

# Minutes

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<b>Meeting title:</b>	<b>Council</b>	
<b>Date:</b>	10 July 2008	<b>Time:</b> 4.00pm
<b>Location:</b>	The Council Room, George Thomas Building	
<b>Present:</b>	Dame Valerie Strachan ( <i>in the Chair</i> ), Dr M O Gobbi, Mr A J Jukes, Mr P Lester, Professor M Ratcliffe, Dr M Read, Ms R Rivaz, Mr M J Snell, Mr R H M Symons, Ms A Tanfield * Professor W A Wakeham, Mr A J Walker, Professor A A Wheeler	
<b>By invitation</b>	Professor J Hammond for minute 78.2; Mr P Staniczenko and Ms J Arkell for minute 85 and minute 86	
<b>In attendance</b>	The Registrar and Chief Operating Officer, Director of Finance, Director of Human Resources, Professor A D Fitt, Professor P A Nelson, and Dr K A Piggott	

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(\* not present for Restricted business)

## Unrestricted

### Presentations

Members received a presentation from Professor Jim Stevenson, School of Psychology, on 'Food additives and children's behaviour: the Southampton study'.

(Note: The annual report from the Development Trust which had been scheduled to take place in this slot was postponed, as Mr Munson, the Director of the Development Office, was unwell).

### Business meeting

#### Welcome and background

The Chair welcomed members to the meeting, particularly Ms Alex Tanfield, the new President of the students' Union, attending her first meeting.

Members were invited to declare any conflicts of interest. Dr Gobbi declared an interest as a member of the School of Nursing and Midwifery in connection with agendum 3.2 the review of the School of Nursing and Midwifery, School of Health Professions and Rehabilitation Sciences, and the Healthcare Innovation Unit. The Vice-Chancellor declared an interest in respect of agendum 13 pay bargaining and review of the University's pay structure, in so far as this impacted on his role as Chair of UCEA; and the Chair declared an interest in respect of any item related to the insurance claim.

#### 76 Obituary

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

Adam Rutherford, Year 1, Computer Science  
Dennis Savage, Year 1, Master of Chemistry.

#### 77 Minutes of the meeting held on 13 March 2008

**Resolved** That the Minutes (unrestricted) of the meeting held on 13 March 2008 be approved and signed.

## 78 Matters arising from the Minutes

### 78.1 Annual Diversity Report - inclusion of responsibility for promoting diversity in job descriptions for those in leadership roles (minute 52)

The Director of Human Resources confirmed that reference to responsibility for promoting diversity was explicitly mentioned in job descriptions for those in senior leadership roles.

### 78.2 Review of School of Nursing and Midwifery (SoNM) , School of Health Professions and Rehabilitation Sciences (SHPRS), and the Healthcare Innovation Unit (HCIU) - finances (minute 53) (agendum 3.2)

**Received** A paper from Professor Williams and Professor Hammond, dated 26 June 2008 and headed 'School of Health Sciences – Financial Outlook 2008-2010 : 2010-2012'.

Members were reminded that at its last meeting Council had requested a report on the financial implications of creating the new School of Health Sciences. It was explained that the figures in the table in section 4 of the paper set out the financial position if no action were taken to cut costs and there was no increase in income. The figures in the text set out the changes required in order to meet the University targets now set, and were consistent with the figures in the budget paper (agendum 11).

**Noted** The report.

### 78.3 Committee Review (minute 54)

The Registrar and Chief Operating Officer reported that PRC had agreed that the proposed terms of reference and membership presented to its meeting on 26 June would benefit from further scrutiny. Further discussions were therefore taking place at UEG and a revised document would be presented to Council either in October or at a special meeting in September.

### 78.4 Fitness to Study Policy (minute 58.2)

Members were advised that Council's concerns about issues associated with more extreme cases of student behaviour were being taken forward primarily as part of crisis management. Student Services had however been asked to consider this also in the context of fitness to study and further proposals would be brought forward in January.

