

Minutes

Meeting title: Council

Date: Wednesday 28 January 2009

Time: 4.00pm

Location: The Council Room, George Thomas Building

Present: Dame Valerie Strachan (*in the Chair*), Professor I T Cameron, Professor N H Foskett, Professor R Holdaway, Mr A J Jukes, Professor M H Kelly, Mr M Killingley, Dr V Lawrence, Mr P Lester, Professor W Powrie, Ms R Rivaz, Mr M J Snell, Dr G Spittle, Ms A Tanfield,* Professor W A Wakeham, Mr A J Walker, Professor A A Wheeler and Professor D M Williams

In attendance: The Registrar and Chief Operating Officer, the Director of Finance, the University Secretary, Professor D Humphris, Professor P A Nelson and Dr K A Piggott

* not present for restricted business

Unrestricted

Dame Valerie welcomed members to the meeting, particularly new members – Dr Graham Spittle, lay member attending his first meeting, and Professors Iain Cameron and Mike Kelly, new members appointed by the Senate. She explained that Professor Kilburn was unable to attend as he was in Bangkok receiving an honorary degree of Doctor of Philosophy in Chemistry from Ramkhamhaeng University.

Dame Valerie also reported that Professor Powrie had not been able to attend the last three meetings of Council, and that in accordance with Statute 17(6) Council was required to authorise continuation of his membership.

Resolved That the membership of Council of Professor William Powrie be continued.

Section A: Presentations

Members received a detailed presentation from Professor Nelson entitled 'RAE 2008 –Results and Preliminary Analysis of Financial Implications'. The presentation gave background information on the RAE, summarised the results for Southampton both overall in comparison with other institutions and at individual Unit of Assessment level, and set out the potential funding implications (including an update in the light of the Secretary of State's letter to HEFCE, which was tabled). (See also minute 55).

Section B: Minutes and Reports

Members were invited to declare any conflicts of interest. Mrs Wood declared an interest in respect of agenda item 11 (minute 50) - one of the staff members in the Safety Office had been among the ten members of non-teaching staff who had supported her nomination as NTS representative on Council.

45. Obituary

Dame Valerie reported with regret the deaths of the following members of the University and invited members to stand as a mark of respect:

Janice Brown – Senior Lecturer, School of Health Sciences, on 10 December 2008.

Ian Douglas – Lecturer, School of Health Sciences, on 26 December 2008.

46. Minutes (unrestricted) of the meeting held on 19 November 2008

The following amendments to the minutes were advised:

Declaration of interests to be amended to read: The Director of Finance and the Registrar and Chief Operating Officer each declared an interest as Directors of Manor Centre Limited. [not 'Trustees'].

Minute 18. Vice-Chancellor's report: Additional student numbers (ASNs): Last sentence to be amended to read 'increase teaching income by £1.7million in 2009-10' [not 2008-09].

Minute 19, Report from the President of SUSU, First sentence in the sub-section headed '*drink awareness*' to be amended, and an additional sentence to be inserted, as follows:
'*Drink Awareness:* This was another key issue, as in the media Southampton students had been highlighted as having bad drinking habits. SUSU were therefore putting in place positive procedures and activities to address this.'

Resolved That, subject to the above amendments the unrestricted Minutes of the meeting held on 19 November 2008 be approved and signed.

47. **Matters Arising**

47.1 **Standing Orders of Council and Statement of Primary Responsibilities** (minute 15)

The revised Standing Orders of Council and Statement of Primary Responsibilities would be re-issued to Council members in the updated Guide for members of Council to be circulated in February; they were however currently available from the Council page on the main University website.

47.2 **'Creating Our Future' - Future Corporate Strategy Development** (minute 25)

This would be covered under the Vice-Chancellor's report.

47.3 **Textile Conservation Centre** (minute 26)

Professor Foskett advised that the University was still waiting to hear from the other institution involved regarding the possible transfer of the Textile Conservation Centre.

48. **Vice-Chancellor's report**

The Vice-Chancellor reported under the following headings:

UCEA/UCU/Pensions update: The Vice-Chancellor updated members on the national position regarding relationships between UCEA and UCU. He also raised issues relating to USS (eg. long-term viability of final salary pension schemes, the nature of benefit packages, levels of employer and employee contributions and possible under-funding of USS]. After a brief discussion it was noted that there were no specific actions which Council could take in connection with these issues, as this was a national matter and any changes to USS could be agreed only by the USS JNC.

