



Keele University

MINUTES OF THE MEETING OF COUNCIL

Held on Thursday 23rd November 2017

The Chair welcomed Peter Andras (Senate member of Council for the Faculty of Natural Sciences) to his first meeting. He also welcomed Andy Shenstone (Interim Deputy Chief Executive) from the Leadership Foundation for Higher Education who was assisting with the Council effectiveness review and was observing the meeting as part of that process.

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

1. DECLARATIONS OF INTEREST

Mr Harris declared an interest as KPMG are his personal accountants and the law firm in which he is a consultant acts for USS. Mr Findlay declared an interest in Marston Inns. Mr Clark declared an interest as a Trustee of Caudwell Children.

2. MINUTES AND ACTIONS

(a) Minutes

The minutes of the meeting held on 14th September 2017 were approved.

(b) Actions List

Council received and noted the actions list. It was reported that the University had been approached by a local college to be a part of a maths school that would be explored. The results of the Postgraduate Taught and Postgraduate Research Experience Surveys (PTES and PRES) would be brought to the next meeting along with the results of the National Student Survey (NSS). It was reported that a proposed programme of investment in IT was currently under consideration by the University, which included an annual penetration report as recommended by Council. Responsibility for IT had recently transferred to Dr Bacon.

PART 1 – THEMED DISCUSSION ITEMS

1A. CAPITAL PROJECTS UPDATE

(i) Update Report

Council received the project update report, which set out current projects that have been approved and funded and future projects that are approved to concept or feasibility study stage and remain subject to a formal business case and approval.

- It was reported that the Huxley Building project was heading towards completion.

- The Central Science Laboratory building was underway with groundworks, which although were behind schedule were not putting the timing of the project at risk.
 - Students were due to move into the new Barnes accommodation week commencing 15th December 2017.
- (ii) Item commercial in confidence
- (iii) Keele Management School and Smart Innovation Hub
 Council received an update on progress to secure the investment required for the construction of the new building for the Management School and the Smart Innovation Hub. It was reported that in order for the project to progress, a construction contract would need to be in place with the selected contractor in 2017 in order to remain compliant with EU procurement regulations. Council was informed that all necessary permissions were now in place and a contractor had been selected subject to the complete funding package being secured.

PART 2 - REPORTS

2A. 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 the admissions position
- It was noted that HEFCE had issued an update to the Teaching Excellence Framework (TEF) metrics but that we would not be re-submitting this year as our TEF gold rating lasted for three years. Keele has a single negative flag for the core metric of highly-skilled employment or further study for part-time students. This only relates to part-time students so is just 8% of the TEF population, but the reasons behind the flag would be explored and addressed. A new Associate Director of Employability, which was a joint appointment between Careers and Research, Innovation & Engagement was being made, who would help to address any issues. It was also noted that we chose not to participate in the subject-level TEF pilot due to time and resources.
- The full response to the Grant Thornton assurance review was provided and noted.
- It was reported that work continues to explore the opportunities to develop a joint Veterinary Science programme with Harper Adams University. Since the last meeting, good progress had been made in identifying key elements of the relationship to allow us to define the feasibility and costings. Recent developments include agreement on a 2020 start date if the project progresses, curriculum content, progress on the legal status and confirmation from external partners of the intention to invest £7.6m capital in the Science & Innovation Park to support the initiative. It was noted that an interim report would be presented to Council in February 2018 and a full business case to both governing bodies for a decision in May 2018. It was agreed that two or three lay members would be asked to form an oversight group to review the detail and assist Council in making its decision.
- Formal notice was received yesterday that, following a national ballot for strike action by the University and Colleges Union (UCU), they are in dispute with the University (and

around 50 others) regarding the proposed plans for the Universities Superannuation Scheme (USS).

- An update was provided on the University's collaborative provision portfolio. The University had reviewed the portfolio to achieve greater alignment with the aims of the International Strategy and the Strategic Plan, which had resulted in the termination of a number of domestic and overseas partnerships.
- Degree outcomes were presented, which provided the percentage of students obtaining each classification of degree during the last four academic years.

2B. STATUTORY RETURNS TO HEFCE

The University is required to submit an annual accountability return to the Higher Education Funding Council for England (HEFCE) in December each year.

(i) Part I – Finance Returns

- Statutory University Accounts for the year ended 31st July 2017

Council received the statutory accounts for the University group for the year ended 31st July 2017. The accounts included the results and financial position of the University together with the consolidated results of the University and the only wholly owned subsidiary company that was trading, Keele University Science & Business Park Limited.

Council **resolved:**

That the statutory accounts be approved on the recommendation of the Business Review Committee and the Audit & Risk Committee and submitted to HEFCE.

- Subsidiary Accounts for the year ended 31st July 2017

Council received the statutory accounts for Keele University Science & Business Park Limited. It was noted that Keele Facilities Management Limited and Keele Hotels Limited were both dormant companies.

