

Minutes Unrestricted

Meeting title: Council (awayday)

Date: Thursday 30 September 2010

Time: 12.40pm

Location: Wide Lane sports pavilion

Present: Dame Valerie Strachan (*Chair*), Mr M Burrow, Professor IC Cameron, Mr B Fitzjohn,*
Mr R Henderson, Professor B Makhoul, Professor D Nutbeam, Mr T O'Brien, Professor W Powrie,
Ms R Rivaz, Mrs H Smith, Mr M Snell, Mr J Trewby and Professor AA Wheeler

In attendance: The Registrar and Chief Operating Officer, the Chief Financial Officer, Professor PA Nelson, and
Dr KA Piggott

* not present for restricted business

The Chair welcomed members to the meeting, which formed part of the Council's annual awayday. She invited members to declare any conflicts of interest; no such declarations were made.

1 **Obituary**

The Chair was pleased to advise that there were no obituaries on this occasion.

2 **Council Standing Orders**

Received A paper from the Registrar and Chief Operating Officer dated 15 September 2010 setting out proposed amendments to the Council Standing Orders for 2010-11.

Changes to the Standing Orders included:

- Clarification of the word 'appointment' to put into effect Council's previous decision that the specification related to restricted business should not apply to discussion of staff appointments to Council and its committees. (As the unamended Standing Order reflected the wording in Statute 3, an amendment to Statutes would be sought in due course).
- Extension of the requirement to complete a register of interests form to members of new advisory groups.
- Reference to the new title 'Director of Legal Services' to replace 'Director of Corporate Services'.

Resolved That, subject to the correction of a typing error in paragraph 12, the revised Standing Orders of Council dated September 2010 be approved.

3 **Statement of the Council's Primary Responsibilities and delegated and related matters**

Received A paper from the Registrar and Chief Operating Officer dated 21 September 2010, headed Statement of the Council's Primary Responsibilities and delegated and related matters.

A revised Statement of Primary Responsibilities and delegated and related matters would be presented to Council in December, as part of the final proposals from the governance review. Until then, the existing Statement remained in force, with some minor amendments to ensure consistency with the University's main constitutional documents, in respect of cross referencing to Statutes and Ordinances and changes to post titles.

Noted The current position with regard to the Statement of the Council's Primary Responsibilities and delegated and related matters.

4 **Minutes of the meeting held on 8 July 2010**

Resolved That the Minutes (unrestricted) of the above meeting be approved and signed, and that the non-confidential minutes may now be published on the SUSSED group site.

5 Matters arising (not covered elsewhere on the agenda)

5.1 Changes to the University's Charter and Statutes (minute 126.1)

The changes to the Charter and Statutes had been approved by the Privy Council on 21 July 2010.

6 Publication of unrestricted papers

The Chair advised that three sub-sections of the Vice-Chancellor's report should be regarded as commercial in confidence, restricted to members of Council, and should be withheld from publication.

Resolved That those unrestricted papers not designated as confidential to Council should be published on the open access site.

7 Review of University Research Income (agendum 7)

Received A paper from Professor Nelson headed 'review of University research income' dated 20 September 2010.

Professor Nelson reminded members that Council had asked at the last meeting for this more detailed report, and invited comments and questions. In discussion the following points were raised:

- It was questioned why the University's research performance had previously slipped against that of its comparators. Professor Nelson indicated that there was no easy answer. The University's very good performance in RAE 2001 and the resulting financial allocations to Schools may have reduced the impetus to seek additional research income. The University had now taken actions to address these issues.
- The report included recommendations about staff performance management, and it was questioned how it was intended to balance the requirements for research and teaching excellence. Professor Nelson emphasised that there was a commitment to research-led teaching. Specific arrangements were managed at the local level, and individual negotiations were possible.
- Faculties/disciplines now recognised the issues and had effective plans for growth, supported by effective University-wide administrative support systems.
- It was emphasised that it was important to keep benchmarking externally – it was essential that the University improved research income generation more quickly, and to a higher level, than its comparators.

Council thanked Professor Nelson for a very helpful report.

Noted The report.

8 Report from the Nominations Committee , 30 September 2010 (agendum 10)

Received A report from the above meeting of the Nominations Committee (tabled).

The Registrar and Chief Operating Officer presented the paper, which put forward a proposal for a new member in Class 2. Dr Piggott apologised that there was an error in the list of members present at the meeting – a corrected version would be circulated with the minutes.