## 79 The Vice-Chancellor's report

*Institutional Audit report:* The Vice-Chancellor reminded members that they had each been sent a copy of the full report on the QAA Institutional Audit, and the University's response. Council again recorded thanks to the members of the Audit Team for all their work in bringing this to a successful conclusion.

*DVC Thomas:* He was sorry to report that DVC Thomas remained very unwell. Members of Council sent her their best wishes.

*Physics Review:* The report from the review would be published by 19 September 2008.

*UCEA/UCU:* UCU's involvement in the new pay bargaining machinery continued to be uncertain - formally UCU was not part of the process, but it was possible they would still seek to participate.

## 80 Report from the President of the Students' Union (agendum 6)

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

Ms Tanfield presented the report, which had been prepared by her predecessor Ms Moore. She was pleased to draw particular attention to the Students' Union's work with the local community (the Community Alliance Group). Ms Rivaz asked whether were any awards (eg from the City Council) for which SUSU might be nominated to recognise this work; the Registrar and Chief Operating Officer undertook to investigate. Ms Tanfield outlined the Union's own mechanisms for celebrating such activity, eg the awards for volunteers. SUSU was also accredited for excellence in volunteering.

Ms Tanfield also drew attention to the successful campaign to boost awareness of access bursaries. The Director of Finance agreed this had been successful for first year students; however more could be done to encourage second year students to take up bursaries; he would be working with SUSU on this. The new arrangements for issuing visas were causing concern – it was not yet known exactly what the implications would be.

**Noted** The President's report.

**81 Financial monitoring statements, Quarter 3 2007/08 (agendum 10)**

**Received** (i) the quarter three financial monitoring overview paper prepared by the Director of Finance; (ii) management accounts for the period August 2007 – May 2008, with forecasts to the end of the financial year and a commentary on variances and changes to expectations; (iii) A paper on the short term cash position prepared by the Director of Finance, (iv) paper from the Director of Finance, reporting on the financial position regarding the capital plan (all dated 19 June 2008).  
*(These papers were marked as commercial in confidence, in respect of the insurance claim and were circulated to members of Council only).*

The Director of Finance reported that a deficit on normal operating income of £1.3m was now forecast. A break-even position would be being predicted except that a loan taken out in Euros in 2006 and then converted to pounds had been affected by the rapid depreciation of the pound against the Euro, such that an exchange rate loss on the loan would be charged in 2007/8, estimated at c.£1.5m. He drew attention to the current position regarding the insurance claim - while final settlement had not yet been reached, the receipt of interim payments had significantly improved the cash flow position. The University would end the year in a better cash position, as one major debt had been collected since the circulated paper was prepared, and spending had also slowed. Overall the result for the year was reasonable, given the current position on staff costs and research income. HEFCE suggested that the University should target a 6% surplus, so clearly much more was to be done to reach a sustainable position for the long term.

It was requested that as part of the financial monitoring statements Council should also receive at each meeting a simple summary statement setting out the staff headcount and the position on research income. It was explained that to give a full picture this would need also to highlight the funding sources from which staff were paid. The Registrar and Chief Operating Officer undertook to bring a statement to the next meeting; members could then discuss whether this provided them with the information they required.

**Resolved** (i) that the quarter 3 financial statements dated 19 June 2008 be noted.  
(ii) That a summary statement regarding staff headcount and research income be presented to the next meeting.

**82 University budget and financial projections 2008/09 (agendum 11)**

**Received** A paper from the Director of Finance, dated June 2008, setting out the University operating budget for the financial year 2008/09 and the financial framework for 2009/10  
*(This paper was marked as Commercial in confidence related to the insurance claim, and was circulated to members of Council only).*

