

MINUTES OF A COUNCIL MEETING

Held on 10th February 2022

ITEM	DISCUSSION	ACTION	WHO
1.	<p><u>Apologies & Absences</u></p> <p>For a record of attendance, apologies and absences, see attached list.</p> <p>The Chair was unavoidably unable to attend the start of the meeting, so Richard Barnes (Deputy Pro-Chancellor) deputised as Chair.</p> <p>The Deputy Chair welcomed Sarah Hammond (President of the Keele Postgraduate Association) to her first meeting.</p>		
2.	<p><u>Declarations of Interest</u></p> <p>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 a member of USS.</p>		
3.	<p><u>Student Story</u></p> <p><i>Item confidential</i></p>		
4.	<p><u>Minutes and Actions</u></p> <p>(i) <u>Minutes</u></p> <p>Council received and approved the minutes of the Council meeting held on 18th November 2021.</p> <p>(ii) <u>Actions List</u></p> <p>Council received and noted the actions.</p>		
5.	<p><u>Matters Arising</u></p> <p>It was noted that the Office for Students (OfS) forecasts were approved by Council by correspondence and submitted to the OfS by the 31st January 2022 deadline.</p>		
PART A – REPORTS & APPROVALS			

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6A.	<p><u>Vice-Chancellor's Update</u></p> <p>Members received an update on the following:</p> <ul style="list-style-type: none"> ▪ The University had reviewed its current operations in relation to Covid-19 and in accordance with the Government's announcement to end Plan B restrictions on 19th January 2022. In line with government guidance, agile working had resumed with staff returning to campus where appropriate. Infection levels among staff and students remained low, however, a cautious approach was being maintained. ▪ The consultation for Universities Superannuation Scheme (USS) members and employers on the latest proposed changes to the scheme closed on 17th January 2022 and Universities UK (UUK) was working with the University and College Union (UCU) and employers to consider the responses with some urgency. The University had received formal notification that UCU members would be on strike for 10 days in February and March. ▪ Council approved the appointment of Professor Donna Lee as the new Pro Vice-Chancellor and Executive Dean of the Faculty of Humanities & Social Sciences. ▪ The Department for Education had approved a new £13m Institute of Technology (IoT) for Staffordshire and Stoke on Trent. Keele was the University partner in the consortium led by Newcastle and Staffordshire Colleges Group. The IoT would bring together industry, education and research to jointly design and develop education and training opportunities aligned to the skills needed by employers, the local, regional and national economy, and Government priorities for technical education. ▪ Keele had been announced as the project lead for a new programme designed to support and foster the creation of a new hydrogen economy in the Midlands – HyDex. ▪ The University was one of six universities that had been invited to become early signatories to a government-backed pledge to end the use of Non-Disclosure Agreements when dealing with cases of sexual harassment, abuse or misconduct and other forms of harassment and bullying. The University had signed the pledge to demonstrate its commitment. ▪ The winter graduation ceremonies scheduled for 19th and 20th January 2022 were postponed due to Covid-19 		

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	<p>and graduands had been invited to ceremonies in April 2022.</p> <ul style="list-style-type: none"> ▪ The Academic Partnerships Annual Report was presented. It was noted that the update on international partnerships was included as part of the Academic Delivery Plan update paper, which was elsewhere on the agenda. ▪ The latest version of the University Risk Register, which had previously been considered by the University Executive Committee (UEC) and the Audit & Risk Committee was presented. It had been updated to reflect the current risks and identify the implications and controls, contingency plans and assurance mechanisms that had been or would be put in place. 		
7A.	<p><u>Recruitment & Admissions Update</u></p> <p><i>Item commercial in confidence</i></p>		
8A.	<p><u>Finance Report</u></p> <p>(i) <u>Management Accounts</u> <i>Item commercial in confidence</i></p> <p>(ii) <u>Long-Term Financial Forecast</u> <i>Item commercial in confidence</i></p> <p>(iii) <u>Pensions Update</u> <i>Item commercial in confidence</i></p> <p>(iv) <u>Ethical Investment Code of Practice</u> Council received a revised Ethical Investment Code of Practice that had been reviewed in conjunction with the Business Review Committee and the University's investment manager, Stanhope Consulting.</p> <p>The Business Review Committee reviewed the University's investments along with its investment manager every six months and reviewed the University's compliance with the Code on an annual basis.</p> <p>The Code had been revised to exclude certain items from the portfolio and to support a positive environmental, social and corporate governance (ESG) agenda.</p> <p>Council approved the revised Code and noted that it was not just investments that the University needed to be conscious of in relation to the ESG agenda but all of the organisations and companies we collaborated with.</p>		