Council noted the subsidiary accounts, which would be approved by the Board of Keele University Science & Business Park Limited and submitted to HEFCE.

- Letters of Representation for each entity

Council received the letters of representation for the University and for Keele University Science & Business Park Limited.

Council **resolved:**

That the letters of representation be approved on the recommendation of the Business Review Committee and the Audit & Risk Committee and submitted to HEFCE.

- Financial Results Commentary

Council received a commentary to HEFCE which reviewed and compared the 2016-2017 results as stated in the July 2017 HEFCE forecast submissions and the audited financial statements.

Council **resolved:**

That the financial results commentary be approved and submitted to HEFCE.

(ii) Part II - Other Returns

▪ 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.

It was noted that Council received a detailed presentation on the quality assurance of the academic experience and student outcomes last year when it was introduced as a new requirement. At the time, the Chair of Council had asked the Secretary to Council how members would know if they should be concerned. She reminded members that they received information on degree outcomes, collaborative provision, KPIs, risk reports, strategic plan monitoring updates, that a Pro Vice-Chancellor had been designated as the strategic lead for quality assurance and there was a recently reformed Quality & Academic Standards Committee that reported to Senate.

Council **resolved:**

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

▪ 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 2016 to July 2017. The report confirmed that reliance could be placed upon the University's internal arrangements.

It was reported that the auditors have an audit plan that determines which areas of the University were to be audited and when but that the University also chose some areas where it was believed that improvements could be made. It was also noted that the external auditors had given a clean audit report for the fifth year in a row.

Council **resolved:**

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

▪ 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 HEFCE.

- Annual Sustainability Assurance Report

Council received the Annual Sustainability Assurance Report, which the University was invited to submit to HEFCE through a process that at present was voluntary. The first report was submitted to HEFCE in December 2013, the fifth report would be submitted in December 2017.

Council **resolved:**

That the Annual Sustainability Assurance Report be approved and submitted to HEFCE.

- 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 HEFCE 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 HEFCE.

The Chair thanked all of those involved in the production of the reports and the Chair and members of the Audit & Risk Committee.

2C. SECRETARY'S REPORT

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

- To note that the 2017-2018 Review of the Effectiveness of Council had begun with the appointment of the Leadership Foundation for Higher Education and that consultants Aaron Porter and Andy Shenstone had observed meetings of the Business Review Committee, Nominations Committee and this meeting. They had also begun conversations with a number of members and would shortly be circulating a questionnaire for all members to complete.
- All Council members have a review meeting with the Chair of Council (or Deputy) 12 months after their appointment and biennially thereafter. These were completed in August/September 2017 and the outcomes were largely positive. The feedback would be fed into the effectiveness review and the requests for discussion items would be factored into the Council annual plan. In response to feedback from the student members of Council, it was noted that they would be reviewed annually from hereon.
- Council received the proposals for Honorary Degrees from the Honorary Degrees Committee, which was a joint committee of the Senate and the Council. Mrs Lukha was a member of the Committee and confirmed that the nominations were well written, diverse in contribution and achievement and thoroughly considered by the Committee in line with Keele's mission and values as well as the agreed criteria.

Council **resolved:**

That the Honorary Degrees presented be approved on the recommendation of the Honorary Degrees Committee and the Senate.

It was noted that the nominations must remain confidential until it was known whether the individuals would accept the award.

- Council received the Equality & Diversity Annual Report 2015-2016, which set out progress and key achievements in the delivery and development of equality and diversity initiatives and practice.

It was noted that the University was required to comply with equality and diversity legislation but that it was in fact at the heart of our mission.

Events held during the year include Black History Month, World Mental Health Day, Anti-Bullying Week, Disability History Month, Sexual Violence Awareness Week and International Women's Day.

The University continues to make progress with Athena SWAN and has introduced targets to increase the proportion of women at senior academic grades, which was supported by a range of policies and practices. The University had established a new Faith Group for staff and students, subscribed to the Equality Challenge Unit's race Equality Charter, established a new student-led autistic support scheme and introduced a range of new online resources for staff and students on mental health.

It was reported that there had been an increase in targeted equality and diversity training and that equality and diversity principles continued to be embedded in induction, leadership development and wider teaching programmes.

Council noted that the challenges in relation to BAME were very different to gender, that it was important for the under-represented groups to lead the way and promote a confidence in 'race fluency' and that the executive must be committed to and supportive of equality and diversity rather than just having a token BAME on committees and working groups. It was agreed that some training would be provided for Council members.

Council welcomed the report.

- Council **resolved:**

That Jo Williams be re-appointed as a lay member of Council for a second term, 2018-2022;

And that Simon Ramery be re-appointed as a lay member of Council for an eighth and final year, 2018-2019;

And that Elaine Heyworth be re-appointed as a co-opted member of the Audit & Risk Committee for a second term, 2018-2022.