The Director of Finance reminded members that the University's financial strategy had been to go for growth in anticipation of higher undergraduate tuition fees and improving performance in the RAE. In pursuing this there had been some significant successes, but some major disappointments (eg the relative stagnation of research income despite increased numbers of academic staff). The University had also been affected by significant external factors, such as the pay award which had led to significant increases in staff costs. The Mountbatten fire had been very debilitating and had created significant additional risks. The Director of Finance drew particular attention to the major risks and uncertainties set out in the paper, associated with the Mountbatten insurance claim, staff salaries, the outcome of the research assessment exercise, the capital plan, and pension funds. For 2008/9 a deficit on £11.7m was predicted, but this was distorted by the effects of depreciation on assets purchased to replace those destroyed in the Mountbatten fire (there was a £9m additional charge associated with the new equipment in the clean room compared with the normal rate). Without this, the

deficit on normal operations would be c.£2m. This did not assume any gains from the InEx project. In the longer term the University should be working towards a surplus of c. £10m on normal accounting conventions. In his view the 6% surplus sought by HEFCE could not be achieved until the market in terms of tuition fees was freed up. However, most other institutions were also far from meeting this requirement.

In discussion the following points were raised:

Were the targets now set going far enough, fast enough, towards addressing the current challenges and reaching a viable position going forward? It was emphasised that the targets now set were significantly tougher than they had been in the past, and were recognised as 'real' targets not indicative figures to aim for. Four different targets were now being set for each School – the 'bottom line', international student income, research income and a target to reduce staff costs. These were consistent with the InEx proposals. The Treasurer commented that University's position was very challenging. The trend in the current proposals was moving in the right direction, but there were considerable new pressures in the coming financial year (the October 2008 salary award and the revaluation of the USS fund). However, a University was not in the same position as a commercial organisation – while a great deal of the income of the institution was certain from year to year, it was difficult to make fundamental improvements in our main income sources (teaching and research) in the short to medium term and there were distinct time-lags affecting income. The University had been cautious in not assuming there would be too many savings too soon; however he would expect to see the position improving significantly in the following year, and it should be possible to hit the interim target of a 4% surplus within about five years.

Was it possible to include more cost savings in the current budget? It was explained that the financial impact of the outcome of the RAE remained a key uncertainty for the institution, and would impact significantly on what actions might prove necessary. A freeze on academic posts had been introduced as an interim measure; this would give additional flexibility when the financial impacts of the RAE results were known, at which time painful decisions might need to be made. In a University context the procedures to be followed, for example for performance management, were quite lengthy (there were detailed procedures in the Statutes and Ordinances which must be followed). However, measures were being put in place now, so that the University would be in a position to respond quickly should this prove necessary. A major restructuring would incur significant redundancy costs, and the University had not allocated costs in the 2008/09 budget for this (beyond very modest sums). It was also important to strike a balance – staff numbers could not simply be cut wholesale without a risk to 'business as usual' and the student experience.

Professor Ratcliffe commented that the management of much of the activity necessary to improve the position rested at School level. In her view the targets set were challenging but achievable, and the current approach meant that Heads were on board to take this forward; however changes could not be made overnight. She welcomed the recent availability of improved data to support Heads in this work.

It was questioned whether there would be benefit in the University's benchmarking its performance against those of its comparators which appeared to be making large surpluses. It was explained that there were large fluctuations across the sector, with no correlation with size or type of institution – a key factor was likely to be the extent to which an institution was investing in its estate. Given the impact of the national pay award it was probable that all institutions would be having the same debates. Nonetheless a comparative exercise would be useful with an identified group of c. eight Russell Group institutions (a similar exercise had been undertaken with respect to research income).

- Resolved**
- i) That the overall University budget as set out in Appendix 1 of the circulated paper be approved for 2008/09.
  - (ii) That the projected University position for 2009/10 be noted, recognising that there are large uncertainties around these figures.

- (iii) That the School and Professional Service budget targets for 2008/09 be approved as set out in Appendix 3 to the circulated paper.
- (iv) That the School targets for international student income derived from the InEx Review targets be approved as set out in Appendix 4 of the circulated paper.
- (v) That the School targets for research grants and contracts income derived from the InEx Review be approved as set out in Appendix 5 of the circulated paper.
- (vi) That work be undertaken to benchmark financial performance against a selected subset of Russell Group institutions.