Lloyds Register: A meeting with LR had been held involving the Chair of Council, the Treasurer, Mr Lester and Mr Killingley, as part of the process of ensuring continuity of relationships following the Vice-Chancellor's retirement. This had been an opportunity for useful interchange, and had helped the Council members appreciate the key issues from LR's perspective, including LR's wish for a contractual commitment from the University to re-locate SES to Boldrewood as soon as possible.

Insurance claim: Under this heading the Director of Finance tabled a paper (labelled as commercial in confidence) concerning the settlement of the insurance claim. Members were delighted to note that this matter had now been resolved, as this removed a major element of uncertainty from the University's financial planning. While the final figure was not quite as high as might have been hoped, it was clearly the correct business decision to reach a settlement now rather than enter the arbitration process, as this would have been very time consuming and expensive and potentially delayed a settlement by up to two years, while substantially increasing the risk over the potential settlement figures. Council congratulated the members of the University's team for achieving this result.

In response to a query as to whether there were limits to the emergency decision-making powers of Standing Committee of Council (under which the decision to settle had been taken), it was explained that there were no limits because these powers were intended to enable the University to respond quickly in business-critical situations. It had been a requirement of the mediation that those attending on behalf of the University had authority to settle. The Treasurer had been present throughout and the decision had been taken with the agreement of the Vice-Chancellor as a second member of Standing Committee. Mr Killingley had been involved as Chair of the Audit committee, and the Chair of Council had been kept informed as far as possible consistent with her previously-declared conflict of interest.

Creating Our Future: Professor Wheeler reported briefly on progress -a fuller report would be brought

to the March meeting. The communications plan (led by Professor Kilburn) would be crucial to the project's success. There would be greater publicity across the University about the project starting in mid-February. It was questioned whether it was intended to seek input from external stakeholders, and Professor Wheeler commented that this was not planned as part of Stage 1 of the project, but would be important as thinking developed.

Resolved To record thanks to the Director of Finance, the Treasurer, the Head of Legal Services and the Insurance Officer for all their work in achieving a final and satisfactory settlement of the insurance claim.

49. **Report from the President of the Students' Union**

Received The report from the President of the Students' Union.

Ms Tanfield presented the report, and drew particular attention to the following:

- a 'top up fees' debate and consultation was being held, including an online survey on students' views; results of the discussions would be published on 2 February.
- the 2008 SEQ data was currently being analysed, identifying underperforming areas in SUSU and setting up consultations with different student groups to identify the causes of the weaker scores and enable improvements.
- the Athletic Union was organising the Varsity Cup against Portsmouth University, to take place on 22 February - this would be one of the largest student sporting events in the UK this year.
- she was delighted to report that Archbishop Emeritus Desmond Tutu would be visiting the University on 11 February as a guest speaker as part of a 'community festival' day.
- SUSU had now taken on responsibility for halls bars (with continued support from the University) - this would be a great challenge but was a very interesting project.

Professor Humphris affirmed the important role which SUSU was playing in respect of those students based off the Highfield site. Ms Tanfield had been with her on site visits to see how the student experience might be improved.

Resolved To note the President's report.

Section C: Principal items for discussion and decision

50. **Review of Health and Safety Management** (agendum 11)

Note: the papers for this item are confidential and restricted to members of Council.

Received A paper headed 'A Review of Safety Management Arrangements' from Revd Strike, University Secretary, dated 7 January 2009, with the following appendices: (I) Health and Safety Management Study, Niksten Consulting; (II) Curriculum Vitae for Mr David Whiting, interim Director of Health and Safety; (III) University Safety Adviser's commentary on the management study; (IV) Comments from the Consultative Group for Safety and Occupational Health; (V) Proposed *Modus Operandi* for the Health and Safety Audit Committee (VI) Interim Guidance on Disposal of Chemical Waste.

