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| **Meeting title:** | | | Council | | |
| **Date:** | | | Wednesday 24th March 2021 | **Time** | 12.30pm |
| **Location:** | | | Via Microsoft Teams | | |
| **Present:** | | | Mr P Greenish (Chair), Prof. Dame M Atkins, Ms F Barnes, Dr V Cardo, Mr R Cartwright, Mr G Hobbs, Mr P Hollins, Professor J Holloway, Dame J Macgregor (Vice-Chair), Ms H Pawlby, President & Vice-Chancellor, Dr D Price, Professor P Reed, Mr W Shannon, SUSU President, Vice-President (Education), Dr A Vincent, Mr T Whitmore and Mr S Young. | | |
| **In attendance:** | | | Clerk to the University Council & Senate, Chief Operating Officer, Executive Director - Finance & Planning and Vice-President (Research & Enterprise), UEB Consultant and University Librarian.  EDI Manager and Assistant Director of Faculty Operations (FAH) - Observing | | |
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| **55** | **Apologies**  There were no apologies. | | | | |
| **56** | **Minutes**  **RESOLVED** That the minutes of the last ordinary meeting held on 13th January 2021 and the minutes of the Extraordinary meeting held on 17th February 2021 be confirmed as correct records and signed. | | | | |
| **57** | **Actions and Matters Arising**  Council noted the Annual Calendar of Business and Council Responsibilities.  The outstanding actions were all noted for report back at the next meeting in May 2021. | | | | |
| **58** | **Declarations of Interest**  There were no declarations. | | | | |
| **59** | **Publication of unrestricted papers**  RESOLVED That only papers deemed not commercial in confidence be released. | | | | |
| **60** | **President and Vice-Chancellor’s Report**  Council noted highlights from the February and March 2021 editions of the Vice-Chancellor and Executive report.  The Vice-Chancellor highlighted:   * Renewed activity around freedom of speech and the responsibilities and actions placed on universities in this area * An outline of the phased return of students on campus on the Government key dates * The latest position regarding A levels for summer 2021 * Implication from the Spring Budget including the latest statistics from the Student Loan Book * A forward look to the Comprehensive Spending Review in the autumn, the recent ODA funding reductions and the partnering with Horizon Europe * The latest position regarding USS including the trustee’s valuation, consultation with members and a look forward to the work of the University Pensions Committee * The timeline for the implementation of the University Strategy, with the Council on 9th June providing the first major discussion point for Council and would be able to review the input from stakeholders. Options on the future size and shape of the University together with a full strategy options appraisal would be presented.   **RESOLVED** that the update be noted. | | | | |
| **61** | **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:   * The large amount of Union activity that had taken place despite the UK lockdown * Strong students’ campaigns and SUSU strategy development * The latest Leadership elections * Concerns for student mental health, graduate prospects and the impact the lockdown has had on clubs and societies * Communication with central Government regarding tuition fee rebates * Student spend on accommodation that had not been occupied in recent months. The Universities action to credit students for unused accommodation had been welcomed. There was work to do regarding private landlords.   In response to a query regarding the poor results of the SUSU Student Pulse Survey it was noted that not all activity was recognised by students as SUSU work and so better branding of all Union events and activities was required. The University undertook to provide help with additional coaching for those running clubs and societies. Student isolation during the UK lockdown had impacted greatly on student morale.  A governance review was underway at the Union with help from EDI consultants to ensure a good outcome.  **RESOLVED** that the report be noted. | | | | |
| **62** | **University Economy Model**  Council considered a report by the Executive Director, Finance and Planning which contained details of the University Economy Model (UEM). The UEM provides a 5-year forward financial projection and forms the basis of the business planning framework, as well as the forecast submissions to the OfS and to Moody’s for the annual credit rating review.  The UEM had been reviewed and approved by the Planning and Resources Group (PRG) on the 2nd March.  The report contained assumptions around international student recruitment which would then lead to the phased recruitment of staff based on actual student enrolment.  While it was noted that the small percentage increase in staff costs was not sustainable, measures such as making additional savings elsewhere and increasing the student intake were options to help overall funding. It was noted that the assumptions in the economy model would be refined as the academic year progressed. Scenarios would be developed for the July Council reflecting on the possible ongoing impact of COVID on the UEM and University finances.  **RESOLVED** that the report be approved, noting:   * Funding for digital/IT enhancements (£10m pa), strategic investments (£6.9m pa), on-going strategic major projects (£1.6m pa) and capital programme (£70m pa) * Reinstatement of £20m budget to faculties and Professional Services in 2021/22. With a further £10m pa released from 2022/23. | | | | |
| **63** | **International Competitor Set**  Council considered a report by the Strategic Consultant to UEB. Following the awayday in January, Council considered criteria to identify a set of international competitors and, via workshops, suggestions were made for a shortlist. Based on that feedback the report proposed a final competitor set against which to judge the University’s comparative performance.  The competitor set would be used mainly for benchmarking performance, but also for monitoring purposes in order to gain ideas. There may be the future suggestion that carefully considered information sharing may be beneficial under a partnership agreement. Council requested to be kept up to date annually.  **ACTION: Strategic Consultant to UEB**  **RESOLVED** that the international competitor set be approved, noting that the international strategy will separately identify universities with whom strategic partnerships were under development. | | | | |