### 83 Initial Proposals and recommendations from the InEx review

**Received** (i) A paper prepared by Professor Wheeler and the Registrar and Chief Operating Officer updating members on progress with the InEx review, setting out clear targets, and seeking approval to begin implementation of the proposals or to undertake formal consultations as required by Statute (a detailed document with supporting data and information had been circulated separately to members outwith the formal agenda); (ii) A further response from the Campus Trades Unions to the proposals, dated 7 July 2008 (circulated by e-mail and then tabled). *(These papers were marked as commercial in confidence and were circulated to members of Council only).*

Professor Wheeler presented the paper in detail, drawing particular attention to the clear targets set for both the expenditure and income elements of the review. These had informed the budget proposals already discussed (agendum 11). Pervasive communication had been a key element of the review, more so than with any other project undertaken by the University. The key outputs so far were the specific workstream proposals for both income and expenditure, which he summarised briefly. Specific proposals emerging from three of the expenditure workstream proposals as potentially affecting individual staff would be considered under the restricted agenda (agendum 43).

He emphasised that recurrent savings or income growth in the region of £5.3m were required by July 2010 if the target of reducing staff expenditure to 58% of expenditure was to be achieved. The proposals in the paper were projected to produce savings of up to £3.4m, leaving a gap of £2.8m to be met by further savings or increased income. Proposals for closing this gap were under discussion and would be brought to Council in October. The next phase of the project was to manage the implementation of all the workstream proposals, to continue with the communication exercise, working closely with Heads of Schools/Services, and to begin to improve academic performance as part of the drive to increase research income. Specific arrangements for monitoring research income were being developed and Council would be advised of the arrangements in the Autumn.

In discussion the following points were raised:

Members acknowledged the detailed work which had been undertaken since the last meeting, and particularly the presentation of clear targets, as requested by Council. The clear exposition of the risks associated with the project was also welcomed.

Members recognised that if the proposals were endorsed there was a likelihood some staff would lose their posts. Were there arrangements in place to encourage the retention of good staff? It was emphasised that the role of Heads of School/Service would be crucial in this. However the labour market for academic staff was not as buoyant as it had been before the RAE.

It was recognised that without the support of, and appropriate activity in, Schools, the proposals could not succeed; reassurance was therefore sought about School buy-in, and whether Schools understood the current financial position. Dr Gobbi commented that most colleagues were fully aware of the financial issues and recognised the need for these to be addressed. It would be important to ensure as far as possible that individuals were not overwhelmed by issues arising from specific workstreams all emerging at once, and that the pattern of activity across the academic year was taken into account in implementation. There were issues as to whether the interpersonal management of the process would be sufficient to ensure that staff remained motivated and in tune with the proposals once redundancies began to be discussed specifically. Professor Ratcliffe commented that it would be helpful if the implementation of workstreams could be brought together as far as possible given the need to take action now, as this would make managing the

processes, and particularly managing communication, easier. There had been full communication with Heads, and in her view this had now brought people to the point where there was a clear momentum to move forward.

Did the University have the management capacity and resources to manage this change? Professor Wheeler agreed this was an issue – the project could not go forward successfully without adequate resources. He felt the proposal for resources to support the project had been set at a prudent level.

Was there scope for reducing costs by outsourcing some support functions, eg ICT, and would the implementation of Agresso lead to reductions in staffing in Finance (nothing to this effect had been included in the current proposals)? The Registrar and Chief Operating Officer commented that outsourcing was being investigated with regard to the second Data Centre. Outsourcing for other activities had not necessarily been ruled out but it was clear that before this was a viable option the University would need a better understanding of its own business needs and business processes. It was also pointed out that when paying for outsourcing the University would be subject to VAT. With regard to Agresso the Director of Finance commented that there would be scope for savings, but there were issues about quality of service – Schools, for example, wanted access to accounting support. The main cost savings projected in Finance within the current proposals related to improvements in procurement.

It was questioned whether there might be scope for savings related to the capital programme, benefiting from the current downturn in the construction market. Professor Wheeler commented that while the credit crunch meant that construction costs were falling, the cost of commodities was going up. Work on the Faraday Building had been deferred and this opened the possibility of taking advantage of the external situation.