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9A.	<p><u>Estates Update</u></p> <p>(i) <u>Student Accommodation Update</u> <i>Item commercial in confidence</i></p> <p>(ii) <u>Estates Strategy & Master Plan</u> <i>Item commercial in confidence</i></p> <p>(iii) <u>Capital Project Update Report</u> Council received and noted the update on all current live capital projects and those within the feasibility study process.</p>		
<i>The Chair of Council took over the chairing of the meeting from this point onwards</i>			
10A.	<p><u>Secretary's Report</u></p> <p>The Secretary to Council presented her report as follows:</p> <ul style="list-style-type: none"> ▪ It was noted that the University was currently in the process of seeking a new Chancellor to replace Jonathon Porritt who had come to the end of his term. The appointment was being overseen by the Nominations & Governance Committee, and supported by executive search firm, Gatenby Sanderson, however, it was taking a little longer than anticipated. In the interim, it was proposed that Jonathon's term be extended to the end of April 2022 on the recommendation of the Nominations & Governance Committee. The Chair of Council had taken Chair's action to extend his term to 10th February 2022, but Council approved the full extension to 30th April 2022. ▪ Nine nominees for Honorary Degrees were approved by Council on the recommendation of the Honorary Degrees Committee. It was agreed that Council would be informed who had accepted at a later date. ▪ Council approved the University's Modern Slavery Statement 2021, which had been subject to a substantive review. It was agreed that clarification would be provided on whether all of the University's partnerships were covered. ▪ Council approved a number of amendments to the Schedule of Delegation ▪ Council approved a number of amendments to the Ordinances, noted the amendments to the Regulations that had been approved by Senate and recommended 		

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	<p>that the amendments to Statutes be presented to the Privy Council for approval.</p> <ul style="list-style-type: none"> ▪ An update was provided on the appointment of a new Pro-Chancellor. It was reported that five candidates had been invited for interview the following day. Candidates would also Chair a focus group of staff and students as part of the process. The appointment would subsequently be presented to the Nominations & Governance Committee to recommend approval to Council by correspondence. ▪ It was noted that the University had identified three incidents of attempted fraud in the last two months. The Fraud Response Procedure had been followed and the University had not suffered a financial loss as a result of the incidents. ▪ It was reported that the Chair of Council had had her annual review and members were thanked for taking part in the 360° style questionnaire. A summary of the feedback formed the subject of a review meeting, which had been conducted by the Senior Independent Member and Secretary to Council and had been largely very positive. The Chair had recently emailed Council with a summary of the suggestions and learning points and these were discussed further at the meeting. The Chair then left the room, and the Chair of the Nominations & Governance Committee led a discussion on the actions that would be overseen by the Nominations & Governance Committee. Following the discussion, the Chair re-joined the meeting and resumed Chairing. ▪ It was noted that Advance HE had been engaged to undertake the periodic external Governance Effectiveness Review and that it would commence in the next couple of weeks. ▪ Council received the annual Student Casework Report. ▪ It was noted that the University had reported a Reportable Event to the OfS. ▪ It was reported that Chair's action had been taken on three occasions since the last meeting: <ul style="list-style-type: none"> ○ To approve the extension of the Chancellor's term from 1st January 2022 to 10th February 2022 ○ To approve the appointment of Dr Mark Bacon as Acting Deputy Vice-Chancellor and Professor Kris Spelman Miller as Acting Provost in Professor Ormerod's temporary absence 		

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	<ul style="list-style-type: none"> ○ To approve an amendment to Ordinance B1 and the title of the Institute of Global Health and Wellbeing. ▪ To note that the University had responded to two Office for Students consultations ▪ It was noted that 10 documents were signed under Seal since the previous meeting. ▪ Council was presented with information on training and some useful resources. 		
11A.	<p><u>Student Reports & Accounts</u></p> <p>(i) <u>Report of the Students' Union (SU)</u> The Union Development & Democracy Officer presented her report, which included:</p> <ul style="list-style-type: none"> ▪ Emergency General Meeting ▪ Strikes 2022, in which she reported the SU's support for UCU but also the need to protect students from the effects of the strike action ▪ That a quarter of the student population was in a club or society, which compared to 1/10 in the sector. ▪ Building closure ▪ Welcome 2.0 and housing fair ▪ Non-disclosure agreements <p>(ii) <u>Report of the Keele Postgraduate Association (KPA)</u> The President of the KPA presented her report, which included:</p> <ul style="list-style-type: none"> ▪ KPA election update ▪ Strike action and the support the KPA was offering to students ▪ KPA events ▪ KPA Constitution ▪ International students ▪ Clubhouse updates 		
PART B – COMMITTEE REPORTS			
12B.	<p><u>Committee Reports</u></p> <p>(i) <u>Senior Remuneration Committee</u> The Chair of the committee reported on the meetings held on 12th and 18th November 2021 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Professorial and senior managerial pay recommendations ▪ Proposals for salary enhancements for members of UEC 		

