

Minutes

Meeting title: Council

Date: Thursday 9 July 2009

Time: 5.00pm

Location: The Council Room, George Thomas Building

Present: Dame Valerie Strachan (*in the Chair*), Professor I T Cameron, Professor N H Foskett, Mr R Henderson, Professor R Holdaway, Mr A J Jukes, Professor M H Kelly, Dr V Lawrence, Mr P Lester, Professor J D Kilburn, Mr M Killingley, Mr S O'Reilly*, Professor W Powrie, Dr M Read, Professor Sir William Wakeham, Mr A J Walker and Professor A A Wheeler

In attendance: The Registrar and Chief Operating Officer, the Director of Finance, Professor AD Fitt, Professor PA Nelson and Dr K A Piggott

* not present for restricted business

Unrestricted

Dame Valerie was pleased to welcome Mr Roger Henderson, a new member of Council in Class 2, and Mr Steve O' Reilly, the new President of the Students' Union, each attending his first meeting.

On behalf of Council Dame Valerie formally congratulated the Vice-Chancellor on the award of a Knighthood in the Queen's Birthday Honours for services to chemical engineering and higher education, and Professor William Powrie on his election as a Fellow of the Royal Academy of Engineering.

She sought, and obtained agreement to, the items identified for discussion as double starred on the agenda, explaining that agendum 17.4, minor amendment to Health and Safety policy statement, had been changed to a single star, as approval in principle was now sought rather than a formal change in the health and safety policy statement; also agendum 46, update on requests for determination, as this was for note only.

Dame Valerie asked members aware of conflicts of interest relating to any items on the agenda to make these known. The Vice-Chancellor indicated that all members of University staff would have a conflict in respect of items related to the pension schemes.

Because of pressures of timing in scheduling other meetings during the day there were no presentations on this occasion. Dame Valerie emphasised that this would not set a precedent –the presentations were a very helpful way of informing Council members about the wider business of the University.

129. Obituaries

The Chair announced with regret the death of the following member of the University and asked Council to stand as a mark of respect:

Angela Dempsey, a Chargehand at Wessex Lane Halls, in June 2009.

130. Minutes (unrestricted) of the meeting held on 20 May 2009

Resolved That, with the addition of Dr Read's name to the list of members present, the unrestricted minutes of the meeting held on 20 May 2009 be approved and signed.

131. Matters Arising

131.1 University Enterprise Network (UEN) (minute 78.3)

The Vice-Chancellor reported that, after considerable delays, the agreement in principle to establish the UEN had been signed. DVC Nelson commented that the University was proposing to the UEN that they

fund a new post in Electronics and Computer Science related to work with BAE – the success of this would be a measure of the likely benefits of the UEN for the University. Professor Humphris was also engaged in discussions with Microsoft about the possibility of student placements.

131.2 Vice-Chancellor's report: Economic Challenge Investment Fund

The Vice-Chancellor was still seeking additional feedback from HEFCE as to why the bid to the Economic Challenge Investment Fund had not been successful, and the Regional Funding Adviser had agreed to come to the University to discuss this.

131.3 Voluntary Severance Scheme

A good number of applications had been received and these would be considered by the Premature Retirement Compensation Scheme (PRCS) Committee on 24 July.

132. Vice-Chancellor's report

The Vice-Chancellor reported under the following headings:

'Swine Flu': Members were advised that the University was using the current situation as a trigger to consider its plans for business continuity, particularly addressing situations in which absence of a significant number of key staff in specialist facilities could cause major difficulties.

Data centre and associated issues: The Vice-Chancellor flagged that Council would need to consider the issues related to the data centre at a future meeting, as this would be a very high priority for the next capital plan. Two recent incidents (a virus attack and a major power outage in Southampton) had further illustrated the University's vulnerability in this area. Dr Read asked whether consideration had been given to outsourcing this activity. Professor Wheeler explained that a forensic appraisal had been undertaken over two years and had determined that this would not be appropriate. The University's need for high performance computing meant that outsourcing would not be practical. Also external providers were pricing energy costs very highly, and VAT would be payable if an external provider was used. It was agreed that Professor Wheeler would discuss this further with Dr Read outside the meeting.