With regard to the proposal to increase international student numbers and bid for additional HEFCE numbers, some concern was expressed that such expansion was not costless. It was suggested that one way forward was to reduce the number of UK students accepted into the University despite not having met their admissions offer, and instead to take more international students; this would allow an increase in international student income without large increases in the number of students. Considerable work in this area had been undertaken over the last few months and it was expected that the 2008/09 entry targets would easily be achieved. There were benefits for the student community in ‘internationalising’ the student body, although there might be some risks, which would need to be managed. In relation to increasing HEFCE numbers the Director of Finance explained that the University would be bidding for numbers in those academic areas in science and engineering where there was scope for expansion at relatively small cost (as the necessary staff and facilities were already in place).

Professor Nelson emphasised that the need to increase research income significantly raised difficult and complex issues, which could largely be addressed only at School level. Considerable effort had been expended in gaining buy-in from Schools and this would be taken forward by individual conversations with each Head in September. Research and Innovation Services had been strengthened and restructured to focus on ‘big bids’ and encourage team working, particularly across Schools. The focus on interdisciplinary research themes was also part of this. The risk was that in taking this forward there would be less focus on enterprise activity – however it was clear that efforts had to be prioritised.

Turning to the additional letter from the Trades Unions, members noted the Unions’ concerns but judged that, given the serious situation faced by the University and the need for prompt action it was not possible to accede to the requests set out in the letter. Feedback would be given to the Unions at the special JNC meeting taking place at the end of July. Professor Wheeler emphasised that there had been discussion with the Unions throughout the process and the InEx team were very conscious of the need to work closely with them.

- Resolved**
- (i) That the rapid progress made in establishing and progressing the InEx Review be noted.
  - (ii) That the intention to present to Council in October proposals for closing the “gap” by identifying further savings be noted.

- (iii) That the Work Stream proposals outlined in Appendix A Annexes 1 –12 of the circulated papers be endorsed.
- (iv) That the resources which are judged to be necessary in order to sustain successful delivery of the InEx Review as set out in Appendix C be noted.
- (v) That the programme for the project as set out in Appendix F be noted.
- (vi) That the Redeployment Policy as set out in Appendix G Annex G1 be approved.
- (vii) That the initial response of the Trades Unions (appendix H to the circulated papers), and the further response dated 7 July 2008 be noted, and that a response to the latter would be fed back to the Unions at the special JNC meeting at the end of July.

#### 84 **Pay bargaining and review of the University pay structure**

**Received** A paper from Mr Lang, Human Resources, dated 27 June 2008 and headed ‘pay bargaining and review of the University pay structure’; draft policy on withholding pay in a dispute, submitted for Council approval.

The Director of Human Resources presented the paper, explaining that this was intended to update Council on recent developments in national pay bargaining arrangements, and to begin discussions about the University’s preferred position regarding national versus local pay bargaining options (although no formal decision on this latter point was needed until January 2009). Given the current dispute with UCU about the reform of the negotiating machinery, it was possible the national negotiating machinery would break down, forcing a move to local pay bargaining. If national bargaining remained, the University would need to decide in January whether to participate and on what terms. It would be a condition of participating that the University agreed to a common strategic framework for dealing with any industrial action, including making a clear statement that partial performance would not be accepted and that pay would be withheld from staff in any form of industrial action. Clarity on these points would however be important regardless of whether the University participated in national bargaining; therefore a draft policy on withholding pay in a dispute was now presented to Council for approval. It was also proposed that, regardless of whether the University remained part of the national machinery, it was timely to begin modelling revised pay structures.

In discussion it was agreed that modelling possible scenarios for the pay structure was part of prudent financial planning; however the specific possibilities set out on page 6 of the circulated paper should be approached with caution. There was general agreement that the direction of travel should be towards a greater focus on performance-related pay.

