

MINUTES OF A COUNCIL MEETING

Held on 7th April 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 welcomed Mike Farrar (new lay member of Council and incoming Pro-Chancellor) to his first meeting. She also welcomed Aaron Porter of Advance HE who was observing the meeting as part of the Governance Effectiveness Review.</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 also a member of USS.</p> <p>The Vice-Chancellor declared an interest as a recently appointed Director of the Shropshire, Telford & Wrekin Integrated Care Board.</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 10th February 2022. It was noted that the minutes of the pensions meeting on 17th February 2022 would be presented to the next meeting.</p> <p>(ii) <u>Actions List</u></p> <p>Council received and noted the actions.</p>		
5.	<p><u>Matters Arising</u></p>		

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	<p>(i) <u>Universities Superannuation Scheme</u> <i>Item commercial in confidence</i></p> <p>(ii) <u>Appointment of a new Pro-Chancellor</u> It was noted that Council approved by correspondence the appointment of Mike Farrar as the next Pro-Chancellor and Chair of Council from 1st September 2022 and as a member of Council from 7th March 2022.</p>		
PART A – REPORTS & APPROVALS			
6A.	<p><u>Chancellor Appointment</u> Council was reminded that the term of office of our current Chancellor, Jonathon Porritt, would shortly come to an end.</p> <p>The University had undertaken an extensive search and consultation process supported by executive search firm, Gatenby Sanderson, and overseen by the Nominations & Governance Committee to seek to appoint a new Chancellor.</p> <p>Gatenby Sanderson undertook individual interviews with all members of the Committee and the current Chancellor and designed a staff engagement survey to provide an opportunity to share reflections on the role and also to suggest the names of any individuals they would like to be considered.</p> <p>The Committee began with a long list of names, drew up a short list taking into account the feedback received and included additional names proposed by Gatenby Sanderson. Having reviewed the feedback received, a priority list was developed, and approaches were made.</p> <p>The Committee was extremely mindful of diversity and the strong desire to appoint a Chancellor that represented the University’s commitment to embedding equality, diversity and inclusion in all that we do and that this should be reflected at all levels of the institution.</p> <p>The Nominations & Governance Committee recommended to Council that James Timpson OBE be appointed as the next Chancellor of Keele University under the provisions of Statute Section 3.</p> <p>Council resolved that James Timpson OBE be appointed as the fifth Chancellor of Keele University from 1st May 2022 for a five-year term in the first instance.</p>		

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	Council also noted its thanks to Jonathon Porritt for agreeing to an extended term until the new appointment had been made.		
7A.	<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 was supporting staff and students from both Ukraine and Russia in any way it could but particularly financially and with counselling. Plans were being developed to extend the Article 26 Sanctuary Scholarships programme for asylum seekers and forced migrants to increase the number available and to make the scholarships fully funded. It would not, however, be ringfenced for students from Ukraine but students from any country that met the criteria. This initiative was very much welcomed by Council. It wasn't yet clear what could be done at an institutional level to support Ukraine, but the University would keep a close eye on opportunities. ▪ The Deputy Vice-Chancellor and Provost noted that the Ockenden Review into maternity services at the Shrewsbury & Telford Hospital NHS Trust had reported. The Trust was a key partner with Keele, in particular the Medical School but Keele did not place any nursing or midwifery students in the Trust. The report did not include anything the University was not already aware of, and support had been offered to students on placement there. The students had, however, only reported positive experiences. ▪ Council approved the appointment of Frances Hewison as the new Director of Human Resources. ▪ The UK government published its long-awaited response to the post-18 review on education and funding in England on 24th February 2022 and the response included both confirmed policy announcements and two consultations on higher education reform. The key headlines included a continued freeze on UK undergraduate tuition fees at £9,250 for at least another three years to 2024-2025, a lower repayment threshold for graduates and new sector investment of nearly £900m. ▪ From September 2022, many of our undergraduate students would be able to broaden their knowledge and experience by taking one of our new Global Challenge Pathways as part of their Keele degree. They 		

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	<p>would replace our current electives system with students choosing an interdisciplinary pathway in their first year to complete over the course of their studies. These pathways would help students stand out from the crowd and give them future-facing knowledge and embed opportunities to develop digital fluency, employability and global awareness to nurture graduate success. It was agreed that a further report would be made to Council in the autumn.</p> <ul style="list-style-type: none"> ▪ Since the substantive update on the new Institute of Technology (IoT) at the last meeting, the site for the state of art IoT hub had been confirmed in Stafford and a Director for the IoT and Employer Partnerships, Jason Lancaster, appointed. ▪ 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. 		
8A.	<p><u>Finance Report</u></p> <p><i>Item commercial in confidence</i></p>		
9A.	<p><u>Student Accommodation Project</u></p> <p><i>Item commercial in confidence</i></p>		
10A.	<p><u>Admissions Update</u></p> <p><i>Item commercial in confidence</i></p>		
11A.	<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 terms of office of three lay members of Council and one co-opted member of the Audit & Risk Committee (ARC) would come to an end on 31st August 2022. Council approved the following re-appointments: <ul style="list-style-type: none"> ○ David Hall as Honorary Treasurer ○ Sally Bucknell as Deputy Pro-Chancellor ○ Ruth Bagley as lay member ○ Neil Clatworthy as co-opted member of ARC 		

