an investigation had been ongoing into irregular procurement activity within the University. The investigation was being undertaken by an external third party appointed by the University and was being overseen by the University’s Fraud Response Group (FRG). This was the governance group acting on behalf of Council to oversee the investigation.</p> <p>The University had recently received a Stage 1 Report in relation to the investigation which contained recommendations by the external third party. The Stage 1 Report confirmed that while there was no hard evidence of fraud or corruption, there were a few further points that merited further investigation.</p>		

ITEM	DISCUSSION	ACTION	WHO
	<p>On the external third party's recommendation, the University instructed a separate company to carry out a cost assessment exercise as part of the external third party's investigation. The cost assessment report supplemented the Stage 1 Report and its findings were referred to within it.</p> <p>Since receipt of the Stage 1 Report, the University had worked closely with the external third party in order to take forward the recommendations within the report. As mentioned already, there was nothing in the Stage 1 Report (or the cost assessment report) that suggested hard evidence of fraud or corruption, although the external third party had identified a few points for further investigation.</p> <p>The FRG, on consideration of the recommendations of the Stage 1 Report, had requested the external third party to proceed with a Stage 2 investigation as a matter of urgency. The FRG was mindful that the investigation had been ongoing for a significant period of time and was keen for the University to be in a position to expedite the matters to conclusion, also while respecting the need to carry out an investigation with sufficient rigour. This approach was supported by the University's external auditors, KPMG, in order for them to be in the best position to complete their audit and sign-off of our financial statements.</p> <p>The University continued to work collaboratively with KPMG in providing the information and assurances that would place KPMG in the best position to sign off the University's financial statements, and to establish the timelines for this. Regular meetings took place with KPMG in order to move the matter forward, attended by the Chair, the Vice-Chancellor, the Chair of the Audit &amp; Risk Committee, the Chief Financial Officer and the University's lawyers.</p> <p>The latest meeting with KPMG was held on 25<sup>th</sup> April 2023. He was pleased to report that we were now in a position where the ongoing investigation may not need to delay sign off of the University accounts and financial statements for much longer. KPMG confirmed their willingness to sign off the first part of these statements this week in the form of those relating to the University's subsidiary company, Keele University Science &amp; Business Park Limited.</p> <p>Once the full University accounts were in a position to be signed off, we would send them to Council for approval by</p>		

ITEM	DISCUSSION	ACTION	WHO
	<p>correspondence.</p> <p>As a further update, on 24<sup>th</sup> April 2023, the Chair, the Vice-Chancellor and the Chief Operating Officer had a meeting with officers of the Office for Students where they were able to provide assurance to our regulator that the matter underlying the delay continued to be dealt with by the University as a matter of priority. They were also able to make clear that the issue was identified by the University and was being managed through its internal governance processes.</p> <p>He committed to continuing to keep Council updated. As mentioned at the outset, it was important that this matter remained confidential.</p>		
<b>PART A – REPORTS &amp; APPROVALS</b>			
6A.	<p><b><u>Vice-Chancellor’s Update</u></b></p> <p>Members received an update on the following:</p> <ul style="list-style-type: none"> <li>▪ Three honorary degrees would be awarded in the graduation ceremonies in July and members were encouraged to attend.</li> <li>▪ The Joint Education Institute with Chengdu University of Traditional Chinese Medicine had been formally approved following approval by the Chinese Ministry of Education. It would enhance the Keele brand, profile and reputation in China and would deliver two four-year degree programmes initially with potential for others. The first intake would be in September 2023 for 60-80 students per programme and would be taught in English. In response to a question regarding what a rapid withdrawal would look like if it were ever needed it was agreed that an outline plan would be submitted to the Audit &amp; Risk Committee.</li> <li>▪ The forthcoming Universities Superannuation Scheme (USS) valuation would likely see an improved position in the funding of the Scheme. Consideration was being given to reinstating the benefits that were reduced last year and reducing the contributions of employers and employees that had been increased last year.</li> <li>▪ The University and Colleges Union (UCU) nationally had balloted members to continue to take action short of a strike, including a marking and assessment boycott in support of its two disputes over the USS pension scheme and the 2022-2023 pay award. The University was working hard to understand the potential impact</li> </ul>	To present an outline plan to the Audit & Risk Committee	PVC International