With regard to the proposed policy on the withholding of pay there was a brief discussion about the legal opinion as to whether full pay should always be withheld or whether this should be proportional where action was short of a strike. The Director of Human Resources felt that making a clear statement as set out in the circulated paper was simplest way forward; no statements were made about proportional withholding, and legal advice would be taken in the light of the specific action short of a strike proposed. Members discussed briefly the timing of releasing this statement to staff, given the possible effects on morale, particularly in the light of anxiety which might already exist as a result of InEx. It was agreed that this must be a decision for University management to take, but that the statement must be issued well in advance of any likely dispute.

**Resolved**

- (i) That the draft policy on withholding pay in a dispute be approved.
- (ii) That it would be a matter for University Management to determine when the above policy should be issued to staff; but that this must be well in advance of any dispute.
- (iii) That Human Resources be authorised to begin to model revised pay structures.

#### 85 **Risk Register** (agendum 14)

**Received** The University Risk Register as at July 2008.

The Vice-Chancellor reminded members that there had been considerable discussion on previous occasions regarding the format of the risk register, and much work had been undertaken to seek to address Council’s concerns. He now requested that members adopt the current format for the present, and focus discussion on the content of the document – whether all the relevant risks were appropriately covered, whether members were aware of key risks which were not yet included, etc.

Members commented that the document as presented was very helpful, particularly when taken in conjunction with the report on key performance indicators (agendum 15). Thanks were due to the team in Planning for their work on this over a long period. With regard to specific risks the Chair commented that she had asked that reference to Lloyds Register should be included, and this would be added under the 'external partnerships' section. It was confirmed that the Data Centre was included in section 7 (Infrastructure, non-estate). The inclusion of InEx as a new risk was welcomed. It was questioned whether specific reference should be made to a 'quality risk' if good staff opted to leave as a result of InEx. However, this was not felt to be a high level risk, nor was it a point which University management were likely to overlook in taking InEx plans forward.

- Resolved**
- (i) That the current format for the risk register be adopted until such time as clear and agreed proposals for a revised format emerge.
  - (ii) That the risk register as at July 2008 be noted.

86 **Key Performance Indicators** (agendum 15)

**Received** A report from the Head of Planning entitled 'key performance indicators 2008' presenting the University's Critical Success Factors (CSFs) with detailed supporting information.

Members agreed that the document as circulated was very helpful, highlighting both the key risks and the University's successes. It was noted that Health and Safety had moved from red on 2007 to amber in 2008. A new health and safety management system had been introduced and issues previously raised by the HSE had largely been addressed satisfactorily and signed off. The position had therefore improved, although there was clearly much more work to be done. Diversity had moved from green in 2007 to amber in 2008; this was because, while progress was being made in the overall diversity profile, there were significant issues to address about diversity at senior levels, and as the University understood more about the issues it became clear how much remained to be done. The 'red' KPIs had largely been discussed elsewhere on the agenda (pay agreement, industrial action, sustainability, research income, financial metrics, staff pay and profile, and the InEx review). As last year, an update on red KPIs would 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.

87 **Report to Council from the working group set up by the Board of the University of Southampton Holdings Limited** (agendum 16)

**Received** The report from the Working Group set up by the Board of the University of Southampton Holdings Limited to review the arrangements in place in respect of the University's spin-out activities and subsidiary companies, and to consider in detail the developments in respect of Innos Limited, to establish what lessons could be learned from what had taken place.

Mr Walker reminded members of the history of the formation of Innos Limited, and the subsequent developments. The Working Group had reviewed the position in detail and two clear lessons had emerged - that it was essential for all prospective companies to have clear and effective business plans to demonstrate commercial viability (and that such plans should be reviewed when any significant changes in the company's operation were proposed); and that University Directors must all receive appropriate training. USH Board had already endorsed the Group's recommendations. Members were advised that the final outcomes regarding Innos Limited had been the best possible outcome for the University under the circumstances, and thanks were due to those who had conducted the negotiations. It was noted that Nosin Limited, the company set up to carry out the residual activities of Innos Limited, was still a registered company, pending the resolution of certain outstanding transactions.

