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| **Meeting title:** | Council |
| **Date:** | Wednesday 24th November 2021 | **Time** |  12.30pm |
| **Location:** | The Senate Room, Building 37 and via Microsoft Teams |
| **Present:** | Mr P Greenish (Chair), Prof. Dame M Atkins, Ms F Barnes, Dr V Cardo, Mr G Hobbs, Mr P Hollins, Professor J Holloway, Dame J Macgregor Ms H Pawlby, President & Vice-Chancellor, Senior Vice-President (Academic), Professor m.c. Schraefel, Mr W Shannon, SUSU President, Mr A Thakur, Mr T Whitmore, Baroness S Verma, Dr A Vincent, Dr K Vithana and Mr S Young. |
| **In attendance:** | Clerk to the University Council & Senate, Executive Director - Finance & Planning, General Counsel & University Secretary, Senior Advisor to the Vice-Chancellor, Strategy Consultant to UEB, Vice-President (Education), Vice-President (Operations), Vice-President (Research & Enterprise). |
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| **24** | **Apologies for Absence**There were no apologies. |
| **25** | **Actions and Matters Arising**Actions not on this agenda were noted for future meetings. The Calendar of Business and Council Responsibilities were additionally both noted. |
| **26** | **Declarations of Interest**Dr Cardo declared an interest as her main base at the University was Winchester School of Art.Dr Vithana declared an interest as her main base at the University was the Southampton Business School.All employees of the University declared interests as members of USS. |
| **27** | **Publication of non-commercial papers**RESOLVED That only papers deemed not commercial in confidence be released. No papers from this meeting would be released. |
| **28** | **President and Vice-Chancellor’s Update**Council noted highlights from the October and November 2021 editions of the Vice-Chancellor and Executive report.The Vice-Chancellor highlighted:* A recent legal matter involving the Broadlands archive
* The conclusion of a long-standing and high-profile employment tribunal
* Trans-National Education outlining the situation with the opportunity in Dubai which included the potential for research activity as well as teaching. More time was now available to consider the opportunity in more detail. Council would receive more on this in the first half of 2022.
* Progress on senior appointments to the posts of Dean of the Faculty of Environmental and Life Sciences, Vice-President (Education and Student Experience) and Vice-President (International and Engagement)
* Update on the UCU industrial action ballot. A re-ballot was imminent which could lead to potential action in Feb/March 2022
* Following the UK Autumn budget there had been a good outcome for the continued funding of UK research
* On campus face-to-face teaching was now around 90% of normal pre COVID levels with the strong direction for all staff and students to wear face coverings when inside university buildings
* The saliva-testing programme success was highlighted and, in particular, the roll-out of the testing scheme to local schools
* A good outcome with regard to 2021 student recruitment was noted.

**RESOLVED** that the update be noted. |
| **29** | **Report from the President of the Students’ Union** |
|  | Council considered a report by the President of the Students’ Union which provided an update on recent SUSU activity.The President highlighted:* A recent presentation made to the COP26 Conference
* Work with local hospitality venues to ensure young people’s safety
* COVID hardship, highlighting in particular provision of good quality WiFi and the request for University help with the cost of gowns for Graduation in 2022
* The provision of student safe spaces and Welfare Room

**RESOLVED** that the report be noted. |
| **30** | **Finance Report**Council considered a suite of reports by the Executive Director, Finance & Planning which together provided a full financial summary of the 2020/21 year and also presented for approval various assurance documents for submission to the Office for Students.1. Financial Statements 2020/21

The Chair of the Audit Committee highlighted that the financial statements had been reviewed carefully by the Committee and the University Treasurer confirmed that the Finance Committee had also reviewed the statements and recommended approval.RESOLVED that * the financial statements for 2020/21 be approved
* the issuing of a letter of representation be approved
* the issuing of a letter of support from the University of Southampton be approved committing the University’s financial support for a period of 12 months from signing the accounts to the following subsidiaries:

 Southampton Asset Management Limited University of Southampton Holdings Limited USMC Sdn Bhd (Malaysia)1. Business Analysis 2020/21

The University Treasurer highlighted that the Finance Committee had reviewed the report and recommended it to Council.RESOLVED that the financial performance for the year compared to budget be noted.1. Audit Committee Annual Report 2020/21

 The Audit Committee had prepared its annual report on its work for the University Council for the period 1 August 2020 to 31 July 2021. While the report was based on work undertaken during 2020/21, it also covered the scrutiny of the University’s 2020/21 Financial Statements in November 2021. The Audit Committee is responsible for assuring the Governing Body about the adequacy and effectiveness of:  • risk management, control and governance  • Value for Money • the management and quality assurance of data.  The Committee produced the annual report for the Governing Body and the Accountable Officer. The report covered the financial year and included all significant issues up to the date of signing the report and its consideration of the financial statements for the year. The report was presented to and reviewed by the Governing Body before the audited financial statements were signed. The report included the Committee’s opinion on the adequacy and effectiveness of the HEI’s arrangements for:  • risk management, control and governance • economy, efficiency and effectiveness (VFM) • management and quality assurance of data submitted to regulatory bodies.  The Chair of the Audit Committee presented the annual report highlighting the following areas: the work of the internal auditor and the wide remit of audits for the year the annual assurance map the opinion of the Committee that assurances were in place Council thanked the finance team and the Audit Committee for their continued hard work in the way it carries out the assurance role. RESOLVED that the Annual Audit Committee report be noted.1. Final Budget 2021/22