| **64** | **Progress Against the Bridging Strategy KPIs**  Council considered a report by the Vice-Chancellor which set out performance of the Bridging Strategy’s Key Performance Indicators (KPIs) and targets.  **RESOLVED** that the report be noted. | | | | |
| **65** | **Report from the Nominations Committee**  Council considered a report by the Nominations Committee which set out a range of Council appointments and reappointments.  **RESOLVED** that  (i) Mr Akshay Thakur be appointed for an initial term as Class 2 Lay Member of Council from 1 August 2021 until 31 July 2024;  (ii) Baroness Sandip (Sandy) Verma be appointed for an initial term as Class 2 Lay Member of Council from 1 August 2021 until 31 July 2024;  (iii) Mr Stephen Young be appointed as Class 1 University Treasurer from 1 August 2021 until 31 July 2024;  (iv) Mr Bill Shannon be re-appointed to Council for an initial period of one academic year from 1 August 2021 until 31 July 2022 under the terms set out in 4.5 below, which would be renewable up to a maximum of 3 years;  (v) Dame Judith Macgregor be re-appointed for a second and final term as Vice-Chair of Council from 1 August 2021 until 31 July 2024;  (vi) Mr Philip Greenish be re-appointed for a second and final term as Chair of Council and University Pro-Chancellor from 1 August 2021 until 31 July 2024;  (vii) Given the appointment of a Senior Vice-President as a substantive deputy to the Vice-Chancellor that within Class 1 Officers from 1 August 2021 this position becomes ex officio whilst there is a single SVP. | | | | |
|  | Mr Young left the meeting for the consideration of (iii) above  Mr Shannon left the meeting for the consideration of (iv) above  Dame Judith Macgregor and Mr Greenish left the meeting for the consideration of (v) and (vi) above. Dr Price took that chair for (v) and (vi). | | | | |
| **66** | **Report for the Remuneration Committee**  Council received and noted a short oral report detailing activity at the recently held Remuneration Committee, which highlighted:   * Parameters for Senior staff appointments * Representation of the Committee Terms of Reference * Independent Review of CUC Remuneration Code, adding that the Committee satisfied all points raised in the code * Continuing work on the gender and ethnicity pay gaps | | | | |
| **67** | **Appointment of External Auditor**  Council considered a report by the Executive Director, Finance & Planning which sought approval from Council for the appointment of Deloitte as external auditors for the 2020/21 financial statements, noting the proposal for an increase to the audit fee for 2020/21 and to agree the extension of the appointment and contract for a further year for 2021/22 financial statements. Audit Committee had considered the report and the tender constraints and made the recommendation to Council.  **RESOLVED** that   1. the reappoint of Deloitte for 2020/21 with an increased fee of £161,796 be approved; 2. the roll forward of Deloitte using the flexibility in procurement regulations at a fee of £189,000 for 2021/22 be agreed; and 3. it be note that in June 2021 Audit Committee will consider the approaches to retendering external audit. | | | | |
| **68** | **HR Matters**   1. Moving Pathways   **RESOLVED** that the report be approved.   1. Emeritus Professors   **RESOLVED** that the list of Emeritus Professors and Fellows be approved.   1. Library Reorganisation – Proposal for Redundancies   **RESOLVED** that the initiation of Stages 3 to 6 of the Redundancy Ordinance allowing 27 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. | | | | |
| **69** | **2020/21 Budget Update and January 2021 Management Accounts**  Council considered a report by the Executive Director, Finance & Planning which presented an update to the 2020/21 budget for approval and the management accounts as at January 2021. The final budget had been updated to reflect final PGT numbers and the impact of the current lockdown on Halls of Residences income. Faculties and Professional Services had also now produced full outturn forecasts for the year and the report focused on variances between those forecasts and the updated final budget.  RESOLVED That   1. the updated final budget for 2020/21 be approved. 2. the January Management Accounts be noted. | | | | |
| **70** | **Annual Research Integrity Statement**  Council received a report by the Vice-President (Research & Enterprise) which provided Council with an annual update on Research Integrity in accordance with the revised Concordat to Support Research Integrity (‘the Concordat’, October 2019), and was accompanied by the latest Annual Research Integrity Statement approved by UEB on 18th January 2021, and the most recent version of the internal Research Policies Action Plan.  RESOLVED that the report be noted. | | | | |
| **71** | **Sealing of Documents**  Council received and noted a report detailing the documents sealed since the last report to Council. | | | | |
| **72** | **Research Excellence Framework (REF) 2021 Submission**  Council received a report by the Vice-President (Research & Enterprise) which presented details of the University’s REF 2021 submission which has been recommended by UEB to the Vice-Chancellor.  Council thanked the Vice-President (Research & Enterprise) and all those involved in developing the REF submission for their hard work and expressed best wishes for a successful outcome.  **RESOLVED** That the report be noted. | | | | |
| **73** | **Chair’s Actions**   1. 26th January 2021 - Professor Martin Dyke as Head of Southampton Education School. 2. 29th January 2021 – Out of Rounds level 7 promotion for Dr Stratos Ramoglou.   **RESOLVED** that the actions be noted. | | | | |
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| **74** | | **Committee Minutes**  **RESOLVED** that the minutes be noted. | | | | |
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**The meeting concluded at 3.53pm**

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**Actions**

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| **Min No./Year** | **Minute Title** | **Action Summary** | **Owner** | **Report Back Date** |
| 63/2021 | International Competitor Set | Report back annually | Strategic Consultant to UEB | March 2022 |

