



MINUTES OF THE MEETING OF COUNCIL

Held on Thursday 14th February 2019

The Chair welcomed Terry Dray (Associate Director for Employability & Employer Engagement), Jim Grange (Head of School of Psychology), Nicola Ratcliffe (Head of HR, Strategy & Policy) and Robert Ladrech (Head of School of Politics & International Relations) as observers.

For a record of attendance, apologies and absences, see attached list.

1. DECLARATIONS OF INTEREST

Mr Harris declared an interest as he is a consultant to a law firm whose clients include USS.

2. MINUTES AND ACTIONS

(i) Minutes

The minutes of the meeting held on 22nd November 2018 were approved and signed.

(ii) Actions List

Council received and noted the actions list.

3. STUDENT STORY

Council heard from an international PGR student and noted the excellent support she had experienced from Student Services and her lecturers/supervisors. She also praised the campus environment and the improvements she'd noted during her time at Keele in relation to the Library and learning space.

PART 1 – REPORTS & APPROVALS

1A. VICE-CHANCELLOR'S REPORT – COMMERCIAL IN CONFIDENCE

The observers left the room for this item.

(i) Item commercial in confidence

The observers re-joined the meeting.

(ii) Vice-Chancellor's Report

Council received a report from the Vice-Chancellor, which provided an overview of major issues and activities since the previous meeting, including:

- Council received an update on admissions following the 15th January 2019 UCAS deadline for applications. It was noted that over the last four years Keele had increased its market share so significant further growth in our UK undergraduate student population was required in order to maintain the trajectory. Overall, UK applications were down by 13.3% compared to the same time last year and by 5.3% compared to the same time in 2017. Nationally, applications were down by 1.1% compared to last year and by 4.8% compared to 2017. The Student Numbers & Fees Group had set challenging but attainable budget intake targets, which were slightly below the 2018 intake but higher than the 2017 intake. Applications and offers by School were presented, which highlighted that the picture was uneven. Only in certain subject areas were numbers capped or limited by placement or physical constraints so there was an aspiration to exceed these targets wherever possible. It was noted that the Russell Group had lowered their entry tariffs so were attracting greater numbers and widespread use of unconditional offers had led to the first signs of vulnerability for Keele's Foundation Year. Keele had made unconditional offers for 11% of its students compared to other universities with up to 85%. The Admissions Team was turning around offers with speed and efficiency and cascading applications wherever possible.
- The Chair was congratulated on her appointment as Chair of Alder Hey Children's Hospital.
- All honorary graduands, with the exception of David Olusoga, had accepted their nomination for an honorary degree.
- Sir David Attenborough had agreed to the University naming the new Huxley laboratory in his honour and would be visiting Keele for the opening ceremony.
- The Chief Financial Officer had tendered his resignation and Mr Buttery had agreed to take on the role of interim Director of Finance.
- Keele had signed up to the UPP Foundation Civic University Commission and the Universities Minister had referenced the Keele Deal during its launch.
- The University and Colleges Union had balloted members regarding last year's pay award in which universities had already implemented a 2% increase. Their claim was for 7.8%.
- An update on the joint Vet School was provided.

1B. FINANCE REPORT – COMMERCIAL IN CONFIDENCE

(i) Management Accounts

Item commercial in confidence

(ii) Pensions Update

Council received paper providing an update on the two consultations currently in place (March 2017 valuation and March 2018 valuation) from Universities UK (UUK) regarding the valuation of the Universities Superannuation Scheme (USS).

The March 2017 valuation included an increase in employer contributions from the current 18% to 19.5% on 1st April 2019, 22.5% on 1st October 2019 and 24.9% on 1st April 2020.

The March 2018 valuation was intended to take account of the recommendations of the Joint Expert Panel and movements in the markets.

USS advised at the end of January 2019 that the planned increase for 1st April 2020 would reduce from 24.9% to 24.2%, which made some allowance for investment return improvement.

USS Trustees indicated concern that full adoption of the Joint Expert Panel recommendations carried an unacceptable risk. Consequently, on 11th February 2019 USS proposed a contingent liability solution in that the employers accept the potential for additional cost increases should the deficit not improve as accepted but without specifying the size of the range or the triggers.