National Teaching Fellowship: The Vice-Chancellor was delighted to report the award of a National Teaching Fellowship from the Higher Education Academy to Dr Faith Hill, Director of the Division of Medical Education, School of Medicine.

Fellows of the Royal Academy of Engineering: He was also delighted to report that along with Professor Powrie previously mentioned, Professor Steve Elliott, Director of the Institute of Sound and Vibration Research; and Professor David Richardson, Deputy Director of the Optoelectronics Research Centre, had been elected as Fellows of the Royal Academy of Engineering.

Amendments to the Statutes: On 30 April 2009 the Privy Council had approved the changes to Statutes which had had their second reading at Council in July 2008.

Procedures for governing research misconduct: An interim procedure had now been developed and was being taken through the committee structure by electronic means; the intention was to have the interim procedure in place for the 2009/10 academic year, and then work through a more detailed consultation process as necessary.

National Pay negotiations and Pensions issues: The Vice-Chancellor reported on the current position. Dame Valerie thanked him for keeping Council informed of developments.

133. Report from the President of the Students' Union

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

It was noted that the report circulated was the last prepared by Ms Tanfield but would be presented by the new President. Mr O'Reilly was pleased to draw attention to the appointment of the new General Manager for SUSU, Ms Jaki Booth, who was currently General Manager of Birmingham University Students' Union. He also reported that a consultation process had been initiated with the local community, as SUSU was seeking a 3.00am licence for the Cube Nightclub and the Stags Head bar.

Noted The President's report.

134. Financial monitoring

134.1 University Management Accounts 2008/09 May 2009 (Agendum 10.1)

Received The May 2009 Management Accounts (including an analysis of the financial aspects of the Capital Plan, and the University cash flow and investment deposit) with a covering paper from the Director of Finance.

The Director of Finance presented the management accounts and was pleased to highlight the improvements in the financial position which had occurred over the year, resulting in the projection of a small surplus on normal operations (with the final receipts of the insurance claim shown as an exceptional item). The University had exceeded many of its income targets without corresponding cost increases, and it was clear that the underlying position was strong. There were still some uncertainties related to the timing of recognition of depreciation charges for the equipment purchased for the Mountbatten clean room which could affect the final figures. Also the costs of voluntary severance decisions made in July under the current voluntary severance scheme would be recorded in the 2008-9 financial statements, although staff departures would not take place until 30 September 2009. These uncertainties meant that the exact extent of the surplus on normal operations could not yet be defined. The capital programme for existing projects was broadly on target financially, although the base build costs for the Mountbatten building were above what had been hoped. The current plan did not include provision for work relating to the data centre. The current cash position was strong (£134.7 million), the result of slower than expected capital spend and the receipt of the final sum in settlement of the insurance claim.

The Treasurer confirmed that the current position was strong, and was pleased that a culture of 'good stewardship' had been embedded, which would stand the University in good stead as it faced the inevitable difficulties which would arise from cuts in public finances.

Dame Valerie highlighted the 10% overrun on the Mountbatten project and asked whether there were lessons which could be learned. Professor Wheeler commented that within the current Gateway process under which all the capital projects were managed, Gateway 8 for each project was 'review and lessons learned'; however it would be about a year before the Mountbatten project reached that stage – a report could be brought to Council at that point. The major issue in setting up the project had been the need to initiate, design and build a very complex building within a very short timescale. The key lessons learned would relate to defining and scoping projects, and the best ways to engage with users.

Members congratulated the executive team for their achievements in steering the University to this strong financial position. This would stand the University in good stead for the future.

Resolved (i) That the Management Accounts May 2009 be noted.
(ii) That the report of 'lessons learned' from the Mountbatten project should be brought to Council in due course.

134.2 Update on the capital programme (Agendum 10.2)

Received A report headed 'Report to Council on the Capital Programme' from Professor Wheeler, dated July 2009.