ITEM	DISCUSSION	ACTION	WHO
	<p>on students and what could be done to mitigate this. The 2% pay lift on 1<sup>st</sup> February 2023 as part of a two-stage deal (a further 3% in August 2023) had been implemented at Keele and most other universities. The Chair stressed the importance of keeping local industrial relations constructive and lines of communication open against a backdrop of a national dispute.</p> <ul style="list-style-type: none"> <li>▪ Pauline Walsh, Dean of Medicine &amp; Health Sciences would be retiring from Keele at the end of 2023 and Jonathan Wastling, Dean of Natural Sciences would be starting a new job as Deputy Vice-Chancellor of Brunel University on 1<sup>st</sup> September 2023.</li> <li>▪ The University had secured £240k from the Office for Students' (OfS) in a funding competition to fund postgraduate scholarships in Artificial Intelligence and Data Science to students from under-represented groups. This equated to 24 scholarships and was an important area of growth and development.</li> <li>▪ Keele had also been in receipt of additional funding for degree apprenticeships.</li> <li>▪ The OfS had confirmed they would fund in-year the current Vet School students where we had over recruited against our deliberately optimistic submitted OfS forecast. Normally, OfS high-cost funding would be received the following academic year.</li> <li>▪ The strategic partnership with Garden Vets at Keele had now moved into the capital delivery phase, which would result in the veterinary practice and hospital opening to the public before the end of 2023 and enable commencement of small animal placement provision for students in the Harper Keele Veterinary School.</li> <li>▪ Work would commence on site at the University's premises in Newcastle Under Lyme town centre, 'Keele in Town', in late 2023/early 2024.</li> <li>▪ The Midlands Innovation group had launched its new investment company 'Midlands Mindforge' to accelerate the commercialisation of university spinouts and early-stage IP rich business in the region. It planned to raise up to £250m from strategic corporate partners and institutional investors aiming to transform ground-breaking science and technology into successful businesses with real-world impact.</li> <li>▪ Keele was awarded the 'Clean Energy Scheme Award'</li> </ul>		

ITEM	DISCUSSION	ACTION	WHO
	<p>at the prestigious Regen Green Energy Awards in March, for its Smart Energy Network Demonstrator (SEND) and Low Carbon Energy Generation Park.</p> <ul style="list-style-type: none"> <li>▪ The annual submission of the Knowledge Exchange Framework (KEF) narrative was made at the end of March, following consultation with colleagues. The majority of KEF categories were decided from metrics, but narrative statements were prepared for the topics of ‘institutional context’, ‘local growth and regeneration’ and ‘public and community engagement’ and these contributed to the ‘scores’ for the latter two categories. KEF3 results and the updated dashboards were expected to be published in late summer/early autumn 2023.</li> <li>▪ On 4th April, the Midlands Partnership University NHS Foundation Trust was formally launched, following the review process by the University to agree to bestow the trust with University Hospital Status. The status and renaming of the trust, meant that the trust would continue to provide high quality evidence-based care, while building on its longstanding strategic links with Keele University to further enhance collaborative research, education and training.</li> <li>▪ 17th March 2023 saw the official opening of the Veterinary School Building with Professor Lord Trees, the only Vet in the House of Lords and former President of the Royal College of Veterinary Surgeons, opening the facility for us.</li> <li>▪ Planning permission for the Institute of Technology (IoT) Building in Stafford had been granted, with a proposed completion date of December 2024. The £18m facility was being led by Newcastle and Stafford Colleges Group (NSCG) with Keele as the higher education partner. The IoT also included Burton and South Derbyshire College as an FE partner, Axia Solutions, and Siemens, Moog Aircraft Group, Dell, Hitachi Energy and St Modwen Logistics as the core industry partners.</li> <li>▪ The Teaching Excellence Framework results would be published in September.</li> <li>▪ Council was reminded that in the last year we had implemented a number of changes to the management of risk and compliance within the institution. The Chief Operating Officer chaired the Risk and Compliance group, which provided the University Executive</li> </ul>		