In Professor Kilburn's absence, Professor Nelson, former Chair of the Safety and Occupational Health Committee, presented the report, reminding members of the history behind the commissioning of the external review. When the University Executive Group (UEG) had received the report they regarded it as imperative to address with some urgency the most significant issues raised (including two operational issues regarding chemical waste and fire safety). UEG had therefore agreed to invest in significant additional resource for the Safety Office, including an appointment at Director level, recognising the need for strong leadership. In the interim an external consultant had been appointed, with the title 'Interim Director of Health and Safety' to support the University in working through its response to the recommendations. He drew attention to the comments from the University Safety Adviser and from the Consultative Group for Safety and Occupational Health (legally the recommendations were subject to a process of consultation with CGSOH). In summary he suggested that the main message from the report was that the University's Health and Safety function needed structural change and strong leadership.

Ms Rivaz, as the Chair of the new Health and Safety Audit Committee, echoed the need for urgency expressed in the report. Some serious issues were raised and it would be important to assess risk and prioritise those areas where action was urgently required. She emphasised the need for all members of

Council to be aware of their responsibilities in this area.

In discussion the following points were raised:

Members were pleased to receive the report and to see this placed as a high priority on Council's agenda. It was agreed that health and safety must be regarded as one of the University's highest priorities and the approach taken must be more than compliance.

It was suggested that the apparent 'territorial' division between Schools and the Safety Office picked up in the report in relation to 'embedded' safety advisers was a key issue. There were different ways of organising the structure but it was essential to have clarity for all involved about the lines of management and professional accountability.

It was explained that the University's structures had not developed from a risk profile, but on the basis of historical positions; it was now important to understand the risks and define the scope of what was required, and then decide the key actions.

Members with a hands-on appreciation of the situation in Schools confirmed that Heads of Schools were aware of their legal responsibilities, but needed assistance 'on the ground' from School Safety Officers to help them discharge these duties, and University procedures and specialist advice provided from the central Safety Office.

Having the right structure was important, but it was also essential that all members of staff, and students, were aware of their personal responsibilities for their own safety and the safety of others. How widely was this currently known? It was emphasised that there was a full training programme for senior staff, and the summary health and safety statement had been sent to all staff; however it was clear there was still much which could be done, including improving training for School Safety Officers and ensuring that all line managers were aware of their responsibilities.

All members recognised and emphasised that health and safety was a collective Council responsibility. Improved reporting and an effective Health and Safety Audit Committee would assist members in discharging these responsibilities.

Several lay members emphasised the need for Council to receive sharply focussed reports, with clear statements of what the problems and risks were, and what actions needed to be taken, in order of priority. Specific KPIs should be developed. (The 'traffic light system' and/or dashboards could usefully be adopted for this purpose).

One or two members asked if the work of the Health and Safety Audit Committee was going to be constrained by using this title - for example, might this prevent the committee from being engaged at a more strategic level? The Vice-Chancellor emphasised that it was not the role of Council to manage health and safety but to ensure that the University management was carrying out this function effectively. The terms of reference for the committee did not exclude more strategic involvement. Mr Killingley, as Chair of the Audit Committee, emphasised that his committee's remit was clearly regarded as wider than reviewing compliance.

The Registrar and Chief Operating Officer reminded members that in the new committee structure Council would receive regular reports from the Safety and Occupational Health Committee - the format of these reports could be reviewed to ensure that they provided information to Council in the most effective way.

Under this heading members were also advised that Professor Frank Gregory had found it necessary for personal reasons to resign as Chair of the Consultative Group for Safety and Occupational Health, and Council recorded thanks to him for all his work in this capacity.

- Resolved**
- (i) That the management report and responses, including the comments from the Consultative Group on Safety and Occupational Health, be noted;
 - (ii) That the functioning of the new Health and Safety Audit Committee be endorsed;
 - (iii) That the format of health and safety reports to Council should be reviewed to ensure that these provide information about risks and required actions in the most effective way;
 - (iv) That thanks be recorded Professor Frank Gregory for all his work in Chairing the

Consultative Group for Safety and Occupational Health since its inception in its current form in January 2001, and before that as Chair of the then Safety and Occupational Health Committee from January 1999.

51. **Financial monitoring 2008/2009** (Agendum 12)

51.1 **December 2008 Management Accounts (including a report on the capital programme)**
(Agendum 12.1)

Received The December 2008 Management Accounts, with a covering paper from the Deputy Director of Finance, together with a comparison of School and Professional Services salary costs for 2007/08 and 2008/09, and a report on the financial aspects of the capital programme. The paper circulated for agendum 17 was also considered under this heading.