The University Treasurer presented the final budget 2021/22 with a surplus of £39.4m which had been considered and endorsed by the Finance Committee. The overall financial summary was positive despite many uncertainties in the sector over the past year and it was noted that the budget would be closely monitored by both the Executive and the Finance Committee.RESOLVED that the final budget for 2021/22 be approved.1. OfS Conditions of Registration – Financial Commentary

Council considered the report which set out information the University was required to submit an Annual Financial Return and commentary to the Office for Students (OfS), following approval by the governing body.The return included actual financial results for the two prior years and forecasts for the following five years to 2025/26. The commentary covered the forecast assumptions, significant variances, sustainability and risk, among other topics.RESOLVED that the 2020/21 Annual Financial Return and commentary for submission to the OfS be approved.1. Management Accounts Sept 2021

The University Treasurer highlighted that the latest management accounts had been reviewed and endorsed by the Finance Committee.RESOLVED that the management accounts be notedThe Executive Director, Finance & Planning and team were thanked for all their hard work producing an excellent set of clear reports. |
| **31** | **University Strategy**Council considered a report by the President & Vice Chancellor which sought approval for the refreshed University Strategy. The Strategy’s purpose and vision was: ‘We inspire excellence to achieve the remarkable and build an inclusive world.’ This was underpinned by a commitment to put people at the heart of all we do, guided by socially responsible values. This vision, commitment and values deliberately had a perpetual, enduring quality. For this reason the Strategy would not be launched with a ten-year end date. Rather, a distinctive feature will be its continuing nature: how it prepared us for the middle of the 21st century. To ensure momentum, the supporting strategic plans will have a 5-year time horizon; targets to measure success will operate on this timescale.It was noted that an announcement had been made that Southampton had been shortlisted for City of Culture in 2025 and words would be added to the “Place” section to support that ambition.The uniqueness of the co-design process used to develop the strategy was highlighted. Consultation and input from a wide range of colleagues and partners, both internally and externally, had been considered to enrich the final document. The following points were also made:* Council to see timescales for implementation and drafts of sub plans as soon as possible. **ACTION: Strategic Consultant to UEB**
* A further update on university Size and shape to be considered by Council in January, with further refinement for the April Awayday **ACTION: Senior Vice-President (Academic)**
* Sustainability, broadly defined, was a key driver throughout the strategy
* Underlying plans will have more granular KPIs to enable appropriate monitoring of progress including league table positioning

With the further comments made by Council minor amendments will be made to reflect these, with the recommendation approved.RESOLVED that text for the refreshed strategy be approved with the final minor amendments discussed. |
| **32** | **Estates Development**1. Boldrewood

Council held a discussion on estates matters which was commercially confidential. |
|  | 1. Winchester

Council considered a report by the Senior Vice-President (Academic) which set out negotiations for the exclusive option to lease for 150 years the site of the River Park Leisure Centre in Winchester and adjoining sites of Riverside Bowling Club and the Skateboard Park, from Winchester City Council (WCC). The site was adjacent to Winchester School of Art (WSA).Heads of Terms (HoT) of the lease were agreed on 23rd November 2021 by WCC Cabinet.It was stated that the University should be clear about its intentions for the site and how that was communicated both to the University community and to the wider community in Winchester.It was noted that the lease agreement required signing by March 2022. This enabled the University time to consider if leasing the site was feasible and suitable for its estate aspirations. Once the agreement had been signed in March 2022 the University then had up to 5 years to produce a plan for the usage and development of the site which would then require planning permission from the City Council. Exit points were built in throughout the process leading up to the year 5 deadline and while pressure to go ahead with any development by the City Council was low, the University should consider the moral and reputational damage of any early exit.The signing of the HoT would not proceed if the indications were that it was highly unlikely (<85%) that the University would proceed to the full development of the site. The next phase would be to ensure proper development of a full business case, and the City Council were aware that by signing the HoT it did not automatically indicate that the University would develop the full site.**RESOLVED** that the proposal for progressing the acquisition of the Winchester site and committing to HoT be approved in the context that this will progress development and improvement of the University estate and will be considered with University strategy and growth described in the size and shape proposals considered by Council. Specifically:• to endorse the process to agree the HoT• To note that further funding will be required for due diligence, master- planning, concept development and design. This will involve a full project team, which will include a workstream on student accommodation options, which is, unsurprisingly, a high profile political issue in connection with this potential development.   |
| **33** | **Academic Matters**Council considered a report by the Vice-President (Education) which set out the following academic matters:• Office for Students - Ongoing Conditions of Registration • Action and Participation Plan Update Report• Annual Academic Assurance Report• Review of AY20/21 Semester 1 Teaching & AssessmentIn relation to the new assessment processes in place due to COVID, it was noted that the attainment gap would be closely monitored and SUSU were also assisting in a survey of students to gain real insight into how the new assessments affected them. Much work was underway to tackle intersectionality.The pandemic did not affect the quality of awards given by the University. There had been cases of collusion, but more advice was being offered to students to help them understand the rules on collaborative working. Complaints from students were now down to pre pandemic levels.The report contained information regarding special considerations, grade inflation and student attainment gaps which satisfied previous outstanding queries raised by Council.RESOLVED that the report provided adequate assurance that the University was meeting its ongoing conditions of registration with the Office for Students, for which Council was responsible. |
| **34** | **HR Matters**1. A. Associate Vice-President (International Projects)