Professor Wheeler presented the report, and was pleased to advise that the programme was well underway. The management reserve had increased to £10.3m. This was the result not only of good management but also the fact that the University had benefited from the reduction in the rate of VAT, and competitive market conditions as a result of the economic downturn. Work was now in hand to begin to consider and plan for the end of the current programme and the possible next phases, including the demolition and decommissioning of Boldrewood in preparation for Lloyds Register's work to start in 2011. Two significant pieces of business were outstanding: (i) the identification of an appropriate location for the School of Civil Engineering and the Environment (recognising that the construction cost for this project was likely to exceed the remaining budget allocation for the Faraday Tower within the capital programme); and (ii) the need for a new data centre, which was now identified as the number one priority, but which was not included in the current capital plan. The intention was to bring to Council in November an options appraisal for the north-east quadrant of the Highfield campus

to address these two issues (and which would include funding proposals). As previously agreed, Professor Wheeler would discuss with Dr Read outside the meeting issues related to outsourcing in respect of the data centre.

- Resolved**
- (i) That the update report on the capital programme be noted.
 - (ii) That an options appraisal for the north-east quadrant of the Highfield campus, to address the issues relating to the location of the School of Civil Engineering and the Environment and the new data centre, should be brought to Council in November.

135. **University budget 2009/10** (Agendum 11)

Received The proposals for University budgets and financial plans for 2009/10, with a covering note from the Director of Finance dated 19 June 2009.

The Director of Finance presented the paper, highlighting that the proposals resulted in an overall recommendation for a deficit budget for the University of £7.2 million. However this included £12.9 million depreciation for replacement equipment in the clean rooms. Excluding this the underlying surplus would be £5.7 million. The budget proposal assumed a salary award of 3% and an increase in USS contribution rate of 1%, but it now seemed more realistic to look to a salary award of less than 1% and expect that the University would be taking on the full 2% increase in USS contribution rates. On these revised assumptions the University would save c. £4 million. It had been agreed that savings on the salary award would be retained centrally, with Schools' targets being adjusted accordingly. This would be difficult for Schools, but it was recognised that the University would be facing difficult times. One possibility would be that any savings from the salary award could be used to fund capital developments (see comments on the data centre above). The major risks in 2009 related to the effects of cuts in public spending, salary costs and pensions, additional capital costs, such as the construction of a new data centre, and potential volatility in the international student market. Some of the uncertainties should be resolved in the Autumn, and so it was proposed to review the figures at that time and then bring a further report to Council in November, along with the financial statements for 2008/09 and the HEFCE five year financial projections.

In discussion the following points were raised:

It would be important to ensure that the message was spelled out clearly within the University that any savings on the salary award were being brought back into central funds to provide against hard times ahead.

Savings generated through the voluntary severance scheme would not affect the financial outturn until 2010/11, as in 2009/10 the salary savings would be matched by the costs of the scheme.

Were increases in student numbers fully reflected in costs, and was there a danger that increased numbers could lead to a reduction in the quality of the student experience? The Director of Finance commented that all increases in student number were fully funded this year. Schools had planned carefully, and were replacing unfunded or less well funded activity with that which was fully-funded or more profitable. It was correct that staff: student ratios had reduced but student number increases were primarily in areas where there was spare capacity (for example WSA and Physics). Concern about the effects on the student experience was legitimate but every effort was being made to ensure that resources were being utilised as effectively as possible to militate against such difficulties.

It was confirmed that in order to attain long-term sustainability significant structural change would be required. For sustainability the University would look to secure a surplus of c.5% of turnover. This was an issue for the whole Higher Education sector, not only Southampton.

- Resolved**
- (i) That the University budget showing a headline deficit of £7.2 million, but an underlying surplus of £5.7 million (after allowance for the increased depreciation charge on clean room equipment) be approved.
 - (ii) That the individual targets for budgetary groups contained in Appendix 4 of the circulated paper be approved.
 - (iii) That the volatile financial assumptions should be revisited in early October 2009 and compared with actual experience and that a report should be made to Council in November.

136. Projections of University Income and Expenditure to 2012/13 (Agendum 12)

Received A paper from the Director of Finance headed 'Longer Term Financial Projections – changes in expectations of public financial support', dated 22 June 2009.