The Director of Finance presented the management accounts and was pleased to report a reasonable start to the 2008/9 financial year. The news on international student fee income was positive and it appeared that the growth in salary expenditure had slowed. A query was raised about the apparent shortfall in respect of the Development Office, which would be covered under Agendum 18.

With regard to the financial aspects of the capital programme the Director of Finance advised members that the programme remained within the overall envelope of £252million originally agreed by Council. The University had successfully argued for some non-business zero rating of projects, and there would be substantial VAT savings on the Mountbatten Building. There was however an overall overspend on the Mountbatten Building; this was partly because the costs of the re-cant, servicing, and hook-up of equipment had been significantly underestimated, while the base build contract was approximately £3million over budget. Work was currently ongoing to understand the true level of the overspend. Although it could not proceed in its original form, and non productive expenditure to date had been written off, the Faraday project remained in the capital programme, given the need to provide appropriate space and facilities for the School of Civil Engineering and the Environment. The balance of funding currently available for this was £15 million, but it was likely that any viable option would cost more than this. Therefore there remained a significant financial risk.

Professor Wheeler presented his report on the capital programme circulated as agendum 17. The capital programme was well underway. The University was now aware of and understood the difficulties and risks involved in the programme, and had management structures in place to deal with these. Many of the projects had budgets set below the original estimates and he was pleased to report that the overall management reserve had increased by £2.8 million. The Mountbatten project was however over budget, as indicated by the Director of Finance above. A report on 'lessons learned' would be undertaken as part of the Gateway process. With regard to the Faraday project, although this was a significant budget risk the situation presented opportunities to consider strategic options for the School, and what type of estate/building would be most appropriate for their business needs.

He was pleased to highlight a number of key achievements, particularly the completion of the Tenovus refurbishment at the SGH (which had been required as a result of an HSE Enforcement notice) and the extension of temporary planning permission for portacabins constructed after the Mountbatten fire for a further three years.

The Building 85 project was well underway, although there were issues about contractor performance. There was approximately a ten-week delay on the project and "Plan B options" were being discussed, to seek to ensure the continuity of academic business in Autumn 2011 if the delays could not be reduced.

The global economic situation did cause concerns, particularly regarding the possibility of contractor failure (the University was now scrutinising contractors' financial liabilities much more carefully); however the current conditions were also favourable to procurement.

Work continued in respect of relationships with Southampton Universities Hospitals Trust. The Trust and the University were trying to put their relationship over space usage into formal legal agreements. Discussions had been raised to CEO level through regular monthly meetings.

Resolved (i) To note the Management Accounts December 2008.
(ii) To note the reports on the capital programme from the Director of Finance and Professor Wheeler.

51.2 **University Cash Position 31 December 2008** (Agendum 12.2)

Received A report from the Director of Finance entitled University cash projections 31 December 2008, dated 16 January 2009.

The Director of Finance explained that the projections presented were stress testing the University's cash position on the most pessimistic basis. The University had concentrated its cash holdings into banks which were regarded as 'too big to fail' and had not suffered any counterparty failure, but risks remained in the current climate.

Resolved To note the report.

52. **HEFCE 'Single Conversation' Annual Accountability Returns 2008 : Financial Commentary on past Performance and Future Prospects** (Agendum 13)

Received The HEFCE 'Single Conversation' Annual Accountability Returns 2008 Financial Commentary on past Performance and Future Prospects, dated 28 November 2008, as submitted to HEFCE in November 2008.

It was pointed out that the Forecasts for 2008/09 – 2011/12 had assumed a particular value for the national salary award in 2009/10.

Resolved To note the Annual Accountability returns as submitted to HEFCE in November 2008 .

53. **Comparison of Southampton and Other Russell Group Institutions Based on 2007/08 Financial Statements** (Agendum 14)

Received A report from the Director of Finance setting out a comparison of Southampton and other Russell Group Institutions based on 2007/08 Financial Statements, dated 2 January 2009.

The Director of Finance presented the report, reminding members that Council had requested such a comparison at its July meeting. Seven institutions – Bristol, Leeds, Liverpool, Newcastle, Nottingham, Sheffield and Warwick had been selected for the comparison.