ITEM	DISCUSSION	ACTION	WHO
	<p>Committee (UEC) with assurance that risk management procedures were in place and effective. The Risk &amp; Compliance Group then in turn, provided the Audit &amp; Risk Committee (ARC) with the same assurances. The focus for the group for the last few months had been establishing that the appropriate risk registers were in place to cover main areas of risk in the institution; this work had identified that whilst risk management processes were being followed, there was an opportunity for us to harmonise approach, by establishing a single template format for all university risk registers and standardised reporting for UEC and ARC/Council. This work was underway and was anticipated to be presented to ARC in June 2023.</p> <ul style="list-style-type: none"> <li>▪ The University’s updated key performance indicators (KPIs) were presented. It was noted that the University was making good progress in recruiting international postgraduate students, that research income was still not at the levels expected and that a lot of work was being put into improving student retention and continuation. It was reported that there would be a more comprehensive set of updated indicators at the next reporting period.</li> </ul>		
7A.	<p><b><u>Student Reports</u></b></p> <p>(i) <u>Report of the Students’ Union (SU)</u>  The Union Development &amp; Democracy (UDD) Officer presented her report, which included:</p> <ul style="list-style-type: none"> <li>▪ Varsity</li> <li>▪ Elections</li> <li>▪ Accessibility – the Chief Operating Officer reported that the issues raised were in progress, including the issues with lighting on campus raised in the Student Story</li> <li>▪ International Student Experience Project</li> <li>▪ Long Term Planning</li> <li>▪ Cost-of-living, including the results of the third pulse survey, which the SU would be discussing with the Professional Services Group of UEC shortly.</li> </ul> <p>(ii) <u>Report of the Keele Postgraduate Association (KPA)</u>  The President of the KPA presented his report, which included:</p> <ul style="list-style-type: none"> <li>▪ KPA representation</li> <li>▪ KPA events</li> </ul>		

ITEM	DISCUSSION	ACTION	WHO
8A.	<p><b><u>UKVI Update</u></b></p> <p>Council received an update on how the University was managing the risks associated with being licensed to sponsor international students to apply for a Visa from UK Visas and Immigration (UKVI) to permit study at Keele.</p> <p>The paper outlined how tuition fee debt, attendance and attainment to maintain high levels of course completion were monitored, which were key measures used by UKVI to assess our suitability to hold a licence. It also presented the current risk profile and how we were effectively mitigating the risk of non-course completion.</p> <p>It was noted that this report would be presented to the Audit &amp; Risk Committee from hereon.</p>	To report to ARC from hereon	Chief Operating Officer
9A.	<p><b><u>Academic Delivery Plan</u></b></p> <p>Council received the sixth report on the Academic Delivery Plan (ADP) for the strategic planning period 2021-2025, which consolidated the previous two reports.</p> <p>The report set out: (i) the current forecast for total ADP student population growth to 2026-2027; (ii) the forecast student numbers growth for 2022-2023; (iii) action plan updates for Significant Growth Areas and High Demand, Capacity Constrained programmes; (iv) the development of new educational programmes for 2023-2024 and 2024-2025 entries; (v) the outcome of our application to the UKVI to facilitate projected growth in international student numbers and; (vi) a report on how our accommodation strategy will be used to support recruitment and ADP delivery.</p> <p>Council welcomed the update.</p>		
10A.	<p><b><u>Admissions &amp; Recruitment Update</u></b></p> <p><i>The Director of Global Student Recruitment &amp; Admissions attended the meeting for this item</i></p> <p>Council received an update on admissions and recruitment activity.</p> <p>The Universities and Colleges Admissions Service (UCAS) had reported a drop in undergraduate home applicants to the sector of c20,000 from the previous year. Anecdotal reports from colleagues at peer institutions suggested a very mixed and, in some cases, concerning position,</p>		



ITEM	DISCUSSION	ACTION	WHO
	<p>however, the primary observation was generally of subject-level volatility rather than overall institutional challenges.</p> <p>As mentioned at the previous meeting, the University was in a positive position with +2.4% applications on the same time last year. When Medicine and Veterinary Medicine courses were excluded (a reasonable exclusion given certainty of reaching intakes, and the impact of raising the tariff in Medicine) the University was up +4.7% on the same time last year.</p> <p>The position now was that offers were +10.2% on last year, which was predominantly due to the increase in applications and an improved cascade process within Nursing.</p> <p>Applicants had until 8<sup>th</sup> June 2023 to decide which offer to accept as Firm (first) or Insurance (second) choice. Currently, Keele had received 57% of our applicant responses compared to 59% at the same point last year. The current conversion rate was 9.4% compared to 9.3% last year and this would continue to increase as applicants continue to register their decisions.</p> <p>As well as an increase in Firm acceptances, Keele had experienced an increase in Insurance acceptances (+8.3% to +9.7%), which may yield a higher volume of enrolments than we have experienced in recent cycles.</p> <p>It was too early in the cycle to draw conclusions on performance for international undergraduate numbers. The primary focus remained on applications received, which had increased +6.4% on last year. The majority of Schools were up or on a par with last year.</p> <p>It was similarly too early in the cycle for postgraduate taught programmes. Home applications were -15.2% on last year, which was mainly due to reduced applications for otherwise popular courses, for example, Counselling and Psychotherapy (-32.5%) and Physician Associate courses (-24%) which were still likely to be oversubscribed.</p> <p>There continued to be a significant rise in international postgraduate application numbers (+161.2%), which anecdotally had taken place on a broadly sector wide basis. The 'Equal Consideration' application deadline was on 1<sup>st</sup> April 2023 and applications were now closed for September 2023 entry, on the basis that a sufficient volume had been received. However, we retained the ability to re-open applications should the need arise.</p>		

