

Minutes

Meeting title:	Council	
Date:	Wednesday 17 January 2018	Time 12noon
Location:	The Cedar Suite, Careys Manor, Brockenhurst, New Forest	
Present:	Ms F Barnes, Mr G Berruyer, Mr P Greenish (Vice Chair), Mr G Hobbs, Mr P Hollins, Dr B Lwaleed, Dame J Macgregor, Ms F Noble, Ms H Pawlby, Dr D Price, Mr A Reyes-Hughes, Professor P Reed, Professor Sir C Snowden, Professor M Spearing and Dr A Vincent.	
	Dr G Rider via telephone	
In attendance:	Mr L Abraham (Clerk to the University Council & Senate), Mr I Dunn (Chief Operating Officer), Professor C Grant (Vice President - International) and Ms S Pook (Executive Director, Finance & Planning).	

42 Apologies

Council noted apologies for absence from Professor R Mills, Mr W Shannon and Professor J Vickers.

As the chair, Dr Rider, was not able to attend in person, the Vice Chair, Mr Greenish, took the chair.

Council resolved accordingly.

---Mr Philip Greenish in the chair---

43 Minutes

RESOLVED that the minutes of the meetings held on 15 November 2017 be confirmed as a correct record and signed.

44 Actions and Matters Arising

Council noted the Annual Calendar of Business.

45 Declarations of Interest

There were no declarations.

46 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.

47 President and Vice Chancellor’s Report

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

- UCAS end of cycle report;
- VC pay coverage in the media;
- Brexit;
- Sector deal for Life Sciences;
- OfS – Appointments to the Board; and
- An update on PASNAS and USS

RESOLVED that the report be noted.

48 Reshaping the University

Council considered a report by the President and Vice Chancellor which followed on from the meetings with Senate on 13 and 22 November 2017 and with Council on 15 November 2017 in relation to the shape of the University for the academic year commencing 1 August 2018 and the associated appointment of Deans going forward.

Council noted that proposed five new faculties and the academic subjects within them. It was further noted that in order to provide consistency of leadership, Deans who still had a term of office to complete beyond 1 August 2018 would be slotted into Dean roles heading up the new faculties and at the end of their terms the positions would be appointed to via the usual open and competitive recruitment process.

RESOLVED that

- (i) the five new faculties will be and will comprise the following academic subjects:

- **Faculty of Arts and Humanities**
(Archaeology, English, Film, History, Modern Languages, Music, Philosophy, Academic Centre for International Students; Winchester School of Art & The Parkes Institute).
- **Faculty of Engineering & Physical Sciences**
(Aeronautics, Astronautics and Computational Engineering; Chemistry; Chemical Engineering (new); Civil, Maritime and Environmental Engineering; Electronics and Computer Science; Institute of Sound and Vibration Research; Mechanical Engineering; Physics & Astronomy; Optoelectronics Research Centre; Southampton Marine and Maritime Institute (SMMI); Web Science Institute; Zepler Institute).
- **Faculty of Environmental and Life Sciences**
(Biological Sciences; Environmental Sciences; Geography and Environment; Ocean and Earth Sciences & National Oceanographic Centre Southampton; Nursing, Midwifery and Allied Health

Professions; Psychology; Institute for Life Sciences; Institute of Environment and Sustainability (new).

- **Faculty of Medicine**

No change: Cancer Sciences; Clinical and Experimental Sciences; Human Development and Health; Medical Education; Primary Care and Population Sciences; Centre for Cancer Immunology; MRC Lifecourse Epidemiology Unit; Wessex Institute.

- **Faculty of Social Sciences**

Social Sciences; Southampton Business School; Southampton Education School Southampton Law School; Mathematical Sciences; Centre for Higher Education Practice; Public Engagement with Research (Unit); Public Policy@Southampton; Southampton Statistical Sciences Research Institute (S3RI).

