

COUNCIL**Minutes of the meeting of 25 November 2021**

COUN21-M6

Notice of meeting

Christine Hodgson

Penny Briscoe	Sally-Ann Hibberd	Oliver Sidwell (ab)
Prof. Malcolm Cook	Paul Hodgkinson	John Sinnott
Dr Marcus Collins	Prof. Nick Jennings	Charlotte Style
Graham Corfield	Prof. Chris Linton	Steve Varley
Andrea Davis	Pauline Matturi	Tony Williams
Prof. Claudia Eberlein	Jennifer Maxwell-Harris	Mike Wedderburn
Andrew Fisher	Freya Mason	
Prof. Lisanne Gibson	Peter Saraga	

In attendance: Caroline Glendenning-Platt; Dr Jennifer Nutkins; Prof. Steve Rothberg; Andy Stephens; Richard Taylor; Prof. Rachel Thomson

Apologies received from: Oliver Sidwell

Business of the Agenda

No items were unstarred prior to the meeting, though the two starred items under Office for Students were briefly discussed.

21/84 Minutes**84.1 Ordinary Minutes****COUN21-M5**

The minutes of the ordinary meeting held on 14 October 2021 were confirmed.

84.2 Special Minutes**COUN20-M2**

The minutes of the Special meeting held on 26 March 2020 were confirmed.

SECTION A – Items for Discussion

21/85 Chair's Report

The Chair set the scene for the meeting, highlighting the key elements of the agenda and the key discussion of the University strategy. The Chair stressed the importance of the core business being received today, including the financial statements.

21/86 University Strategy

86.1 Strategy Update

COUN21-P88

The Provost provided an update on the University Strategy, following Council's Away Day discussions. The Strategy is planned to come to Council for formal approval in March and has developed further to represent the Vice-Chancellor's strategic aims around research and innovation and raising the University's international profile, and create a focus around equity, diversity and inclusion. Council **NOTED** that the feedback from the away day would be woven into the strategy and inform its delivery.

The strategy has also evolved to feature three key themes, rather than two, and be more specific about the commitment to Net Zero.

The intentional shift from "equality" to "equity" was discussed, recognising that this will lead to the use of positive action to facilitate actual equality of opportunity.

Council specifically considered the strategic proposition that we are not planning to grow our UK undergraduate student population, and indeed, in the short term would be seeking to reduce numbers compared to last year. International student growth (undergraduate and postgraduate, and on both campuses), would align with the wider internationalisation agenda, leading to an increasingly global university. International student growth would need a clear action plan, and first needed to recover to pre-Covid levels. Council **NOTED** that diversifying geographies was important for student recruitment, but that there would be different key geographies for research partnerships, and these may be at the institutional rather than regional level. The sector would need new models for internationalisation success in a post-pandemic world, which were not reliant on overseas campuses.

Council **REQUESTED** additional opportunities to socialise the strategy before it is brought for approval. The Executive would reflect on the best way to do so and address this request in the coming months.

86.2 Effectiveness Review

COUN21-P89

Council **RECEIVED** an update on the Council Effectiveness Review, following Away Day discussions. Members of the working group were thanked for their thoughtful and considered contributions, which has led to a significant platform for the improvement of Council lead for and

good momentum which needs maintained. Particular thanks was given to Jane Tabor for her exemplary leadership throughout, and the support of the COO and Academic Registrar was appreciated.

Council **NOTED** that though there has been some progress already towards the recommendations of the review, there should be a formal review at an agreed point in time, as guided by the Nominations and Governance Committee which would have oversight going forward.

Council **NOTED** concerns that historically meetings have not been a strong forum for considering strategy and performance, and that Council would need to operate differently in the future for the proposed structure and response to the review to be effective. A number of initiatives were already in progress, including board software, that should facilitate this change in practice. Further work to streamline the paper pack, driven by greater discipline and structure for paper authors, will also help.

86.3 Committee Structure Proposal

COUN21-P90

Council **ENDORSED** the direction of travel for a new Committee Structure, pending further work on the issues raised below.

The proposal was aimed to reduce the number of committees of Council, without leaving gaps in its primary responsibilities. Council **NOTED** the following key changes:

- i. The extension of Audit Committee to include Risk, including information governance risk
- ii. To give Nominations Committee explicit responsibility for Governance
- iii. To move Ethics Committee to a sub-committee of Audit and Risk Committee.
- iv. The merger of ITGC and EMC to reduce the number of lay members required.
- v. The reduction of the number of lay members on other committees to reduce the committee burden on lay members
- vi. And finally, the creation of EDI committee to mirror the University strategy.

Members raised concerns about splitting Information governance and infrastructure, which the Chief Operating Officer would take under consideration during the next stage of planning. Draft terms of reference would take this issue into account.