The Director of Finance presented the paper, explaining that this projected the University's income and expenditure on the basis of a modest reduction in public support for higher education ('Moderate Case') and a more severe reduction in this support ('Severe Case'), contrasted with the current five year projections submitted to HEFCE in November 2008 ('Base Case'). Thinking now suggested that the 'moderate case' was rather optimistic, and the 'severe case' was a more mainstream version of what was possible/likely. Under the severe case, the University was predicted deficits in 2010/11 onwards, with a significant deterioration in the cash position.

He explained that there were two significant weaknesses in the analysis as presented:

(i) The analysis assumed that University management would not be taking action in response to the deteriorating position so, for example, there were no assumptions built in about cost-cutting measures such as structural changes. Clearly this would not be the case in practice and management would be active in reducing expenditure as a result of lower HEFCE grant or the reduction in grant and contract funded research activity.

(ii) It was assumed that there would be no further investment by the University in capital development once the current capital programme had been completed. However, this was simply not feasible, as the University was already aware of a number of major capital initiatives which needed to be taken forward. It would be necessary to think carefully about capital development on a much more constrained basis, developing a prioritised list. To take this forward the University would need to consider how to do things in a fundamentally different way.

It was questioned whether there was an 'even more severe' projection available. Dr Read commented that it was easy to imagine the position worsening, and sought information about the University's timetable for setting out its longer-term forecasts and future plans to address the situation. He suggested that Council should have opportunities to discuss this ahead of the normal strategic planning process. It was explained that some elements of future planning could be discussed at the September strategic meeting but not all the necessary financial information would be available at that time. The five year forecasts had to be submitted to HEFCE in November and that would provide a good opportunity to view the overall picture. Professor Wheeler emphasised that the University had made significant achievements over the last seven years, and was now very different in terms of scale and operations. The University was already planning for the future, and had demonstrated a great ability to be entrepreneurial – it was therefore well poised to take advantage of the opportunities which would arise. Some radical action would be needed but it would be necessary to have buy-in from academic colleagues. Professor Kelly confirmed that academic staff were well aware that the University was facing difficult times financially, and were taking imaginative approaches to contribute to success - the University had an active and dynamic workforce, and so could be very positive about the future.

Noted The report on Longer Term Financial Projections.

137. InEx Update (Agendum 13)

Received A report from Senior Deputy Vice-Chancellor Wheeler and the Registrar and Chief Operating Officer, headed 'InEx Review: End of Year Report to Council on Progress' dated July 2009.

Professor Wheeler presented the paper and drew particular attention to the annexes which set out progress against the clear targets which had been set for the project. He was pleased to report that all income targets had been achieved or exceeded, and c.£2.7million savings had been achieved. The University was still working on 'closing the gap', ultimately to see further savings of between £10 million and £15 million. Budgets for Schools and Services for 2009-10 had been set to incorporate a saving of £5 million, reflected in the underlying surplus projected for 2009/10. It was hoped that the voluntary severance scheme would identify salary savings that would embed reductions in the cost base for 2010/11 and beyond.

InEx had been successful initially in reducing the number of Management Specialist and Administrative (MSA) staff – but the numbers had reached their lowest point in November 2008 and were now again on the increase, though still well below the November 2007 figure. Some of the growth was associated with

new externally-funded or revenue generating appointments, some was the result of the need to provide maternity leave cover, and some was associated with business-critical roles. There was a time lag between the granting of permission to appoint and the filling of the post - approval of posts through the MSA Board at the end of 2008 was translating into appointments now. Controls had now been further tightened, and fewer appointments were being approved. However it was clear that this somewhat ad hoc process could only keep existing numbers under control – more significant steps, such as business re-engineering, and the voluntary severance scheme, would be necessary to achieve significant reductions. From the School perspective Professor Cameron emphasised that there was now no spare capacity to reduce MSA staff in Schools; the position was such that any further reductions would require either a decision to do things differently, or to cut certain areas of business. It was suggested that it was necessary to look at whole business processes and not simply at MSA staff numbers - there was a danger that otherwise academic staff would be left undertaking MSA tasks. The Director of Finance emphasised that the InEx process had made significant achievements in controlling salary costs - staff costs would now be less than 58% of turnover in 2008/09, which was a good move in the right direction.

