

Minutes

Meeting title:	Council	
Date:	Thursday 27 September 2018	Time 2.30pm
Location:	The Board Room, Room 4051, Building 37, Highfield	
Present:	Mr P Greenish (Chair), Ms F Barnes, Mr R Cartwright, Ms E Dawes, Professor J Holloway, Dame J Macgregor (Vice Chair), Professor R Mills, Dr D Price, Mr A Reyes-Hughes, Professor P Reed, Professor Sir C Snowden and Dr A Vincent.	
In attendance:	Mr L Abraham (Clerk to the University Council & Senate), Mr I Dunn (Chief Operating Officer), Professor M Spearing (Vice President – Research & Enterprise) and Ms S Pook (Executive Director, Finance & Planning)	

1 Apologies

Council noted apologies from Mr G Berruyer, Mr W Shannon, Mr G Hobbs, Mr P Hollins, Ms H Pawlby and Professor A Neill.

2 Minutes

RESOLVED that the minutes of the meeting held on 11 July 2018 be confirmed as a correct record and signed.

3 Actions and Matters Arising

Council noted the Annual Calendar of Business.

Council discussed the Effectiveness Reviews which were currently undertaken every 4 years in line with CUC guidance (next review due in 2019). It was suggested that a self assessment review be undertaken annually with a deep dive review, with external assistance, every 4 years.

It was then **RESOLVED** accordingly.

4 Declarations of Interest

None.

5 Publication of unrestricted papers

RESOLVED That the papers circulated that were not deemed “Commercial in Confidence” or Restricted be published on the open access SUSSED site, including student data contained in item 6.

6 President and Vice Chancellor's Report

The President & Vice Chancellor presented his report to Council highlighting the following:

- Student Fees for 2019-20
- Brexit and HE
- New Tier 5 Immigration
- National Student Survey
- UCAS Data for 2018 Student Entry
- Student Mental Health
- Research Integrity
- Office for Students Registration
- Undergraduate Admissions and Clearing – Council wished it to be placed on record their thanks to the Clearing team for their excellent work over the clearing period.

Council then noted a further detailed update on the NSS, this was in addition to a comprehensive NSS presentation made to members prior to the meeting.

RESOLVED that

(i) the report be noted; and

(ii) that statement on the National Student Survey contained within the report be accepted.

7 Report from the President of the Students' Union

Council considered a report by the new President of the Students' Union which provided an update on SUSU activity and set out an update from both the President and each of the Sabbatical Officers. The report also contained an update on SUSU's vision, events for Freshers week and details of a new "Relationship Agreement" with the University.

Discussion then focused upon sexual assaults on campus and the Union President suggested that 75% of all females on campus had experienced sexual assault at some point, undertaking to investigate, raise awareness and put in place measures to address the issue. Council requested that it be kept fully informed by the Union President on this matter and to bring a full report once the work was underway.

ACTION: Union President

RESOLVED that the report be noted.

8 Student Recruitment Update

Council considered a report by the Vice President (Education) which provided an update on student recruitment.

RESOLVED that the report be noted.

9 Recruitment of new Vice Chancellor

Council considered a report by the Clerk to the Council & Senate which set out for approval the process for the appointment of the next President & Vice Chancellor.

It was suggested that Senate be fully consulted on the process and timeline to be followed, which was consistent with previous recruitment processes.

The Chair then proposed that the following Council members join him on the Joint Selection Committee:

- Dame Judith Macgregor
- Ms Francesca Barnes
- Mr Bill Shannon

RESOLVED that

(i) the recruitment process, consultation process and timelines for the appointment of the next President and Vice-Chancellor be approved; and

(ii) the Council representatives on the Joint Selection Committee be approved as:

- Philip Greenish (Chair)
- Dame Judith Macgregor
- Ms Francesca Barnes
- Mr Bill Shannon

10 Office for Students (OfS) – Responsibilities of Council and Ongoing Conditions of Registration

Council received a report from the Academic Registrar which outlined the responsibility of Council to ensure that the University satisfies the Office for Students' ongoing conditions of registration. The report provided details of the actions to be taken by the University to satisfy those ongoing conditions for academic year 2018/19 (transition year) and from 1 August 2019, when the OfS regulatory framework will be fully implemented.