Picking up on a comment in the report that the University missed opportunities to expand funded teaching activity in the early years of the century, there was a brief discussion about the capacity for the University now to increase undergraduate student numbers and the constraints on this. It was noted that discussions about the preferred shape of the University and the 'mix' of students would be part of the 'Creating Our Future' project. The outcomes might vary from School to School, but would be agreed as part of the overall planning process. Expansion would have space implications, and different types of students would require different configurations of learning space. The benefits of the current strategy to focus on improving the quality of the student intake (in terms of A level grades or equivalent) were emphasised - this had led to a significant increase in applications.

Resolved To note the report.

54. **InEx Update** (Agendum 15)

Received A report from Professor Wheeler headed 'Report to Council on Progress of the InEx Review' dated January 2009.

Professor Wheeler presented the report and was pleased to advise that steady progress continued in respect of both income and expenditure. The key issue now was 'closing the gap', to secure the additional savings of £5million, £10million or £15million. It was now clear that while £5million could be saved next year, to find £15 million would require fundamental restructuring of the University's administration, and a focus on academic performance review.

Resolved That the report be noted.

55. **RAE 2008 –Results and Preliminary Analysis of Financial Implications** (Agendum 16)

Received A paper from Professor Nelson and the Head of Corporate Planning entitled 'Research Assessment Exercise 2008 – Results and Financial Implications' dated 15 January 2009.

The issues raised in this paper had been covered during the opening presentation. It was noted that despite the University's pleasing performance overall the situation was very worrying financially. The financial outcomes would be formally known on 5 March 2009. The University had set in place mechanisms to begin internal reviews in all Schools which had underperformed relative to their own aspirations or those of UEG.

Resolved That Council should receive a follow-up report at the March meeting.

56. **Update on capital programme** (Agendum 17)

See under minute 51.1.

57. **Development Activities** (Agendum 18)

Received A report from the Director of Finance headed Financial Analysis of Development Office Activity 2007/08, dated 23 January 2009, together with the Southampton University Development Trust Financial Statements.

Members were reminded that, following the presentation from the Development Trust in November, Council had requested sight of the Development Trust's audited accounts, which were circulated. The intention had been to have a discussion about the broader financial issues associated with fund raising; unfortunately however the Director of Development was unable to attend the meeting for personal reasons. There had been a full debate at the Finance Committee, but rather than reporting on this in Mr Munson's absence it was proposed to defer the substantive discussion to the next meeting of Council.

Resolved That the papers be re-circulated to form the basis for a substantive discussion at the March meeting of Council.

58. **Human Resources Issues** (Agendum 19)

58.1 **Pay bargaining**

Received A paper from the University Secretary dated 7 January 2009 and headed 'pay bargaining'; [A revised version of the paper and covering note prepared following the Council Officers' pre-meeting, strengthening references to performance review in the list of principles on which the University's pay structures should be based, was tabled].

The University Secretary highlighted the key issues raised in the paper: whether or not the University should remain in the UCEA 'pay club' and the need to prepare a 'plan B' in case the national bargaining position should break down, and the desirability of reviewing the University's own pay structures.

Attention was drawn to the strengthened references to performance management included in the revised version of the paper. It was emphasised that performance management was already a priority for the University, through the InEx workstream led by the Vice-Chancellor. A timetable was in place for the conduct of performance and development reviews for all academic staff, based on metrics. Professor Nelson had met with all Heads of Schools to reinforce the message and there was very positive engagement across the board.

The Vice-Chancellor updated members on the national position on pay bargaining (particularly relationships with UCU) and the pay claim currently being put forward by UCU. Despite likely difficulties he was still of the view that it was preferable to pursue national pay bargaining. Members agreed that, given current circumstances, now was not the right time to make a change. Would it be possible to opt out at a future point in the current negotiations? It was explained that the University was not legally bound to UCEA, and so technically could withdraw at any time (although UCEA would maintain that there was a moral obligation to follow through on the initial commitment).