Noted The InEx update.

138. **Development Activity - Annual Report to Southampton University Development Trust and 2009/10 Priorities** (Agendum 14)

Received A paper from the Director of Finance including (i) the Annual Report to the Trustees, from Development and Alumni Relations (DAR) and the Director of Finance, dated 27 April 2009, and (ii) the Priorities for Development and Alumni Relations June 2009 – July 2010, from Development and Alumni Relations and the Director of Finance, dated 9 June 2009.

The Vice-Chancellor reminded members of the background to the establishment of Development as a professional activity at Southampton. Over the last few years some concerns had been expressed about the extent of the progress being made in this area, and to address this an external review had been commissioned. The Registrar and Chief Operating Officer commented that the outcomes from this review had indicated that, while much had been achieved and good foundations had been laid, the current arrangements had probably taken the University as far as they could. Following the departure in April of the former Director of Development, the Director of Finance had been temporarily providing the senior managerial support in this area, but it was clear that a new Director level appointment would be needed. Action would not be taken on this, however, until the new Vice-Chancellor arrived, as Professor Nutbeam had personal interest and experience in the Development area. In the meantime the Director of Finance had been working with DAR to develop priorities for the coming year, which were now presented to Council for information.

The Director of Finance commented that one of the key issues which had emerged in discussion was the need for greater transparency about development activities – hence the decision to bring the current priorities report to Council, although this contained more operational detail than was usually appropriate for presentation at this level. In terms of the priorities it was clear that the Team's direct fund raising capacity was under-resourced, and the infrastructure in the office could support significantly more fund raising activity. Significant improvement in fundraising would not be possible without additional appointments dedicated to this activity. Additional posts could be funded initially from savings on the Director's salary until her/his appointment in 2009/10.

It was pointed out that in the current economic climate there was likely to be a downturn in philanthropic giving – however the University could put itself in a good position by taking action now to ensure that its processes were effective, in preparation for the upturn. It was recognised that there was a clear expectation by Government that universities would be engaging in fund-raising activity – therefore it was important that Southampton approach this in a professional manner.

Members were pleased to recognise the considerable work undertaken by the Director of Finance and the DAR team, and the ways in which this was already helping to reconnect Development activity with the wider work of the University

Noted The Annual Report to the Trustees and the Priorities for Development and Alumni Relations June 2009 – July 2010.

139. **University Risk Register** (Agendum 15)

Received The University risk register as at July 2009.

The Vice-Chancellor presented the document and highlighted that the risks flagged as 'red' ('funding the University' and 'Infrastructure (non estate)', which included IT issues and the data centre), were already known to Council. A new risk covering business continuity had been added. In response to a suggestion that it might be more helpful to include business continuity as a section under each risk heading, the Registrar and Chief Operating Officer explained that the current approach had been taken primarily in response to a recent internal audit report. It was felt important to flag the issues by highlighting this as a separate risk, as until now the University had given little overt recognition to business continuity, which was itself a risk. He would hope to migrate to a more integrated approach in time.

Questions were raised as to whether the risk register needed to be sharpened and whether all the headline risks the University faced were appropriately specified and under the correct headings. For example, under student recruitment, the major risk of under-recruitment was not listed, and there was no reference to postgraduate students. It was explained that the risk register was compiled annually, and was specifically designed to reflect the University's current key risks, not all the risks which the University might face. In relation to the specific example given, this year over-recruitment would be more of a risk than under-recruitment. It was suggested that it would be beneficial for a small group to get together to share their experience about developing risk registers. The Registrar and Chief Operating Officer proposed that members with specific suggestions about ways in which the risk register might be improved should raise these directly with him outside the meeting.