- Resolved**
- (i) That the report from the Working Group be noted and the decisions endorsed.
  - (ii) That thanks be recorded to Mr Walker and the other members of the Working Group.



88 **Governance matters** (agendum 17)

88.1 **Amendment to Statutes – second reading** (agendum 17.1)

**Received** A paper from the Registrar and Chief Operating Officer, dated 26 June 2008 and headed ‘Governance matters: second reading of proposed amendments to the Statutes, July 2008.

Members were reminded that the first reading of the proposed changes had taken place at the meeting on 10 March 2008. The changes updated the Statutes following internal restructuring in Professional Services, clarified roles in the new management structure and corrected errors which were inadvertently made or overlooked during the last major redrafting.

**Resolved** That the proposed amendments to the Statutes set out in Annex A of the circulated paper be approved subject to such amendments as the Privy Council may require.

88.2 **Amendments to Ordinances** (agendum 17.2)

**Received** A paper from Dr Piggott dated 27 June 2008 and headed ‘Governance matters - proposed amendments to the Ordinances, June 2008.

It was noted that establishment of the single School of Health Sciences necessitated amendments to Ordinances regarding the Schools assigned to the Faculty of Medicine, Health and Life Sciences, the membership of the Board of the School of Health Sciences, and the membership of the Board of the School of Medicine. As required in the Charter (article 19) Senate had been consulted on the proposals at its meeting on 18 June 2008.

**Resolved** That the proposed amendments to Ordinances set out in Appendix A of the circulated paper be approved, for implementation on 1 August 2008 to coincide with the establishment of the new School of Health Sciences with effect from the same date.

89 **Report from the meeting of Senate, 18 June 2008** (agendum 24)

**Received** The unrestricted report from the above meeting of Senate.

The Vice-Chancellor drew particular attention to item 2 *Students Union representation on the VC selection committee*. At the meeting of Court the Students’ Union had raised again the issue of voting rights on the Selection Committee for the new Vice-Chancellor. Court had no constitutional powers to intervene in the process, but had asked that the views expressed by the students should be relayed to Senate and Council. On the basis of this, and further representations from the SUSU President, Senate had decided to overturn its previous decision and recommend to Council that every member of the Selection Committee should have an equal vote. However, ultimately, the decision rested with Council. After a brief discussion members agreed that, particularly as it was extremely unlikely that the Selection Committee’s decision would rest on a vote, Senate’s recommendation should be supported. Ms Tanfield thanked members for their support for student participation.

**Resolved** (i) That Senate’s recommendation that every member of the Selection Committee for the new Vice-Chancellor should have an equal vote be approved, and that therefore the SUSU President should have full voting rights.  
(ii) That the report from Senate be noted and the decisions endorsed.

90 **Reports from the meetings of Policy and Resources Committee**

90.1 **8 May 2008** (agendum 25.1)

**Received** The report from the above meeting of Policy and Resources Committee, including Annex A, the revised Data Protection Policy, with an explanatory note from the Director of Corporate Services on the changes incorporated into the Policy.

The Vice-Chancellor drew particular attention to item 6 *Data Protection Policy*. He explained that the existing policy prohibited the transfer of data outside the European Economic Area (EEA); however, new developments in alumni relations necessitated giving access to the alumni database to a consultant in the USA. The proposed revisions to the policy would allow this data to be transferred outside the EEA

without seeking the individual consent of each data subject, subject to appropriate safeguards.

- Resolved** (i) That the revisions to the Data Protection Policy be approved.  
(ii) That the report from, and the decisions taken by, Policy and Resources Committee be noted.

90.2 **26 June 2008** (agendum 25.2)

**Received** The report from the above meeting of Policy and Resources Committee.

The Vice-Chancellor drew attention to item 8 *Estate Policy Committee: meeting held on 19 May 2008 - Contractual relationship with SUHT*, and the £400k (approx) costs associated with setting up a structure of facilities management for the space the University leased from the Trust. This would help to rationalise the way space at the hospital was allocated and charged for. Professor Wheeler emphasised that there were risks to elements of the capital programme if the University did not participate in this. The costs would be funded from the management reserve of the capital programme.