(ii) To maintain continuity of leadership through the change, that Deans be appointed to the new Faculties as follows:

- Faculty of Arts and Humanities - Professor Paul Whittaker
- Faculty of Engineering & Physical Sciences – Professor Bashir Al-Hashimi
- Faculty of Environmental and Life Sciences – Professor Rachel Mills
- Faculty of Medicine – to be confirmed at the completion of the competitive process currently underway
- Faculty of Social Sciences – Professor Jane Falkingham

(iii) It be agreed that this interim period would be followed by a competitive process for all of the new Faculties as each Dean’s term of office comes to an end.

49 10 Year Plan Capital Projects

Council considered a report from the Executive Director of Estates and Facilities which sought for increased funding for various projects supporting the 10 Year Plan Estate Strategy. Approval would facilitate more efficient progress of enabling projects, studies and analysis as well as delivery of early staff and “student facing” “Quick Win” projects.

Additional funding was also sought for Boldrewood D/G to build on earlier than anticipated Faculty expansion.

The sum total of the funding requests amounted to £97,096,226.

The Chair stated that due to the shortness of time, debate on this item would be curtailed. Key questions would be taken at this point and further presentation and debate would occur during the strategic awayday which followed the meeting. Following the awayday, Council would reconvene when this item and the University Economy Model item would both be debated until resolved. Chair then opened the item to key questions.

It was noted that communication of the projects would be key. A large capital spend at a time of proposed staffing cuts may not be universally welcomed. Discussion then turned to risk and any commercial association with Carillion, a large construction firm that had recently gone into administration. Council was pleased to note that the University had no direct links or contracts with Carillion.

RESOLVED that the item be adjourned until Council reconvened on 18 January 2018.

50 Academic Unit Change – Faculty of Engineering in the Environment

Council received report by the Head of Faculty Operation in the Faculty of Engineering in the Environment which sought approval for a change of name of an Academic Unit within the Faculty of Engineering and the Environment and endorsement for the resulting amendments to the Ordinances.

RESOLVED that

- (i) the following Academic Unit name change within the Faculty of Engineering and the Environment be approved:

‘Engineering Sciences’ to ‘Mechanical Engineering’

- (ii) the required changes to Part 2: Organisation and Government of the Ordinances be approved.

50 Nominations Committee Matters

Council received a verbal update from the Treasurer which summarised the discussions from the meeting of the Nominations Committee held earlier in the day.

Mr Greenish left the meeting at this point.

Discussion turned to the Appointment of Council Chair process. The Treasurer stated that the process was continuing well and that evidence gathered by the various members of the Selection Panel would be drawn together for consideration within the coming weeks. An interview with the candidate would then be held and a proposal would be considered by the Nominations Committee and put to Council for consideration at the March meeting.

Mr Greenish returned to the meeting.

Council also noted progress in seeking a new University Chancellor and work on a new skills matrix to map lay members skills against those identified as required by Council.

RESOLVED that the update be noted.

51 HEFCE Annual Efficiency Returns January 2018

Council considered a report by the Executive Director, Finance and Planning which explained the new HEFCE requirement for higher education institutions to submit an annual efficiency return on the 2016-17 year by the 31st January 2018.

The report also explained the approach taken to dealing with the requirements of the return in the time available, and included the completed return for Council to review.

RESOLVED that the annual efficiency return for the annual year 2016/17, which has been reviewed by Finance Committee out of cycle, be approved and submitted in time for the return deadline of 31st January 2018.

52 Management Accounts – November 2017

Council received a report from the Executive Director, Finance and Planning which presented the management accounts for financial year 2017/18 as at November 2017. At this stage in the year, the focus was on variances between actual results and the year to date budget, as well as reporting on research grant applications and awards, and cash flow.

Faculty level accounts and commentaries had not been included for this report. The management accounts will be produced in the full format as the year progresses and will include comprehensive forecasts from January 2018 onwards.

RESOLVED that the report be noted.

53 Report from the President of the Students' Union

Council received a report from the President of the Students' Union on recent Union activity:

- increased awareness of University governance;
- scrutiny of VC pay;
- changes within the sabbatical team;
- forthcoming spring SUSU elections; and
- the recently held AGM and "Make a Change" Summit

RESOLVED that the report be noted.

54 Sealing of Documents

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

55 Committee Minutes

Council noted all the Committee minutes from meetings that had been held since the last meeting.