It was questioned whether it would be preferable for Council to review the risk register more often, and the Vice-Chancellor reminded members that Council had previously asked that this be an annual process. Mr Killingley, as Chair of the Audit Committee, emphasised that the primary purpose of the risk register was as a management tool for the University Executive Group (UEG) - what was important was that the document was structured appropriately to fulfil this function. As this was its purpose, and UEG reviewed the risk register termly, in his view it was not necessary for it to be presented to Council more often than annually. Council should however be made aware of relevant risks and mitigation strategies as a matter of routine as part of its discussions of major business items.

- Resolved**
- (i) That members with specific suggestions about ways in which the risk register might be improved should raise these directly with the Registrar and Chief Operating Officer outside the meeting.
 - (ii) That the risk register be noted.

140. **Key Performance Indicators** (Agendum 16)

Received A report from the Head of Planning entitled 'Key Performance Indicators 2009' presenting the University's Critical Success Factors (CSFs) with detailed supporting information.

The Vice-Chancellor presented the report, reminding members that the document enabled Council to review the current status of each CSF and the progress made, and to make comparisons with the position in July 2008. The key issues which emerged from this exercise would come as no surprise to members (funding capital long-term, pay agreement, industrial action, sustainability, research income, development income). Members agreed that this was a very helpful document, which gave members a great deal of information about the University, and it was clear that a very significant amount of work went into providing it. It was very valuable for Council to receive this annually. It was agreed that, as last year, an update on red KPIs should be presented to each ordinary meeting of Council.

- Resolved**
- (i) That the report be noted.
 - (ii) That progress on "red" measures should be reported at each ordinary meeting of Council.

141. **Health and Safety Issues**

141.1 **Vice-Chancellor's annual health and safety report 2008** (Agendum 17.1)

Received The Vice-Chancellor's annual health and safety report for the period 1 January to 31 December 2008.

The Vice-Chancellor was pleased to report that, in his view, considerable steps forward had been taken over the past year, and the management and governance of health and safety had improved significantly, with the appointment of the new Director, the positioning of the Safety Office as a separate section within the University Secretary's Department rather than a sub-section within Human Resources, and the establishment of the Health and Safety Audit Committee chaired by Ms Ros Rivaz.

The annual reporting process had been successfully completed and he drew attention to two issues raised in the discussions: (i) The Students' Union (SUSU) was technically a separate and autonomous entity with its own management and structures, but the University needed to have oversight to assure itself that SUSU was fulfilling its health and safety responsibilities. The SUSU executive had indicated that they were willing to work closely with the University on this, and so it had now been agreed that their processes and procedures would be aligned more closely with those of the University. This would be discussed in detail with SUSU and the new Director of Health and Safety over the next few months. (ii) The University's partnership with the Southampton University Hospitals Trust raised issues with health and safety implications, about which negotiations were ongoing.

Noted The Vice-Chancellor's annual health and safety report for the period 1 January to 31 December 2008.

141.2 Safety and Occupational Health Committee, report from the meetings held on 27 April 2009 and 9 June 2009 (Agendum 17.2)

Received A report from Professor Jeremy Kilburn, Chair of Safety and Occupational Health Committee, headed 'health and safety update' dated 15 June 2009, including as an appendix the report from the Safety and Occupational Health Committee meetings on 27 April and 9 June 2009.

Professor Kilburn drew attention to the actions reported in the health and safety update which had been taken in response to issues raised at SOHC.

In connection with discussions about the legal position of the Students' Union Mr Henderson commented that it was clear under the 1974 Health and Safety at Work Act that the University had responsibility for students' health and safety. The Registrar and Chief Operating Officer reported that it had now been agreed that SUSU would submit an annual health and safety report to him, and this would be fed into University reporting processes alongside those from the Professional Services. SUSU did however have separate legal responsibility for its own staff in terms of health and safety. Mr O'Reilly commented that SUSU would like to have a service level agreement with the Safety Office, and he would be discussing this with Mr Harmsworth and the new SUSU General Manager. It was recognised that there were particular issues with regard to student activities such as sports, in which students participated as a matter of choice. The Registrar and Chief Operating Officer commented that the University would be working closely with SUSU to encourage a more structured approach to risk assessment in respect of Athletic Union activities, etc. He emphasised however that it was clear that responsibility for students' health and safety did not extend to 'policing' their participation in social activities off campus.