**Resolved** That the report from, and the decisions taken by, Policy and Resources Committee be noted.

91 **Report from the meeting of Standing Committee of Council**

91.1 **8 May 2008** (agendum 26.1)

**Received** The report from the above meeting of Standing Committee of Council.

**Resolved** That the report from, and the decisions taken by, Standing Committee of Council be noted.

92.2 **26 June 2008** (agendum 26.2)

**Received** The report from the above meeting of Standing Committee of Council.

**Resolved** That the report from, and the decisions taken by, Standing Committee of Council be noted.

92 **Report from the meeting of the Nominations Committee** (agendum 27)

**Received** A report from the Nominations Committee, dated April 2008, recommending the appointment of Mr Graham Spittle, Vice President, Software UKISA (UK, Ireland & South Africa), IBM, as a member of Council in Class 2.

**Resolved** That Mr Graham Spittle be nominated for appointment to Council (Class 2) for an initial period of office of three years from 1 August 2008 to 31 July 2011.

93 **Update on Counselling programmes: item for note** (agendum 30)

**Received** A paper from Professor Foskett, headed 'Update on Counselling programmes: an item for note' dated 20 June 2008.

**Noted** The report.

94 **Health and Safety Update June 2008** (agendum 31)

**Received** A report from Professor Nelson dated 23 June 2008 headed 'Health and Safety Issues for the attention of Council: July 2008'

**Noted** The report.

95 **Update on Sulis Seedcorn Partnership Fund LLP** (agendum 32)

**Received** A paper from Ms Galpin, Research and Innovation Services, updating Council on the position regarding the Sulis Seedcorn Partnership Fund and the planned transition to a limited company (currently being called "Minerva" Ltd).

Attention was also drawn to the decisions taken on this matter under Article 23 of the Council Standing Orders and subsequently reported to Standing Committee of Council on 26 June 2008.

**Noted** The report.

96 **Race action plan** (agendum 33)

**Received** The University Race Equality Action Plan 2008-2011, with a covering note from Kamaljit Kerridge-Poonia, the Diversity Manager, dated 10 July 2008.

Members were reminded that Council had asked at its meeting in March that the updated Race Equality Action plan should be presented to this meeting for endorsement.

**Resolved** That the University Race Equality Action Plan 2008-2011 be endorsed for implementation and publication on the University's web site.

97 **Code of Practice to Ensure Freedom of Speech** (agendum 34)

**Received** A report from the Director of Corporate Services dated 30 June 2008 headed 'Annual report on the operation of the Code of Practice to Ensure Freedom of Speech', including a proposal for minor changes to the Code for the coming year, set out as Annex A.

It was noted that the proposed changes to the Code of Practice were not substantive and arose from changes to the University's management and administrative structures, and to University regulations regarding smoking in University buildings. They did not alter the principles or operation of the Code except as was necessary to reflect changes in University organisation already approved.

**Resolved** (i) That the proposed amendments to the Code of Practice to Ensure Freedom of Speech be approved as set out in Annex A of the circulated paper.  
(ii) That the annual report on the operation of the Code of Practice be noted.

98 **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 27 June 2008.

**Noted** The annual report.

99 **Dates of main committee meetings during 2008/09** (agendum 36)

**Received** The schedule of meetings of the main University committees for academic year 2008/09.

**Noted** The dates of the main committee meetings for the academic year 2008/09.

100 **Valedictions**

The Chair thanked those members who were attending their last meeting of Council – Dr Mary Gobbi and Professor Mary Ratcliffe – for their valuable and constructive contributions to the work of Council during their term of office; and paid particular tribute to Mr Rex Symons, who would complete his term as Vice-Chair on 31 July 2008. Mr Symons had joined Class 2 membership in 2000 and had been appointed as Vice-Chair in December 2005, after Dr Smith resigned mid-term. Mr Symons had contributed to the University in many ways while in the role, and his input would be very sadly missed. Members endorsed these sentiments.

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