



MINUTES OF THE MEETING OF COUNCIL

Held on Thursday 22nd November 2018

The Chair welcomed Professor Mike Watkinson (Head of School of Chemical & Physical Sciences) as an observer.

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. Mr Clark declared an interest as a Trustee of Caudwell Children.

2. MINUTES AND ACTIONS

(a) Minutes

The minutes of the meeting held on 12th September 2018 were approved and signed subject to a minor amendment.

(b) Actions List

Council received and noted the actions list.

3. MATTERS ARISING

4. STUDENT STORY

Council heard from a mature student and noted that his experience of Student Services and the support he had received from staff in his School had been exceptional and far exceeded that received at his previous University. He noted some of the downsides of living in the older halls of residence but spoke enthusiastically of his role as a Student Ambassador and his wish to pass on his positive experiences to prospective students. Council commended the student on his presentation.

PART 1 – REPORTS & APPROVALS

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

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

- The Universities Superannuation Scheme Joint Expert Panel had proposed an employer contribution increase to 20.1%, which was to be considered by the Trustees. If agreement

could not be reached, the original proposal of 24.9% would be implemented with effect from April 2020.

- Keele had been shortlisted for the “University of the Year” in the Times Higher Education Awards 2018, which was a fantastic achievement.
- Athena SWAN awards had been confirmed for five Schools and Research Institutes.
- The Institute for Sustainable Futures was launched in October 2018 to tackle the issues of sustainability on a local, national and global scale.
- Keele welcomed its first degree apprentices starting on a Nursing Associate apprenticeship in September 2018. The programme would operate as a partnership with Staffordshire University, NHS Trusts and care providers across Staffordshire and Shropshire, supported by Health Education England.
- Council was reminded that the Universities and Colleges Employers Association (UCEA) had led national pay talks earlier this year on behalf of 147 participating institutions, including Keele. Unfortunately, agreement had not been reached with the trades’ unions (with the exception of GMB) but, on the advice of UCEA, the award had been implemented. The Universities and Colleges Union (UCU) balloted members for industrial action but the threshold had been met by only a handful of universities so they did not proceed.
- It was reported that two year degrees had been receiving media coverage recently. Keele was continuing to weigh up whether it was something it wished to pursue and would consider introducing a pilot in one subject area.

1B. STATUTORY RETURNS – COMMERCIAL IN CONFIDENCE

Council received a number of annual returns that required approval prior to submission to the OfS by 3rd December 2018.

(i) Part I: Finance Returns

Council received the statutory accounts of the University and Group, together with the letter of representation and the financial results commentary for submission to the Office for Students (OfS) by 3rd December 2018. The statutory accounts of the University’s wholly owned subsidiary company, Keele University Science & Business Park Limited were presented to note.

The Chairs of the Business Review Committee and the Audit & Risk Committee confirmed that the accounts and letter of representation were recommended to Council for approval and that the external auditors had provided an unqualified audit report, which was a credit to the capability of the Finance team.

Council **resolved:**

That the consolidated accounts be approved;

And that the management letter be approved and signed;

And that the accounts of Keele University Science & Business Park Limited be received and noted.

(ii) Part II: Other Returns

It was noted that, whilst the OfS was in a transitional period, the returns were very similar to those required by HEFCE last year, although there was no longer an annual sustainability assurance report. It was anticipated that the OfS may require considerably less next year but, if that was the case, the University would continue to provide key documents to Council to ensure appropriate oversight.

- Annual Assurance Return

Council received the annual assurance return, which largely referred to core financial and governance processes and required assurance to be given around the quality assurance of the academic experience and student outcomes. It also included the University's compliance with the Concordat to Support Research Integrity.

Council **resolved:**

That the Annual Assurance Return be approved and submitted to the OfS.

- Audit & Risk Committee Annual Report

Council received a report on the Committee's opinion on the adequacy and effectiveness of the HEI's arrangements for risk management, control, governance, value for money and the management and quality assurance of data; and, in parallel with our annual accounts. The report covered the financial year from August 2017 to July 2018. The report confirmed that reliance could be placed upon the University's internal arrangements.

Council **resolved:**

That the Audit & Risk Committee Annual Report be approved and submitted to the OfS.