Noted The health and safety update report, and the report from the Safety and Occupational Health Committee meetings on 27 April and 9 June 2009.

141.3 Health and Safety Audit Committee: report from the first meeting, 30 June 2009 (Agendum 17.3)

Received The report from the above meeting.

In Ms Rivaz's absence Professor Powrie presented the report and highlighted the following issues:

- Members had recognised that a key issue was the need for cultural change to ensure that health and safety was taken forward proactively and seen as an integral part of all the University's activities. Without such a change developing new procedures would not of itself lead to a safer and healthier environment.
- The committee had recognised that currently no targets or aspirations for health and safety performance were set, beyond compliance with legislative requirements, and wished to encourage

the University to consider whether the development of such targets would be appropriate, while recognising that such targets need not necessarily aim for 'gold standard' and that the University's considered answer might be "no", or "not at this point".

- The committee had suggested that if it was to have a wider role in monitoring performance as well as addressing compliance issues, its title should be amended to 'Health and Safety Audit and Assurance committee', and that its terms of reference should also be amended accordingly. Further work would be done on this and proposals submitted to UEG for its September meeting.

- Resolved**
- (i) That the Health and Safety Audit Committee's recommendation that the University be encouraged to consider defining its aspirations and setting measurable targets for health and safety performance, beyond full compliance with legislative requirements, be endorsed.
 - (ii) That the committee's intention to propose changes to its title and terms of reference be noted.
 - (ii) That the report be noted.

141.4 **Minor amendment to Health and Safety Policy Statement** (Agendum 17.4)

Received A proposal from the Chair of SOHC and the Director of Health and Safety seeking approval in principle for a minor amendment to the University statement of health and safety policy

It was noted that a member of the University Council has pointed out that, as currently phrased, the statement of health and safety policy did not cover the full range of people to whom the University owed a duty of care under the Health and Safety at Work Act 1974. To address this would require a minor change in wording. The aim was to have a revised statement included in the University Calendar for 2009/10, but further time was needed to agree with Safety and Occupational Health Committee and the Consultative Group for Safety and Occupational Health the exact wording to be used. Approval in principle was therefore sought from Council to make the change, with approval for the final wording to be sought via Chair's action. More significant changes would be needed to the policy statement in due course, but this would require deliberation and discussion over the coming year, and a comprehensively revised statement would come forward to Council at a future meeting for implementation in 2010/11.

Resolved That Council approve the principle of amending the first sentence of the statement of health and safety policy to ensure that this covered the full range of people to whom the University owed a duty of care under the Health and Safety at Work Act 1974; and that the exact wording be agreed in consultation with Safety and Occupational Health Committee and the Consultative Group for Safety and Occupational Health and submitted to the Chair of Council for approval on behalf of Council.

142. **Report from the meeting of Senate, 17 June 2009** (Agendum 24)

Received The unrestricted report from the above meeting of Senate.

The Vice-Chancellor had no issues to highlight from this report (issues relating to the Code of Practice on Freedom of Speech appeared as a separate item on the Council agenda (agendum 34)).

Resolved That the report from Senate be noted and the decisions endorsed.

143. **Reports from the meetings of University Executive Group**

143.1 **1 April 2009** (Agendum 25.1)

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

The Vice-Chancellor drew attention to the amendments to the composition of the Safety and Occupational Health Committee (item 9 in the report) and the decision to open an account to deposit cash with Barclays Wealth, including the list of authorised signatories (item 10).

Resolved That the report be noted and the decisions endorsed.

143.2 **6 May 2009** (Agendum 25.2)

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

The Vice-Chancellor drew attention to the establishment of a review group to consider the effectiveness of the USH Board – (item 1 in the report). The members of the group had been identified, but it had not yet been convened.

Resolved That the report be noted and the decisions endorsed.

143.3 **June meetings 2009** (Agendum 25.3)

Received The reports from the above meetings of the University Executive Group.