86.4 Pro-Vice Chancellors

COUN21-P91

Under the responsibilities given to Council in Section 3 of Statue VI, Council was asked to approve the proposal for a revised portfolio of Pro Vice-Chancellor roles. The University Charter (Clause 9) stipulates that *“there may be other Pro Vice-Chancellors not exceeding five in number, with functions and duties as may be prescribed by the Council from time to time.”*

Council considered the proposal to retain the number of three Pro-Vice-Chancellors, but under the following revised portfolios:

- Pro Vice-Chancellor Education and Student Experience
- Pro Vice-Chancellor Research and Innovation

- Pro Vice-Chancellor Equity Diversity and Inclusion

Council **DISCUSSED** the move from Enterprise as a standalone portfolio to the broader term of Innovation. This change was considered by the Vice-Chancellor and others as strategically important so as to combine with Research and exploit the synergies between those remits. The change, particularly the external communication of the change, should be carefully managed to emphasise that all forms of enterprise, knowledge exchange, and partnership with industry remain core to Loughborough's ethos.

The inclusion of a senior leadership role for Equity, Diversity and Inclusion was an important enabler of the new strategy and wider EDI agenda.

Council **AGREED** the revised portfolios, on the Vice-Chancellor's recommendation.

86.5 Key Performance Indicators

COUN21-P92

The Provost presented an update on the Key Performance Indicators aligned with the current strategic framework. The University continues to be successful, however a number of key metrics are under pressure as a result of internal and external pressures. Given the high level of uncertainty, particularly in the external environment, the overall KPI rating remains amber, as it has been since the start of the pandemic, despite substantial mitigations which have lessened the short-term impacts.

Council **NOTED** that one of the strategic ambitions ('*A culture that delivers success*') has moved from amber to green, and also **NOTED** that the Health and Safety KPI has remained Amber for three quarters, although noted that the reasons behind this rating have changed, and were being mitigated and monitored on an ongoing basis.

Council **NOTED** that the KPI framework would be updated in line with the new strategy in due course.

21/87 Office for Students

87.1 University Financial Statements

COUN21-P93

Council **RECEIVED** the University Financial Statements for the year ended 31 July 2021.

The Honorary Treasurer commended the Finance Office on the financial report, highlighting a well-run function. The Chair of Audit Committee also remarked that the internal auditors described the team's approach to sensitivity analysis is exemplary and sector leading.

On the recommendation of Finance Committee and Audit Committee, Council **APPROVED** the adoption of the accounts and the Chair's signing of the Letter of Representation. (*Secretary's note: The date on the Letter of Representation would be updated to 26 November rather than the 25th, following the meeting.*)

87.2 OfS Financial Return (Including Student Numbers and Commentary)

COUN21-P94

- i) Council **APPROVED** the data in the financial and student number tables relating to actual financial data for the 19/20 and 20/21 financial years for submission to OfS and **AUTHORISED** the Vice-Chancellor to approve changes to the tables required to comply with OfS requirements or resulting from OfS queries during the data verification period.
- ii) On the recommendation of Finance Committee, Council **APPROVED** submission to OfS the estimated out-turn for 2021/22, and financial forecasts for the period ending 31 July 2026 as presented in the financial and student number tables.
- iii) Council **APPROVED** the associated commentary for submission to OfS.
- iv) In discussion of these approvals, the following points were raised:
 - (1) Despite the University's strong cash position, inflationary pressure has not gone away.
 - (2) The regulated student fee regime is likely to change further, which will have a significant impact on these forecasts.
 - (3) Pension assumptions have been relatively prudent, but actual outcomes of the USS pension negotiation will have an impact in future years as well. (*Secretary's note: John Sinnot was absent for this item of discussion, but has a previously declared conflict of interest with the Local Government Pension Scheme.*)

87.3 Annual Report on Senior Staff Remuneration

COUN21-P95

Council **APPROVED** the annual report on Senior Staff Remuneration on the recommendation of Remuneration Committee.

87.4 Annual Assurance of Learning and Teaching

COUN21-P96

Council **RECEIVED** the Annual Assurance of Learning and Teaching report, which, whilst no longer an Office for Students requirement, has been kept on the agenda to reinforce Council members understand of the internal assurance mechanisms in place for teaching.

On the recommendation of Senate, Council **CONFIRMED** the University's arrangements for the continuous improvement of the student academic experience, of student outcomes and the reliability of degree standards.

87.5* Access and Participation Plans

COUN21-P97

Council **NOTED** an update on progress toward the Access and Participation Plan (APP) targets, which was briefly discussed though starred. The Pro Vice-Chancellor for Teaching raised that 24 November Office for Students announced, along with a new Director for Fair Access and Participation, there will be a new Access and Participation Plan process going forward, with different targets, which would be brought to Council in due course.

87.6* Prevent Duty

COUN21-P98

Council **APPROVED** the Prevent Annual Monitoring Report for submission to OfS.