- Internal Audit Annual Opinion

Council received Uniac's Annual Opinion to the Audit & Risk Committee on the adequacy and effectiveness of the University's internal control, risk management and governance arrangements; the University's arrangements for ensuring the accuracy of data returns to external bodies; and on whether the University's activities are conducted economically, efficiently and effectively. It informed the Audit & Risk Committee's own annual report to Council.

Council **resolved:**

That the Internal Audit Annual Opinion be approved and submitted to the OfS.

- Prevent Annual Return

Council received the annual return required by the Counter Terrorism and Security Act 2015. It requires organisations such as Keele to '*have due regard to the need to prevent people being drawn into terrorism*' (the *Prevent duty*). The Act requires that higher education bodies provide the OfS with any information they may require for the purpose of monitoring compliance with *Prevent* duty by submission of an annual report on the implementation of the *Prevent* duty every December.

Council **resolved:**

That the Prevent Annual Return be approved and submitted to the OfS.

1C. SECRETARY'S REPORT – COMMERCIAL IN CONFIDENCE

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

- Nominations for Honorary Degrees were presented having been selected by the Honorary Degrees Committee and recommended for approval by Senate. Ms Lukha, who was a member of the Committee, noted that there had been a number of excellent nominations and that they had been subject to thorough scrutiny to ensure that they would make a valuable contribution to Keele. The nominations must remain strictly confidential until it was known whether the recipients would accept the award.

Council **resolved**:

That the nominations be approved.

- The Equality, Diversity & Inclusion Annual Report 2016-2017 was presented. Council commended the report, noting that it was comprehensive, there was a great deal to celebrate and that the University needed to keep up the momentum to ensure that it was a fully inclusive environment.

Council **resolved**:

That the report be approved.

- The Health & Safety Annual Report 2017-2018 and the Health & Safety Policy Statement were presented. It was noted that the University intended to improve reporting in this area and provide a more comprehensive report next year.

Council **resolved**:

That the report and policy statement be approved.

- The Modern Slavery & Human Trafficking Statement was presented. It was noted that Uniac had been asked to review the University's compliance with the Modern Slavery Act 2015.

Council **resolved**:

That the report be approved.

- It was reported that, following the review of Regulations, the first stage of the review of the Ordinances had begun. The first stage was to delete Ordinances I, II, XVII, XIX, XX and XXIV that were no longer required. The second stage was to re-write the remaining Ordinances, which would be presented to Council at a subsequent meeting. Mr Harris reported that he had raised a number of queries relating to this with the Governance Team to ensure that the unintentional consequences had been thought through as much as was possible, and he had been reassured that they had.

Council **resolved**:

That Ordinances I, II, XVII, XIX, XX and XXIV be deleted.

- Council approved the senior appointments presented.

- Council approved the amendments to the terms of reference of the Business Review Committee & the Audit & Risk Committee.
- Council approved amendments to Ordinance VI.
- Council approved amendments to the Schedule of Delegation.
- Council noted the Keele Concerts Society Accounts.
- Council noted that 9 documents had been signed under seal since the previous meeting.
- Council noted that Chair's action had been taken regarding PGT and international tuition fees for 2019 entry.

1D. CAPITAL PROJECTS – COMMERCIAL IN CONFIDENCE

Council received the capital project update report, which provided an update on current and future projects.

PART 2 – COMMITTEE REPORTS

2A. COMMITTEE REPORTS – COMMERCIAL IN CONFIDENCE

The Committee noted the reports from the meetings of the Business Review Committee, Audit & Risk Committee, Senate and the Equality & Diversity Oversight Group.

The report from the meetings of the Nominations Committee and the Annual Report of the Senior Remuneration Committee were deferred to the next meeting due to insufficient time to consider them.

PART 3 – STUDENTS' UNIONS ACCOUNTS & BUDGETS

3A. KEELE UNIVERSITY STUDENTS' UNION BUDGET & ACCOUNTS

Approval of the budget and the receiving of the draft accounts was delegated to the Students' Union Financial Review Group due to insufficient time to consider them.

3B. KEELE POSTGRADUATE ASSOCIATION BUDGET & ACCOUNTS

Approval of the budget and the receiving of the accounts was delegated to the Students' Union Financial Review Group due to insufficient time to consider them.