Resolved

- (i) That the University of Southampton opt in to the UCEA Pay Club for the 2009 national pay bargaining round (which will include negotiations on any cost of living award), so long as UCEA is able to conduct those negotiations and the mandate is acceptable.
- (ii) That at the same time a local University pay bargaining team should seek to negotiate any necessary changes to the University's own local pay and grading structures guided by Human Resources Committee, based on the following continuing principles:

- To use PPDR on a common timetable to drive outputs at an individual level so that:
 - (a) high performers are recognised and rewarded;
 - (b) poor performance is effectively managed and in a timely way.
 - To help recruit and retain the best available staff within reasonable cost limits.
 - To promote fairness and minimise inequalities and equal pay risks.
 - To meet the requirements of Employment Law e.g. age regulations
 - To more effectively control staff costs.
 - To communicate the total reward package as effectively as possible.
- (iii) That preparations for full local bargaining continue, should this be required in the light of a breakdown of the national relationship.

58.2 Review of Human Resources Strategy (Agendum 19.2)

Received A paper from the University Secretary headed 'Review of the 2004-2010 Human Resources Strategy' dated 9 January 2009, including the report from the Office for Public Management (OPM) 'Review of the Delivery of Southampton University's HR Strategy 2004-2010'.

It was agreed that the next stage of the Human Resources strategy should be built into the overall strategy to be developed through the 'Creating Our Future' project.

- Resolved**
- (i) That the OPM report 'Review of the Delivery of Southampton University's HR Strategy 2004-2010' be noted.
 - (ii) That the learning points which have emerged in the report should be acted upon through an action plan agreed with Human Resources Committee by the acting HR Director.
 - (iii) That an HR strategic statement should be sought as part of the 'Creating Our Future' development framework presented to Council in November 2008.

58.3 Pensions

This matter had been covered under minute 48.

59. Review of the Careers Service (Agendum 20)

Note: the papers for this item are confidential, restricted to members of Council only

Received The executive summary from the Independent Review of the University of Southampton's Careers Service, dated 16 September 2008.

The Chair enquired about the financial implications of the proposals. The Registrar and Chief Operating Officer indicated that, while the ongoing costs were difficult to calculate it was unlikely they would be significantly different to the costs of the current operation. There could however be some transitional costs as a result of changes in focus and delivery.

Ms Tanfield commented that she was very pleased to see the planned development of the Careers Service, which were needed to improve student employability etc,

Resolved To note the report and the University's intention to review the current remit of the Careers Service with the aim that the Service should become a centre of excellence in employability, enterprise, graduate employment and employer engagement.

60. University Enterprise Network (UEN) (Agendum 21)

Received A paper headed 'University Enterprise Networks (UEN) STEM Summary, from the National Council for Graduate Education.

The paper concerning the University's participation in the Science, Technology, Engineering and Maths (STEM) UEN was presented for note at this stage; discussions were underway with all the partners, and the Vice-Chancellor would be attending a meeting on 29 January. There were both financial and governance implications in the proposals but the full details were as yet unclear.

Resolved To note the report.

61. **Spitfire Mitchell Trust** (Agendum 22)

Received A paper from the Deputy Director of Finance dated 22 January 2009, proposing the deregistration of the Spitfire Mitchell Memorial Fund as an independent Trust and the transfer of its assets and the purpose of the charitable Trust to a specific endowment fund within the University.

The Director of Finance presented the paper concerning the proposed future arrangements for the Spitfire Mitchell Memorial Trust Fund, now that the management of this had been transferred from Hampshire County Council to the University. It was emphasised that under the proposed arrangements the title "Spitfire Mitchell Memorial Fund Scholarship" would be retained for awards made. The Treasurer confirmed that the recommendation had been endorsed by Finance Committee.

Resolved That that the Spitfire Mitchell Memorial Fund be deregistered as an independent Trust and that its assets and the purpose of the charitable Trust be transferred to a specific endowment fund within the University.

62. **Reports from the meeting of University Executive Group** (Agendum 25)

62.1 **3 December 2008** (Agendum 25.1)

Received A report from the above meeting of University Executive Group.

With regard to item 4 'Schools' Dashboards' it was noted that there were issues about producing these as current systems for doing so were very resource intensive. Further thought would be given to this. Information for Council needed to be brief and clear.

In connection with item 8, review of health and safety structures, Council endorsed UEG's thanks to Professor Nelson for his work during his period as Chair of Safety and Occupational Health Committee.

Resolved (i) That thanks be recorded to DVC Nelson for his work as the Chair of the Safety and Occupational Health Committee over a period of four academic sessions, and his contribution to the area of health and safety.
(ii) To note the report from UEG on 3 December 2008.