Restricted Items

56 Restricted Matters

HR Matter – Head of Academic Unit

Council considered a restricted report by the President & Vice Chancellor which set out a Head of Academic Unit appointment for Council approval.

RESOLVED that the appointment of Professor Martin Dyke as the Head of Southampton Education School be approved.

The meeting adjourned at 1.20pm

The meeting reconvened at 12noon on Thursday 18 January 2018.

Present: Ms F Barnes, Mr G Berruyer, Mr P Greenish (Vice Chair), Mr P Hollins, Dr B Lwaleed, Dame J Macgregor, Ms F Noble, Ms H Pawlby, Dr D Price, Mr A Reyes-Hughes, Professor P Reed, Professor Sir C Snowden, Professor M Spearing and Dr A Vincent.

57 Project Hartley Update

Council agreed unanimously that an additional item be added to the agenda to allow the Chief Operating Office to update Council on the progress of Project Hartley.

The Chief Operating Officer provided an update on Project Hartley outlining that although more than half of the originally required savings had been identified, further savings were becoming challenging to find. Voluntary severance, restructuring, improvements to procurement processes had all been implemented and further work was underway to meet the agreed savings target.

It was highlighted that improvements to the student experience was key to the University's future success and any reductions to meet the target were not detrimental to that objective.

RESOLVED that the update be noted.

56 University Economy Model

Council considered a report by the Executive Director, Finance and Planning which presented the financial model (UEM) for the period ending 2023/24. It had been updated from the version approved by Council in January 2017 to reflect revised assumptions.

The forecasts would be used as part of the information provided to Moodys to support their credit rating review process, which would take place on the 27th February 2018. The forecasts also formed the foundation of the next business planning cycle.

It was suggested that the Executive Director liaise with an institution having recently completed this process to ensure that assumptions and figures were realistic and in line with expectation. Cardiff University was suggested.

RESOLVED that the submission of the UEM to the rating agency, Moodys, be approved.

57 10 Year Plan Capital Projects

Council returned to consideration of a report by the Executive Director, Estates and Facilities which sought increased funding for various projects supporting the 10 Year Plan Estate Strategy.

Council had asked key questions at the adjourned meeting and had received a thorough presentation from the Director as part of the strategic awayday.

Discussion continued highlighting the importance of making the capital projects student focussed.

Governance of the spend was raised. It was noted that the University used a Capital Programme Board to oversee capital projects and the associated funding spends. The Board met weekly and considered comprehensive reports and presentations on all capital schemes that required funding. The membership of the Board was clarified pointing out that it was constituted of academics, professional services and executive colleagues. A further governance gateway was also provided by UEB. Capital Programme Board could refer to UEB if clarification was required as to the strategic relevance of a project. All large scale projects would also require business cases presented to Council. The funding requested in the report formed a total envelope of funding that, following Council approval, would be spent on progressing various projects outlined in the report. Governance of the spend would be provided by Executive Directors, UEB and the Capital Programme Board.

RESOLVED that

- (i) following previous approval, on 15th November, 2017, the sum of £1.95m to “kick-start” the 10 Year programme planning, further approval of £96,664,226 be approved to progress stages of the enabling and investigative surveys and delivery of key early projects; and
- (ii) the sum of £432,000 be approved for a 10 Year Plan Programme Contingency which will allow unforeseen opportunities or projects to be addressed or progressed without specific Council approval, (whilst at all times being under University governance CPB/UEB etc. as described previously) quickly in a relatively dynamic environment.

Actions

Minute No.	Minute Title	Action Summary	Owner	Report Back Date
75	USMC Options	To report back to Council on progress	Vice President (International)	May 2018
79	Staff Mental Health	To report back to Council on progress	Director of Health and Safety	May 2018
12	Standing Orders and Statement of Primary Responsibilities	To add whistle blowing to the Terms of Reference of the Audit Committee.	Executive Director, Finance and Planning	Jan 2018

15(i)	Restricted HR Matters	Summary report of redundancy cases over previous 3 years.	Chief Operating Officer	Jan 2018
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