21/88 Audit Committee

88.1 Report of meetings

COUN21-P99

Council **RECEIVED** a report from the meetings of the Audit Committee held 23 September and 26 October 2021. The Chair prefaced the report with strong thanks to retiring members of the Committee for their service and for new members who have rapidly taken up the new role. The Chair also expressed thanks to the outgoing Secretary Sophie Crouchman for her sterling work and Director of Finance Andy Stephens for his leadership and support. The Chair of Audit Committee noted that, as discussed at the October meeting of Council, the new University strategy will require further work on the risk management framework to meet the University's revised strategic aims. Risk appetite and will require another strategic review.

Council specifically considered the theme of non-compliance, and welcomed a renewed focus by Audit Committee on compliance in key risk areas.

88.2 Audit Committee Annual Report

COUN21-P100

Council **APPROVED** the Audit Committee Annual Report 2020-21, noting the Audit Committee's findings and the Internal Audit Annual Report 2020-21 and the following key points:

- i. There were only two recommendations, and no significant issues.
- ii. Pace of change remains a challenge in some areas, but this is being addressed and challenged in Audit Committee where appropriate.

21/89 Honorary Degrees

COUN21-P101

Pursuant to Statute XVIII, on the recommendation of Senate, and with the advice of the Honorary Degrees and university Medals Committee, Council **APPROVED** the issuing of invitations to persons to receive Honorary Degrees at graduation ceremonies.

21/90 Matters for Report by the Vice-Chancellor

Council **RECIEVED** an update from the Vice-Chancellor including the following items:

- i. The University will be subject to industrial action on 1-3 December following UCU ballot, as part of 37 Universities in UCU who voted to strike (out of 68). The UCU is re-balloting at several other institutions to increase the number of participating universities. The impact for students will be variable across Schools. Some students will be unaffected, whilst others will have many classes cancelled. The president of the LSU noted that the timing of the planned

December industrial action may mitigate the impact for students, as many will be focused on coursework deadlines throughout the week, however additional industrial action suggested for the new year could have a more significant impact on students. The University has agreed a policy that any topics which are missed by strike action will not be assessed. The LSU is also supporting the University on its messaging to students.

- ii. The Vice-Chancellor reported on recent cases of 'spiking'.
- iii. Student cases of Covid-19 remain well below 2020. Staff cases have increased compared to last year, but with minimal workplace linkages, driven mostly by household spread from school-age children. Student compliance on testing remains high, and nationally significant. Campus activity is operating largely as normal, with only a limited number large classes still in split cohorts (in-person alternating with online) and sport operating close to normal.
- iv. Recruitment for the Chief Financial Officer role (replacing the soon to be vacated Director of Finance role) was underway, with a strong and diverse field of candidates. An appointment will hopefully be made before the new year.

SECTION B – Starred Items for Approval

21/91 Health, Safety and Environment Committee

Council **RECEIVED** a report on meetings and **APPROVED** changes to local safety rules.

21/92 Modern Slavery and Human Trafficking Statement 2021-22

COUN21-P102

Council **APPROVED** a statement on Modern Slavery and Human Trafficking.

21/93 Conflict of Interests Policy

COUN21-P103

On the recommendation of Ethics Committee, Human Resources Committee and Senate, Council **APPROVED** a revised Conflict of Interests Policy.

SECTION C – Starred Items for Information

21/94 Matters for Report

94.1*Pro-Vice-Chancellor (Enterprise)**COUN21-P104 – NOTED****94.2 *Pro-Vice-Chancellor (Research)****COUN21-P105 – NOTED****94.3 *Pro-Vice-Chancellor (Teaching)****COUN21-P106 – NOTED****21/95 Capital Framework****COUN21-P107**

Council **RECEIVED** a progress report.

21/96 Extension of Associate Pro Vice-Chancellor for Sport Appointment

Council **NOTED** an extension to the appointment of Professor Mike Caine as Associate Pro Vice-Chancellor for Sport until 31 March 2022, in view of the rescheduling of the final approval of the new University Strategy following the arrival of the new Vice-Chancellor.

21/97 Graduation Ceremonies

Council **NOTED** that winter Graduation Ceremonies will be held on 20 December 2021.

Note that an email will go around to full council so that everyone has the details.

21/98 Office for Students Reportable Incidents

Council **NOTED** that no reportable incidents have taken place since the last meeting of Council.

21/99 Common Seal**COUN21-P108**

Council **RECEIVED** a list of documents to which the University Seal has been attached.

21/100 Reports from Committees

Council **RECEIVED** reports from the following Committees:

COUN21-P109	Senate 16 June 2021
COUN21-P110	Operations Committee 1 March, 12 April, 4 May, 8 June, 12 July, 6 September, 4 October 2021
COUN21-P111	Finance Committee 20 October 2021
COUN21-P112	Ethics Committee 5 October 2021
COUN21-P113	Human Resources Committee 6 October 2021
COUN21-P114	Health Safety & Environment Committee 6 October 2021

21/101 Date of Next Meeting

- 31 March 2022, 09.30-13:30 (London Campus, room to be confirmed)
- 30 June 2022, 13.30-17.00

Author – Caroline Glendenning-Platt

Date – November 2021