62.2 **14 January 2009** (Agendum 25.2)

Received A report from the above meeting of University Executive Group.

Attention was drawn to the item regarding the Wolfson Foundation and IfLS Building. The University had been awarded £500k from the Wolfson Foundation, against an original bid for £3million. The capital programme could not be extended to provide additional funding and the shortfall could not be met simply by the University plugging the gap. Arrangements were therefore being put in place for the two Schools involved to engage in a substantial fund-raising programme, underwritten by the funds earned by the relevant parts of the University through the indirect costs on research activity.

Resolved To note the report from UEG on 14 January 2009.

63. **Minutes of the meeting of the Audit Committee 10 November 2008** (Agendum 26)

Received The unconfirmed minutes of the above meeting of the Audit Committee (an oral report from the meeting had been given at Council in November 2008).

Resolved To note the minutes of the meeting of the Audit Committee on 10 November 2008.

64. **Report from the Nominations Committee** (Agendum 27)

(Dame Valerie left the room for this item, and in the absence of the Vice-Chair, the Vice-Chancellor took the Chair).

Received A report from the Registrar and Chief Operating Officer on behalf of the Nominations Committee, dated 28 January 2009, concerning the proposed re-appointment of Dame Valerie as Chair of Council (tabled).

The Registrar and Chief Operating Officer presented the paper concerning the proposed re-appointment of Dame Valerie as Chair of Council. He explained that, in anticipation that the meeting of the Nominations Committee on 28 January would not be quorate given Dr Deuchar's resignation and the need to exclude Dame Valerie from discussions on this matter, he had sought the views of the committee (excluding Dame Valerie) by e-mail. He was delighted to report that members unanimously recommended that Dame Valerie be re-appointed for a further three years. At the end of this time steps would be taken exceptionally to extend her period of office to 31 July 2012 so that the period of office of her successor could be aligned to the usual start date of 1 August (Statutes Section 6(2) stated that the Chair 'shall not normally hold office for more than six years').

Under this heading (and in Dame Valerie's absence) it was questioned whether the University should consider introducing remuneration for the Chair of Council. The Registrar and Chief Operating Officer explained that this had been resisted in the past (both by Council and University management) because it would change the nature of the relationship, but could however be reconsidered. He would discuss this further outside the meeting in the first instance.

Resolved That Dame Valerie Strachan be reappointed as the Chair of Council for a further period of three years from 24 March 2009 to 23 March 2012.

65. **Key Performance Indicators: update on 'red' KPIs** (Agendum 31)

It was noted that issues raised in the update on 'red' KPIs had been covered elsewhere on the agenda.

Resolved To note the update on 'red' KPIs.

66. **Summary statement of health and safety policy** (Agendum 32)

Members were reminded that at the last meeting it had been wrongly stated that the single page statement of health and policy had been approved by the Safety and Occupational Health Committee (SOHC), whereas the document must formally come to Council for review and approval. It had been agreed that the document would be brought forward to the January meeting and was now submitted for approval. The changes proposed at this stage were largely stylistics/grammatical.

It was pointed out that the report from the review of Health and Safety Management recommended a more far-reaching review of the statement, and a question was raised as to how this would be taken forward and whether a deadline could be set for the revised version to come to Council. It was explained that a review of the statement would be considered alongside the other recommendations in the report, for which a timeline had not yet been set. In the meantime it was important that the University had an approved summary statement - hence the proposal to retain the existing, but slightly amended, version until the more substantive review was completed

Resolved That the amended Summary Statement of health and safety policy be approved

67 **Sealing of Documents** (Agendum 33)

Received A paper listing the documents sealed since the last meeting of Council.

Resolved To note the list of sealed documents.

68. **Valedictions**

The Chair reported with regret that both Dr Stephen Deuchar and Mr Bob Purkiss had found it necessary to tender their resignations from Council, Dr Deuchar with effect from 14 January 2009 and Mr Purkiss with effect from 29 January 2009. Dr Deuchar had been a Class 2 member of Council since July 2004, and had served as a member of the Nominations Committee. Mr Purkiss had served as a Class 2 member since July 2002 and had also assisted the University as a member of Human Resources Policy Committee. Members joined the Chair in thanking Mr Purkiss and Dr Deuchar for their service.

+++++