ITEM	DISCUSSION	ACTION	WHO
	<p>Offers and deposit payments were being closely monitored.</p> <p>An update on the extensive marketing and recruitment activity was also presented.</p>		
11A.	<p><b><u>Science Park Update</u></b></p> <p>Council received a paper on the Science Park, which set out a proposed approach to engaging the private sector investment and development market in exploratory conversations via a Prior Information Notice.</p> <p>The aim was to understand whether there was an appetite in the market to invest in the Science Park and, if so, whether this could be achieved without any adverse impacts on the University's balance sheet or broader financial position in terms of core investments such as student accommodation.</p> <p>Discussions would not commit Keele to proceeding but would enable the market to respond appropriately within public sector procurement rules.</p> <p>The proposal was approved on the recommendation of the University Executive Committee.</p>		
12A.	<p><b><u>IT Update</u></b></p> <p><i>The Chief Information Officer, Associate Director of Information &amp; Digital Services and Head of Network Services attended the meeting for this item.</i></p> <p>(a) <b><u>Cyber Incident Simulation Exercise</u></b></p> <p>Council received a paper on a ransomware simulation exercise that had taken place with the Senior Leadership Team and a team from Jisc. The purpose of the exercise was to assess Keele's readiness to respond to a ransomware attack in the event that one took place. The event tested our processes and procedures, and, in summary, the broader University and the IT function were relatively well positioned compared to many others in the sector. Jisc was particularly complimentary of the technology choices and key technical processes, however, the exercise highlighted areas for improvement.</p> <p>Council took reassurance from the exercise and noted the work yet to be done to make further improvements and further secure the University's data and systems.</p>		

ITEM	DISCUSSION	ACTION	WHO
	<p>Council also received the Cyber Incident Framework, which detailed the University's response in the event of a cyber-attack.</p> <p>This was just one element of the University's Business Continuity Framework, which was currently under review, led by consultant Nisa Carey who led the review of the University's management of health and safety. It was noted that it would be presented to the Audit &amp; Risk Committee in due course.</p> <p>(b) <u>Network Transformation Project Phase 3</u></p> <p>Council received a paper proposing Phase 3 of the Network Transformation project. This would build on the first two phases of the project and was aimed at ensuring the network infrastructure at Keele was capable of supporting the future needs of the University.</p> <p>Phase 1 concentrated on Wi-Fi provision in halls of residence, which was a major factor of the student experience, and Phase 2 made improvements to the firewall, remote access, IP addressing and end-user device management aspects of the network. Together, these put in place the elements that would be brought together in Phase 3, which focused on campus buildings, replacing networking infrastructure within academic buildings and commercial spaces, putting in place the core switching equipment and the new Wi-Fi infrastructure in the central parts of the campus and the cabling. This would create a supported technical infrastructure across the entire estate, which was fit for the future, compliant, resilient, and scalable. It was also critical in advancing the University's cyber security and in meeting new and developing needs in teaching and research.</p> <p>Phase 3 would run until July 2025 with an overall cost of c£5.2m. This cost was higher than originally planned due to increased costs of devices and because an audit of the current Wi-Fi coverage found that existing network provision was significantly poorer than expected, requiring more upgrade work and infrastructure.</p> <p>The proposals had been considered by the Budget &amp; Finance Group and the University Executive Committee, where costs were thoroughly reviewed.</p> <p>Council approved the proposal and the necessary expenditure of c£5.2m, noting that until a full procurement exercise had been undertaken the precise cost would not</p>	<p>To report back on the final cost.</p>	<p>Chief Information Officer</p>