USS had invited UUK to propose a contingent liability framework, which would be consulted on shortly. The deadline for responses to the technical consultation had been extended to 15th March 2019.

It was noted that an increase to 24.2% equated to an additional c£3.7m in employer contributions per annum. Employee contributions would increase accordingly on the cost sharing basis. An increase to 19.5% in April 2019 had been budgeted for but no further increases beyond that at this stage.

It was also noted that the University had instructed Eversheds to review the exclusivity agreement with USS in relation to possible alternative schemes for operative and lower paid professional services staff.

UUK expected universities to brief their governing bodies throughout the process and it was noted that this would be done by correspondence.

1C. SECRETARY'S REPORT – COMMERCIAL IN CONFIDENCE

Council received a report from the Secretary to Council, which included the following:

- Council may make changes to the University Statutes, which requires informal consultation with the Privy Council and then a Special Resolution to be passed at a duly convened meeting of the University Council by an affirmative vote of not less than three-fourths of those present and voting (as set out in the Charter, paragraphs 18, 24 & 25) to be sent to the Privy Council. Keele wished to make a number of changes to Statutes 16 and 18, which had already been discussed and endorsed by Council and informally reviewed and endorsed by the Privy Council. The changes were as follows:
 - (i) Statute Section 16: The Council
To make the Statute gender neutral and correct a typographical error and to introduce a new total maximum time on Council of 12 years.
 - (ii) Statute Section 18: The Senate
To remove the Heads of Departments and replace them with a senior member of the Faculty for teaching and one for research, to remove the Chairs of the Boards of

Studies & Faculties which was a redundant term, clarify that the Deans referred to were Executive Deans and to increase the student representation by one to include the Vice-President of the KPA.

Council approved by Special Resolution that the proposals be submitted to the Privy Council for approval, subject to such changes as the Privy Council may require and which are agreed by the University.

- Council received the University's response to the independent review of the Teaching Excellence Framework.

Council **resolved:**

That the response be approved.

- The updated Modern Slavery & Human Trafficking Statement was presented.

Council **resolved:**

That the statement be approved.

- Council received and noted the update on the implementation of the actions arising from the 2018 Council Effectiveness Review.
- Council received and noted the summary of the Annual Council member reviews 2018.
- Council received and noted the Annual Academic Partnerships Report.
- Council noted the Legal Services restructure.
- Council noted the newly formed Information & Digital Services Directorate.
- Council received an amendment to the following Ordinances:
 - (i) Ordinance VI – new Schools in the Faculty of Medicine & Health Sciences
 - (ii) Ordinance XXIX – new position of Chief Information Officer

Council **resolved:**

That the amendments be approved.

- Council approved the senior appointments presented.
- Council noted that 26 documents had been signed under seal since the previous meeting.

1D. STRATEGY, KPIS & RISK – COMMERCIAL IN CONFIDENCE

Council received a report providing an update and overview of progress against aim three of the Strategic Plan, updates to the key performance indicators (KPIs) and changes to the Corporate Risk Register.

The paper provided a commentary on progress against aim three, which was “To deliver international excellence and impact in focused areas of research”.

Updates were provided on research grant income, UK Research & Innovation (UKRI), preparations for the Research Excellence Framework (REF) 2021, the Research & Innovation Support Enhancement (RaISE) project, Global Challenges research funding, the establishment of three new research institutes, postgraduate research and research governance and integrity.

The key performance indicators were presented, which were updated as the relevant data became available and the table provided identified where changes had been made. It was noted that, with effect from the next meeting, the KPIs would be linked to the Vice-Chancellor's Report.

It was reported that the Risk Register had been updated to reflect new, modified or redundant risks and a brief commentary on the changes was provided. The proposed amendments were approved. In response to a question, it was agreed that the impact of climate change would be considered for inclusion.

Council noted the report.

1E. CAPITAL PROJECTS – COMMERCIAL IN CONFIDENCE

(a) Capital Project Update Report

Council received the capital project update report, which provided an update on current and future projects. A new format for the report had been adopted, which was welcomed by members.