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	<ul style="list-style-type: none"> ▪ Vice-Chancellor’s pay review <i>(the Vice-Chancellor left the Council meeting for this item)</i> <p>(ii) <u>Equality, Diversity & Inclusion Oversight Group</u> The Chair of the committee reported on the meeting held on 19th October 2021 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Annual EDI Narrative Report ▪ Student & Staff comparison report ▪ Staff data report <p>(iii) <u>Nominations & Governance Committee</u> The Chair of the committee reported on the meeting held on 13th January 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Chancellor appointment ▪ Pro-Chancellor appointment ▪ Council effectiveness review ▪ Reportable Events Procedure <p>(iv) <u>Senate</u> The Chair of the Committee reported on the meeting held on 8th December 2021 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Education report ▪ Research report ▪ Secretary’s report ▪ Recruitment update ▪ Student Officer updates ▪ Vice-Chancellor’s report ▪ Annual reports <p>(v) <u>Business Review Committee</u> The Chair of the Committee reported on the meeting held on 27th January 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Investment portfolio review ▪ Ethical Investment Code of Practice ▪ Period 4 management accounts ▪ OfS forecasts ▪ Long term financial forecast ▪ Student accommodation project ▪ Estates Strategy & Master Plan ▪ Bank mandate signatories update ▪ Capital project update report ▪ SU management accounts 		

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	Council noted the reports.		
PART C – THEMED DISCUSSION ITEMS			
13C.	<p><u>Academic Delivery Plan</u></p> <p><i>Item commercial in confidence</i></p>		
14C.	<p><u>Education Strategic Priorities</u></p> <p>Council received a paper and a presentation from the Pro Vice-Chancellor (Education) on the University’s education strategic priorities.</p> <p>It was noted that the backdrop to our education work was the need to ensure an educational offer of excellent quality, both through the provision of a contemporary, fresh and attractive portfolio across a range of modes, and a gold standard student experience which recognised the diverse needs and expectations of our student body.</p> <p>As the University emerged from the pandemic, it was focused on the following priority areas:</p> <ul style="list-style-type: none"> ▪ Defining a strong model of learning, teaching and assessment fit for the future ▪ Understanding and responding to the differential needs of students to succeed academically and for the future ▪ Developing the excellence of our staff in a changing educational context ▪ Strengthening partnership working with our student body at all levels <p>Work in this area was clearly framed by the external regulatory environment; the Office for Students’ linked consultations on student outcomes and the Teaching Excellence Framework, and the emerging direction for Access and Participation planning would dominate thinking within the sector over coming months. The timescale for a new Teaching Excellence Framework exercise would likely mean a submission in early Autumn 2022. Preparations for this, building on established processes for data analysis, action planning and monitoring, were already in hand.</p> <p>Keele had organised its Education work this year into a number of strands, each led by a group with cross-institutional representation, reporting into Education Committee and the paper provided a summary of this work.</p>		

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	<p>It was agreed that consideration be given to Council receiving a webinar on the principles and strategic objectives of the Education Strategy and how they would impact on the experience of students at Keele.</p> <p>Council welcomed the report.</p>		
PART D – ANY OTHER BUSINESS			
15D.	<p><u>Other Business</u> None.</p>		
16D.	<p><u>Date of Next Meeting</u> The date of the next meeting is 7th April 2022</p>		

ATTENDANCE LIST – 10th February 2022

Dame Jo Williams	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

MEMBERS OF UNIVERSITY STAFF

	Dr Abbie Rutter	Senate Member
A	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
A	Jane Burns
	David Brown
	Hifsa Haroon-Iqbal
	Manali Lukha
	Andrew Macleod
	Sherree Schaefer
	Dr Lesley Thompson

STUDENT MEMBERS

	Holly Brooks	Union Development & Democracy Officer, SU
	Sarah Hammond	President, Keele Postgraduate Association

SECRETARY TO COUNCIL

	Clare Stevenson	Secretary to Council
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IN ATTENDANCE

	Professor Mark Ormerod	Deputy Vice-Chancellor and Provost
	Dr Mark Bacon	Chief Operating Officer/Acting Deputy Vice-Chancellor
	Frances Hewison	Interim Director of Human Resources
	Stephen Avery	Interim Chief Financial Officer
	Tim Collier	Associate Director of Finance (for item 8A)
	Kris Spelman Miller	Pro Vice-Chancellor (Education) (for item 14D)
	Lucy Robinson	Governor Apprentice
	Marie Feliho	Governor Apprentice

SECRETARIAT

	Fiona Dumbelton	Governance Manager
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Key A = Absent