In order that Council remain fully informed of the requirements of the OfS, it was suggested that the requirements be added to the Annual Education Assurance report. This will also ensure that Council has sight of any action that is taken to satisfy the requirements and the ongoing conditions of registration.

ACTION: VP (Education)/Academic Registrar

RESOLVED that

- (i) the Action Plans for monitoring the University's compliance with the OfS regulatory framework ongoing conditions of registration for 2018/19 and 2019/20 be noted and monitored by the University Education Committee, on behalf of Senate, with reporting to Council and updates provided to the Audit Committee; and

- (ii) OfS requirements and ongoing conditions of registration be referenced in the Annual Education Assurance report.

11 Nominations Committee Matters

Council received an oral report from the Vice Chair which updated on recent deliberations of the Nominations Committee.

RESOLVED that the update be noted.

Mr Greenish left the meeting at this point and Dame Judith Macgregor took the chair.

12 Chair of Council Appointment as Pro Chancellor

RESOLVED that Mr Philip Greenish be appointed as Pro Chancellor from 27 September 2018 until 31 July 2021.

Mr Greenish rejoined the meeting and took the chair.

13 Approving Letters of Support for Subsidiary Companies

Council received a report by the Executive Director, Finance and Planning which sought commitment of continuing support for University subsidiary companies for the coming year. The confirmation was sought at the request of the new external auditors, Deloitte, to enable them to review the accounts of the companies as going concerns.

RESOLVED that approval be given to the issuing of a letter of support from the University of Southampton committing the University's financial support for a period of 12 months from signing the accounts to the following subsidiaries:

- Southampton Innovations Limited
- Southampton Asset Management Limited
- USMC Sdn Bhd
- Southampton International Singapore Ltd.

14 Council Standing Orders, Primary Responsibilities and Committees – Annual Review

Council considered a report by the Clerk to the University Council and Senate which presented both Council Standing Orders and the Statement of Primary Responsibilities for Council to be reminded of its powers, mode of operation and responsibilities. An updated membership list was also included.

Council was also given the opportunity to review those Committees which provide advice directly. Details of the Standing Committee of Council, Nominations Committee, Audit Committee, Remuneration Committee, Health & Safety Audit and Assurance Committee and Finance Committee, among others, was also attached.

The report provided a comprehensive overview of the governance that Council provided, its powers, responsibilities, advisers (in the form of Committees) and the memberships thereof.

Effectiveness Reviews of Committees was raised and it was suggested that all Committees of Council adopt the approach agreed by Council of an annual self assessment and a deep dive effectiveness review every 4 years.

The Genetic Modification and Biological Safety Committee was discussed and its history, purpose and reporting line was requested. It was agreed that the Clerk undertake a review of the Committee and bring back a proposal to Council on the Committee's future.
ACTION: Clerk to the University Council & Senate

RESOLVED that the report be noted.

15 Sealing of Documents

Council received and noted a report detailing the documents sealed since the last report to Council.

16 Chair's Action

Council noted that Chair had approved the following under Chair's Action:

(i) To re-appoint Guy Berruyer to the Remuneration Committee from 1 August 2018 to 31 July 2021.

(ii) To re-appoint Bill Shannon to the Finance Committee from 1 August 2018 to 31 July 2021.

Restricted Items

17 HR Matters – Determination for Redundancy

Council considered a restricted report by the Academic Registrar which proposed for determination whether Stages 3 to 6 of Part IV of Ordinance 3.4 should be initiated

RESOLVED that the instigation of the next stages of the Redundancy Ordinance be approved.

The meeting concluded at 5.27pm

Actions

Minute No.	Minute Title	Action Summary	Owner	Report Back Date
83	USMC Update	To report back to Council on USMC Governance	PVC (Malaysia/COO/Director of Legal Svs	Autumn 2018

7	SUSU Report	Union President to report back on Sexual Assaults on Campus	SUSU President	
10	OfS Responsibilities and Ongoing Conditions of Registration	That the responsibilities and conditions be added to the Annual Education Assurance report to enable Council to monitor	Vice President (Education) and Academic Registrar	Nov 2018
14	Standing Order and Primary Responsibilities	Clerk to review the status of the Genetic Modification and Biological Safety Cttee	Clerk to the University Council and Senate	March 2019