Members discussed the arrangements for identifying prospective lay members. The Chair indicated that this was a rolling process and a number of names were currently under consideration; however it was now thought important to take a more systematic approach, and the possibility of employing headhunters was being discussed, particularly with a view to increasing the diversity of membership. Members supported this approach. The Chair would report on progress at the next meeting.

The Chair reminded members that, when Standing Committee of Council ceased to meet on a regular basis, responsibility for appointments to committees of Council had been passed to the University Executive Group. However, as the role of some of these committees was to hold the executive to account, it was now considered to be more appropriate, procedurally, for such appointments to be

considered by the Nominations Committee. The Nominations Committee's terms of reference would therefore be amended accordingly; this would be taken forward as part of the governance review.

Resolved That Dr David Price be appointed as a Class 2 member for an initial period of three years, commencing on 1 October 2010.

9 Minutes of the Audit Committee 5 July 2010

Received The minutes of the above meeting of the Audit Committee.

Mr Burrow had no issues to highlight from the July meeting of the Audit Committee. He gave a brief oral report from the meeting which had taken place on 22 September, highlighting the following:

- The new internal auditors, PricewaterhouseCoopers, had attended their first meeting and presented the audit schedule for the coming year. Mr Burrow commented that he saw considerable advantages in having this fresh input at a significant time of change for the University.
- The committee had received an oral report from Mazars in advance of the presentation of the annual accounts in November –the figures were in line with the initial forecasts. An issue in respect of the accounts for the Science Park, relating to one building which was currently unoccupied, was under further discussion.
- The committee had received a helpful report from the Chief Financial Officer on general asset investments and cash deposits over the financial year 2009/10.

Noted (i) The minutes of, and decisions taken by, the Audit Committee on 5 July 2010.
(ii) The oral report from the meeting of the Audit Committee on 22 September 2010.

10 Development Trust and transfer of responsibilities

Received A paper from the Director of Legal Services and the Director of Development and Alumni Relations, dated 22 September 2010 concerning the status of the Southampton University Development Trust (SUDT).

It was noted that the Trustees of the SUDT had previously agreed to transfer their duties held by the Trustees to the University as sole corporate Trustee. Resolutions had been passed to appoint the University as corporate trustee of the permanent endowment funds and to authorise the execution of the documents necessary to give effect to the transfer of funds to the University. The Charities Commission had been advised of the change; however SUDT remained on the Charities Register in order to process existing standing order arrangements and legacy gifts.

While noting the change, members raised a number of questions about the arrangements under which the University would discharge its functions as corporate trustee, and sought information about the purposes of the Trust. The Chief Financial Officer therefore undertook to discuss with the Director of Legal Services and arrange for a further report to be brought to the next meeting.

Noted The report and the transfer of the duties held by the Trustees of SUDT to the University as sole corporate Trustee.

Resolved That a follow-up report would be brought to the next meeting to give information about the arrangements under which the University would discharge its functions as corporate trustee, and including information about the purposes of the Trust.

11 Vice-Chancellor's report (agendum 14)

Received A written report from the Vice-Chancellor, dated 28 June 2010.

The Vice-Chancellor presented a written report under the following headings:

- Lloyds Register partnership/Maritime Centre of Excellence
- Education in South Johor
- Dalian Polytechnic University in China
- Success in the World University League Tables

The University had been ranked as one of the top 100 universities in the world, according to both the QS World University League Rankings and the Times Higher Education league table.

Members discussed the methodology of the league tables, the use of the data for marketing and the use the university made internally of data from student feedback.

- Development and Alumni
- New Research Awards
- International Curriculum Innovation Conference to be hosted at Southampton
- Minister of State for Universities and Science Visit
- Press coverage since the last meeting of Council

Noted The Vice-Chancellor's report.

12 **Minor amendment to statement of health and safety policy** (agendum 16)

Received A paper from the Registrar and Chief Operating Officer, dated 21 September 2010, reporting action take by the Chair on behalf of Council to approve a minor amendment to the health and safety policy statement.

Noted The action taken by the Chair

13 **Valedictions**

On behalf of all members the Chair thanked Professor Powrie for his service and input to council since his appointment in 2007 - he was attending his last meeting, having come to the end of his term of office as a Class 3 member,

In his absence she also thanked Professor Williams for his service as a class 3 member since November 2004. As Professor Williams would no longer be a member of Senate in his new role as Vice-Provost, he would no longer serve on Council as a member appointed by the Senate.

CC9/3 KAP 3.10.10