- Council **resolved:**

That the Intellectual Property Management Code of Practice be approved on the recommendation of the Senate.

- Council received the Keele Concerts Society Accounts as a connected charitable institution. The accounts had been reviewed by the trustees and the Interim Director of Finance.

Council **resolved:**

That the accounts be approved.

- University Charter

Council received an amendment to the Charter for consideration.

Council approved by Special Resolution that the proposal 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.

Statutes

Council received a number of amendments to the Statutes for consideration.

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.

- (i) Statute 1 (Definitions)
- (ii) Statute 8 (The Deputy Vice-Chancellor & Provost)
- (iii) Statute 12 (The Academic Registrar and Director of Planning & Academic Administration)
- (iv) Statute 18 (The Senate)
- (v) Statute 19 (Powers of the Senate)
- (vi) Statute 28 (Committees)
- (vii) Statute 31 (Academic Staff)

Ordinances

Council **resolved:**

That the amendments to Ordinance IV presented be approved on the recommendation of the Senate.

Regulations

Council **resolved:**

That the amendments to the following Regulations be approved on the recommendation of the Senate:

- (i) Regulations 1A, 1B, 1C, 1F, 1G, 2A, 2B, 2D, 10, 17, 26 (Pro Vice-Chancellor titles)
- (ii) Regulation 17 (ULTC, FLTC, QASC)
- (iii) Regulation 17 (fitness to practise)

- Council **resolved:**

That the amendments to the Schedule of Delegation presented be approved.

- Council resolved:

That the following appointments be approved:

- (i) Professor Christopher Fogwill – Head of School of Geography, Geology and the Environment, effective 1st August 2017.
 - (ii) Professor Peter Andras – Head of School of Computing & Mathematics, effective 18th September 2017
 - (iii) Dr Rebecca Leach – Head of School of Social Science and Public Policy, effective 1st October 2017
 - (iv) Dr Jim Grange – Interim Head of School of Psychology, effective 18th September 2017
 - (v) Dr Anne Loweth – Pro Vice-Chancellor (Students), effective 1st September 2017
 - (vi) Dr Elisabeth Carter – Associate Dean for Research, Humanities and Social Sciences – extended to 31st January 2018
 - (vii) Mr Kelvin Johnstone – Associate Dean for Learning and Teaching, Humanities and Social Sciences, effective 11th September 2017
 - (viii) Professor Pauline Walsh - Pro Vice-Chancellor and Executive Dean of the Faculty of Medicine and Health Sciences, initially to summer 2020
 - (ix) Professor Helen O’Sullivan – Pro Vice-Chancellor (Education), effective January 2018
- To note that 12 documents were signed under seal since the previous meeting.
 - To note that Chair’s action was taken on two occasions since the previous meeting.

PART 3 – COMMITTEE REPORTS

3A. COMMITTEE REPORTS

Council received reports of the meetings of the Business Review Committee, Nominations Committee, Audit & Risk Committee and Senate. It also received reports of the inaugural meetings of the Equality & Diversity Oversight Group (Mrs Bucknell and Mr Hashmi are members) and the Health & Safety Oversight Group (Mr Clark and Mr Crouch are members).

PART 4 - STRATEGIC UPDATE REPORTS

4A. STRATEGIC PLAN, KPI & RISK MANAGEMENT UPDATE

Council received a report providing an update and overview of progress against aims one and six (deferred from the previous meeting) 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 one, which is “To continue building Keele as a broad-based research-led University of about 13,000 students recognised internationally for excellence in education, research and enterprise”. Updates were provided on student numbers, the teaching excellence framework and international partnerships. It was agreed that a report would be presented to Council on the Library.

A commentary was also provided on aim six, which is “To transform how we work to ensure the University’s development is sustainable and delivers world-leading teaching and research”. Update were provided on financial sustainability and revenue reserves, information technology and resources, developing the estate, strengthening the University’s reputation and Keele brand and developing a collegial and creative working culture.

The key performance indicators were presented, which were updated as the relevant data becomes available and the table provided identified where changes had been made.

It was reported that the Risk Register has been updated to reflect new, modified or redundant risks and a brief commentary on the changes was provided.

Council noted the report.

PART 5 – MISCELLANEOUS

5A. KEELE UNIVERSITY STUDENTS' UNION ACCOUNTS

Council received the Students' Union accounts for the year ended 31st July 2017 from the Chief Executive Officer and the Union Development & Democracy Officer.

Council noted the accounts.

5B. KEELE POSTGRADUATE ASSOCIATION ACCOUNTS

Council received the Keele Postgraduate Association accounts for the year ended 31st July 2017.

Council noted the accounts.