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	<ul style="list-style-type: none"> ▪ Council approved the committee membership for 2022-2023. ▪ Council approved the updated Fraud Response Procedure and Anti-Bribery Policy. ▪ The degree outcomes statement for 2021 was presented and approved. ▪ A review of the University’s compliance with the Office for Students’ regulatory framework was presented and noted. ▪ A review of the University’s compliance with the Committee of University Chairs HE Governance Code was presented and noted. ▪ A report on the Students’ Union election oversight was presented in order that Council could discharge its responsibilities under the Education Act 1994. ▪ It was noted that Chair’s action had been taken to amend the Schedule of Delegation on 16th March 2022. ▪ The University had responded to three Office for Students consultations, which were presented to note: <ul style="list-style-type: none"> ○ A New Approach to Regulating Student Outcomes – submitted on 16th March 2022 ○ Teaching Excellence Framework – submitted on 16th March 2022 ○ Constructing Student Outcomes & Experience Indicators – submitted on 16th March 2022 ▪ It was noted that two documents were signed under Seal since the previous meeting. ▪ Council was presented with information on training and some useful resources. 		
12A.	<p><u>Student Reports & Accounts</u></p> <p>(i) <u>Report of the Students’ Union (SU)</u> The Union Development & Democracy Officer presented her last report before the end of her term, which included:</p> <ul style="list-style-type: none"> ▪ The new full-time officer team for 2022-2023 ▪ LGBTQ History Month ▪ Strikes and NUS new vision for education ▪ Ukraine ▪ The Love Your Education campaign ▪ NUS conference <p>She took the opportunity to thank Council for its support and helping her personal growth.</p>		

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	<p>(ii) <u>Report of the Keele Postgraduate Association (KPA)</u> The President of the KPA presented her last report before the end of her term, which included:</p> <ul style="list-style-type: none"> ▪ KPA election update ▪ KPA events ▪ KPA turnaround plan and Constitution ▪ International students ▪ Clubhouse updates <p>She also took the opportunity to thank Council for its support and guidance.</p>		
PART B – COMMITTEE REPORTS			
13B.	<p><u>Committee Reports</u></p> <p>(i) <u>Equality, Diversity & Inclusion Oversight Group</u> The Chair of the committee reported on the meeting held on 3rd February 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Gender pay gap ▪ Ethnicity pay gap ▪ Gender & Ethnicity Equal Pay audits ▪ Equality, Diversity & Inclusion Annual Report <p>(ii) <u>Audit & Risk Committee</u> The Chair of the committee reported on the meeting held on 10th March 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ University Risk Register ▪ Compliance with the OfS Regulatory Framework ▪ Whistleblowing, Fraud and Anti-Bribery disclosures annual report ▪ Fraud Response Procedure and Anti-Bribery Policy updates ▪ Cyber and IT infrastructure update ▪ External audit tender update ▪ Development Trust audit ▪ Internal audit progress report ▪ ARC self-assessment review <p>(iii) <u>Senate</u> The Chair of the Committee reported on the meeting held on 16th March 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Proposal to establish a Confucius Institute 		

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	<ul style="list-style-type: none"> ▪ Education report ▪ Research report ▪ Secretary’s report ▪ Recruitment update ▪ Student Officer updates ▪ Vice-Chancellor’s report <p>(iv) <u>Nominations & Governance Committee</u> The Chair of the committee reported on the meeting held on 18th March 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Chancellor appointment ▪ OfS regulatory framework compliance review ▪ CUC HE Code compliance review ▪ Chair of Council annual review action plan ▪ Council member annual review action plan ▪ Succession planning ▪ Council committee membership ▪ Governor apprenticeship programme ▪ Reportable event <p>(v) <u>Business Review Committee</u> The Chair of the Committee reported on the meeting held on 24th March 2022 at which the following items were discussed:</p> <ul style="list-style-type: none"> ▪ Long term financial planning ▪ Student accommodation project ▪ Collective pay negotiations ▪ Draft budget 2022-2023 ▪ Period 6 management accounts ▪ Treasury & Investment Management Policy ▪ Annual Research, Innovation & Engagement report ▪ Annual IT report ▪ Subsidiary company 6 month report ▪ SU management accounts ▪ KPA management accounts ▪ Capital project update report ▪ Update for bank mandates <p>Council noted the reports.</p>		
PART C – ANY OTHER BUSINESS			
14D.	<p><u>Other Business</u> The Chair noted that it was the last meeting for Holly Brooks and Sarah Hammond as Council members although</p>		

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	they would be attending the next meeting as part of the handover process with their successors. She thanked them enormously for their positive contributions and extremely valuable input.		
15D.	<p><u>Date of Next Meeting</u> The date of the next meeting is 7th July 2022</p>		

ATTENDANCE LIST – 7th April 2022

	Dame Jo Williams	Pro-Chancellor
	Richard Barnes	Deputy Pro-Chancellor
	Sally Bucknell	Deputy Pro-Chancellor
A	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	
A	Tracy Bullock	
	Jane Burns	
	David Brown	
	Mike Faraar	
A	Hifsa Haroon-Iqbal	
	Manali Lukha	
	Andrew Macleod	
A	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

	Dr Mark Bacon	Chief Operating Officer/Acting Deputy Vice-Chancellor
	Frances Hewison	Interim Director of Human Resources
	Stephen Avery	Interim Chief Financial Officer
	Lucy Robinson	Governor Apprentice
A	Marie Feliho	Governor Apprentice

SECRETARIAT

	Fiona Dumbelton	Governance Manager
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Key A = Absent