RESOLVED that the extension be approved on terms as set out in the reportB. Officers of the University – Head of School AppointmentRESOLVED that the appointment be approved on terms as set out in the report1. Determination for Redundancy

RESOLVED that the initiation of Stages 3 to 6 of the Redundancy Ordinance allowing 7 members of staff to be placed “at risk” of dismissal by reason of redundancy, in order to progress with the UEB approved proposal be approved.1. Emeritus Professors and Fellow

RESOLVED that the list be approved. |
| **35** | **Annual Report on PREVENT**Council considered a report by the Vice-President (Operations) which provided the information and assurance to Council on the work undertaken over the year on the progress and delivery of the University’s Prevent duties and responsibilities.The report also updated Council on the forthcoming submission of the University’s accountability and data return to the Office for Students (‘OfS’) confirming that the University had appropriate policies and processes in place in response to the Prevent statutory guidance and is following these policies and processes in practice.In response to a query regarding the low numbers of new starters that had undergone training, it was noted that a new training provider had been commissioned and the final procurement had been confirmed outside of this return’s reporting period. The return presented next year would highlight a large number of staff having been trained as a result. This point would be added to the return for clarity. **ACTION: General Counsel & University Secretary.** |
|  | **RESOLVED** that1. the Prevent Monitoring: accountability and data return be approved, demonstrating that the University has continued to have due regard to the Prevent Duty; and
2. the Chair of Council be authorised to sign the Prevent annual accountability declaration.
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| **36** | **Concordat Action Plan**Council received a report by the Associate Vice-President (Strategic Major Projects). As signatories to the Researcher Development Concordat in November 2020, the University was required to conduct a gap analysis and publish a UEB-approved Action Plan describing our planned activities to meet the Concordat principles. The report set out the action plan for Council to note.During discussion it was noted that EDI dashboard data and information was monitored to ensure diversity within researcher development.RESOLVED that the Researcher Development Concordat Action Plan be noted. |
| **37** | **Committee Matters**Council noted a verbal update from each of the Committee chairs on activity that had taken place since the last Council meeting.The Chair of the Remuneration Committee stated that the Annual Report of the Committee would be circulated via email for comments prior to publication on the University website. **ACTION: Chair of Remuneration Committee**The Chair of the Health & Safety Audit & Assurance Committee reported that a full report on revised assurance would be presented to the Committee in January 2022. **ACTION: Chair of HSAAC** |
| **38** | **Sealing of Documents**Council received and noted a report detailing the documents sealed since the last report to Council. |
| **39** | **Chair’s Actions**The following chair’s actions were noted:(i) 20th October 2021 - Minor change to Council Standing Order 26 to read as follows:Any contract or other document required by law to be made under seal shall be validly executed if it is sealed with the Common Seal of the University and signed by the following persons in whose presence the Seal is affixed: One member of the Council of the University; andThe Vice-President (Operations), or the Executive Director, Finance & Planning, or the General Counsel & University Secretary, or the Director of Legal Services, or the Academic Registrar.(ii) 8th November 2021 - Out of round promotion for Dr Hongfei Liu to be promoted to Level 6 on the Balanced Pathway, within Southampton Business School.Dr Liu has received an offer of Associate Professor, from Newcastle University, and is a retention risk for the Faculty. Dr Liu was interviewed and unanimously supported by the interview panel and supported by APAG. |
| **40** | **Committee Minutes****RESOLVED** that the minutes be noted. |

**The meeting concluded at 3.52pm**

Actions from this meeting

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| **Minute no** | **Report** | **Action** | **Owner** | **Deadline** |
| 31/2122 | University Strategy | Council to see timescales for implementation and early drafts of sub plans as soon as possible.  | Strategic Advisor to UEB | April 2022 |
| 31/2122 | University Strategy | A further update on university Size and shape to be considered by Council in January, with further refinement for the April Awayday | Senior-Vice President (Academic) | Jan 2022 |
| 35/2122 | Update on PREVENT | Text regarding training provision added to the return | General Counsel and University Secretary | Dec 2021 |
| 37/2122 | Committee Matters | Remco Annual Report to be circulated to Council prior to publication | Chair of RemCo | Nov 2021 |
| 37/2122 | Committee Matters | Update to Council on partial assurance given by Committee in July 2021 | Chair of HSAAC | Jan 2022 |