It was noted that there was a significant amount of red on the RAG rating for the Central Science Laboratories but that it was due to being slightly behind schedule by a few weeks and that an overspend of £0.5m was being carefully managed via the use of a £300k contingency and a re-purposing of the project.

In response to a question regarding not spending on the backlog maintenance, it was reported that the expenditure had been planned but was delayed in order that it could be considered as part of the three year planning process.

(iii) Item commercial in confidence

PART 2 – COMMITTEE REPORTS

2A. COMMITTEE REPORTS – COMMERCIAL IN CONFIDENCE

The Committee noted the reports from the following meetings:

- Nominations Committee – meeting held on 25th October 2018 – item deferred from the previous meeting.
Council **resolved**:

That Manali Lukha be re-appointed to Council 2019-2023, Sherree Schaefer be re-appointed to Council 2020-2024 and that Richard Barnes be re-appointed as Deputy Pro-Chancellor 2020-2024.

- Occupational Health & Safety Oversight Group – meeting held on 21st November 2018. Council noted the report.
- Senate – meeting held on 12th December 2018. Members were encouraged to observe at a meeting of Senate. The next two meetings are on 13th March 2019 and 19th June 2019.
- Business Review Committee – meeting held on 18th January 2019. Council noted the report.
- Senior Remuneration Committee – meeting held on 22nd November 2018. Council noted the report.
- Annual Report of the Senior Remuneration Committee – item deferred from the previous meeting.
The Vice-Chancellor, Deputy Vice-Chancellor, Academic Registrar, Director of HR and Interim Director of Finance left the room for this item.
 Council noted the Annual Report of the Senior Remuneration Committee (SRC), an abridged version of which would be published on the University's website. A brief discussion took place around the SRC's assessment of performance. It was noted that the Vice-Chancellor's remuneration was agreed under an approved framework and that there was a separation in the role of the Vice-Chancellor's appraiser and the Chair of the SRC. It was noted that communications surrounding senior staff pay awards in the current financial climate needed to be carefully managed and that the three year financial sustainability plan, which would be presented to Council for consideration, would address where cost savings needed to be made.

PART 3 – THEMED DISCUSSION ITEM

3A. FACULTY OF MEDICINE & HEALTH SCIENCES RESTRUCTURE

There was insufficient time to consider this item but it was agreed that the necessary amendment to Ordinance IV be approved (refer to item 1C) and that there would be an opportunity to hear from Professor Walsh at the Away Day in May 2019.

COUNCIL ATTENDANCE – 14th February 2019

A	Dame Jo Williams	Pro-Chancellor
	Richard Barnes	Deputy Pro-Chancellor
	Sally Bucknell	Deputy Pro-Chancellor
	Richard Callaway	Deputy Pro-Chancellor
	Professor Alistair Ulph	Deputy Pro-Chancellor
	David Hall	Honorary Treasurer
	Professor Trevor McMillan	Vice-Chancellor
	Professor Mark Ormerod	Deputy Vice-Chancellor and Provost

MEMBERS OF UNIVERSITY STAFF

Professor Nicholas Forsyth	Senate Member
Dr Rebecca Leach	Senate Member
Professor Peter Andras	Senate Member
Vanessa Hooper	Appointed by the Non-academic Staff

LAY MEMBERS APPOINTED BY THE COUNCIL

Ruth Bagley
Paul Clark
Andrew Harris
Sajid Hashmi
Manali Lukha
Simon Ramery
Sherree Schaefer
Vacancy

STUDENT REPRESENTATIVES

Tom Snape	Union Development & Democracy Officer, KeeleSU
George Blake	President, Keele Postgraduate Association

SECRETARY TO COUNCIL

Dr Helen Galbraith	Secretary to Council
--------------------	----------------------

IN ATTENDANCE

Paul Buttery	Interim Director of Finance
Rachel Adams	Director of Human Resources
Phil Butters	Director of Estates & Development (item 1D)

SECRETARIAT

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

Key

A = Absent