ITEM	DISCUSSION	ACTION	WHO
	be known. This would be reported back to Council in due course.		
13A.	<p><b><u>Finance Report</u></b></p> <p>Council received the period six management accounts, including an updated in-year forecast for 2022-2023.</p> <p>It was reported that the net surplus was £19,015k compared to a budget of £13,737k, which was a positive variance of £5,278k. This was against an adverse variance in month five of £1,537k.</p> <p>The net forecast surplus for the year was £6,898k compared to a budget of £18k, which was a positive variance of £6,880k. It was noted that when comparing the 2022-2023 forecast to budget, a summary of the key operational movements were as follows:</p> <ul style="list-style-type: none"> <li>▪ £4.8m of additional fee and funding grant income</li> <li>▪ (£2.1m) lower income (KRF grant and accommodation)</li> <li>▪ (£1.8m) additional pay costs</li> <li>▪ (£4.1m) additional non-pay costs (maintenance, energy and against the QR grant)</li> <li>▪ (£0.3m) additional bad debt provision</li> </ul> <p>This gave a £3.5m operational deficit at period six.</p> <p>The period six forecast of £6,898k surplus when compared to the last re-forecast at period four (30th November 2022) of £8,594k surplus, showed a negative variance of £1,696k.</p> <p>It was noted that the period eight management accounts were available in the Council Team.</p>		
14A.	<p><b><u>Secretary's Report</u></b></p> <p>The Secretary to Council presented her report as follows:</p> <ul style="list-style-type: none"> <li>▪ This year's Council recruitment round was well underway with nine applications received for the one position and four strong candidates being interviewed on 2<sup>nd</sup> May 2023. The process was being overseen by the Nominations &amp; Governance Committee.</li> <li>▪ Council received the University's annual review of its compliance with the OfS Regulatory Framework.</li> <li>▪ Council received the University's annual review of its compliance with the Committee of University Chairs (CUC) HE Code of Governance.</li> <li>▪ Council received an update on the implementation of the actions arising from the 2022 Governance Effectiveness Review. All four of the recommendations</li> </ul>		

ITEM	DISCUSSION	ACTION	WHO
	<p>and six of the eight suggestions had been implemented. This was being overseen by the Nominations &amp; Governance Committee. Members were advised that if they wished to take part in a student mentor/buddy scheme to contact the Governance Secretariat Manager.</p> <ul style="list-style-type: none"> <li>▪ A summary of the feedback and suggestions received as part of the 2021-2022 Council members' annual reviews was presented. Implementation would be overseen by the Nominations &amp; Governance Committee.</li> <li>▪ It was noted that eight documents were signed under Seal since the previous meeting.</li> <li>▪ Council was presented with information on training and some useful resources.</li> </ul>		
<b>PART B – COMMITTEE REPORTS</b>			
<b>15B.</b>	<p><b><u>Committee Reports</u></b></p> <p>Council received updates on the recent meetings of the Audit &amp; Risk Committee, Sente, Nominations &amp; Governance Committee, Business Review Committee and the Equality, Diversity &amp; Inclusion Oversight Group.</p> <p>Council also received the Pay Gap and Equal Pay reports, which had been considered by the Equality, Diversity &amp; Inclusion Oversight Group.</p>		
<b>PART C – ANY OTHER BUSINESS</b>			
<b>16C.</b>	<p><b><u>Any Other Business</u></b></p> <p>It was noted that it was Abdelrhman Rayis' last meeting as a member of Council although he would attend the next meeting to accompany his successor. He was thanked for his enormous contribution during the year.</p>		
<b>17C.</b>	<p><b><u>Date of Next Meeting</u></b></p> <p>The date of the next meeting would be 6<sup>th</sup> July 2023.</p>		

## ATTENDANCE LIST – 27<sup>th</sup> April 2023

---

Mike Farrar	Pro-Chancellor
Richard Barnes	Deputy Pro-Chancellor
Sally Bucknell	Deputy Pro-Chancellor
Richard Callaway	Deputy Pro-Chancellor
David Hall	Honorary Treasurer
Professor Trevor McMillan	Vice-Chancellor
Professor Mark Ormerod	Deputy Vice-Chancellor and Provost

### MEMBERS OF UNIVERSITY STAFF

Dr Abbie Rutter	Senate Member
Dr Masi Noor	Senate Member
Dr Shalini Sharma	Senate Member
Emma Colley	Appointed by the Professional Services Staff

### LAY MEMBERS APPOINTED BY THE COUNCIL

Ruth Bagley
Tracy Bullock
Jane Burns
David Brown
Tim Forman
Hifsa Haroon-Iqbal
Manali Lukha
Andrew Macleod
A Sherree Schaefer
Dr Lesley Thompson

### STUDENT MEMBERS

Jade Cioffi	Union Development & Democracy Officer, Students' Union
Abdelrhman Rayis	President, Keele Postgraduate Association

### SECRETARY TO COUNCIL

Clare Stevenson	Secretary to Council
-----------------	----------------------

### IN ATTENDANCE

Dr Mark Bacon	Chief Operating Officer
Frances Hewison	Chief People Officer
Helen Simpson	Interim Chief Financial Officer
Lucy Robinson	Governance Apprentice
Jessica Okoro	Governance Apprentice

### SECRETARIAT

Fiona Dumbelton	Governance Secretariat Manager
-----------------	--------------------------------

Key A = Absent