The Vice-Chancellor highlighted the amendment to the facility agreement with Barclays Bank plc (item 9), the detail of which was included in the annex to the report. The amendment concerned a change from the provision of termly to quarterly management accounts (not monthly, as indicated in the UEG report). In the June report attention was drawn to UEG's approval of the Electronic Communications Policy.

Resolved That the report be noted and the decisions endorsed.

144. **Audit Committee: Appointment of External Auditors** (Agendum 26)

Received A paper from the Director of Finance dated 30 June 2009 proposing the reappointment of Mazars Llp as external auditor for 2008/09.

It was noted that because of the timing of meetings the proposal now put forward had been endorsed by all members of the Audit Committee by electronic means rather than at a formal meeting of the Committee. The decision would be formally recorded at the Audit Committee meeting on 13 July 2009.

Resolved That Mazars Llp be reappointed as external auditor for 2008/09.

145. **Report from the meeting of the Nominations Committee, 9 July 2009** (if necessary) (Agendum 27)

This item had been withdrawn as no meeting had taken place.

146. **University Travel Plan** (Agendum 33)

Received A summary of the University travel plan.

Members were advised that this was a very extensive document, which was presented for note at this point. A presentation on the travel plan would be arranged for the November meeting of Council.

Resolved That the travel plan be noted, and that a presentation on the travel plan should be arranged for the November meeting of Council.

147. **Code of Practice to Ensure Freedom of Speech** (Agendum 34)

Received A report from the Director of Corporate Services dated 10 June 2009 headed 'report to the meeting of Council on 9 July 2009 on Code of Practice to Ensure Freedom of Speech within the Law' including a proposal for a minor clarificatory amendment to the Code for the coming year.

Mr Henderson raised a number of detailed points about the wording of the Code of Practice, which it was agreed that he would put in writing and send to the Registrar and Chief Operating Officer outside the meeting. Under the circumstances it was agreed that the version of the Code as circulated would not be approved, pending consideration of these points. The final version of the Code could be submitted to the Chair for approval on behalf of Council.

Resolved

- (i) That Mr Henderson would put his detailed comments in writing and send these to the Registrar and Chief Operating Officer for consideration.
- (ii) That the version of the Code as circulated would not be approved, pending consideration of these points; and that an amended version of the Code would be submitted to the Chair for approval on behalf of Council.
- (ii) That the annual report from the Director of Corporate Services be noted.

148. **Students' Union: Review of Code of Practice** (Agendum 35)

Received The Annual Report from the Director of Student Services on the operation of the Code of Practice which governed the way in which the requirements of the Education Act 1994 in respect of Students' Unions were met, dated 11 June 2009.

Noted The annual report.

149. **Sealing of documents** (Agendum 36)

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

Noted The list of sealed documents.

150. **Dates of main committee meetings during 2009/10** (Agendum 37)

Received The schedule of meetings of the main University committees for academic year 2009/10.

Noted The dates of the main committee meetings for the academic year 2009/10.

151. **Valediction**

Dame Valerie reminded members that this was Mr Alan Walker's last meeting, as his period of office as Treasurer ended on 31 July 2009. Mr Walker had served as Treasurer for six years, since 1 August 2003, and before that had served six years as a Class two member of Council. He had been a most faithful attender at Council meetings, and had also carried a significant committee load, including serving as Chair of the Finance committee. He had worked quietly behind the scenes to help to clarify financial management information, and had taken a central role in leading the University to the settlement of the insurance claim. His service to the University had been tremendous, and unstinting. On behalf of Council she wished Mr Walker well for the future. Members endorsed these comments whole-heartedly.

This was also the last meeting which Professor Sir William Wakeham would attend as Vice-Chancellor. Dame Valerie commented that there would be other opportunities to speak about his achievements, so on this occasion she wished simply to thank him for all he had done in leading the University through a period of significant change since his appointment in 2001, and also to pay tribute to his work nationally, including as Chair of the Universities and Colleges Employment Association Board, and as Chair of the Review of Physics in the UK. Members wished the Vice-Chancellor a long and happy retirement.

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