

19/55 A meeting of the Council was held in Room 101, Carrington Building, on Wednesday 27 November 2019 at 10.00 am.

The President
The Vice-President (Mrs K. Owen)
The Vice-Chancellor
The Deputy Vice-Chancellor
The Pro-Vice-Chancellor (Professor M. Fellowes)

Mr T. Beardmore-Gray
Miss M. Cleaver
Mr K. Corrigan
Mrs P. Egan
Professor C.L. Furneaux
Miss G. King
Ms S. Maple

Mr P. Milhofer
Professor J.R. Park
Mr N. Richards
Dr C. Shaw
Mr J. Taylor
Ms S.M. Woodman

In attendance:

The Pro-Vice-Chancellor (Professor P. Yaqoob)
The Chief Strategy Officer and University Secretary
The Chief Financial Officer
The Director of Quality Support and Development

Apologies were received from Professor J. Board, Mr R.E.R. Evans, Mrs H. Gordon, Mr S.C.C. Pryce, and Professor D. Zaum (in whose place Professor Yaqoob was attending).

The President welcomed Ms Maple, Mr Milhofer, Mr Richards, Dr Shaw, and Mr Taylor to membership of Council and to their first meeting, and also Miss King who was attending her first meeting.

The President thanked members for attending the dinner, together with presentations on the University's research on climate change, on the previous evening.

19/56 The President informed Council that Mr Andrew Palmer CMG, CVO, a former member of Council, had died on 13 November 2019. The President paid warm tribute to Mr Palmer, referring to his personal qualities, his distinguished career in the Diplomatic Service, and his loyal support for and service to the University. Mr

Palmer had served on Council for 12 years, had been instrumental in the move of the Museum of English Rural Life to its present site, had chaired the Friends of the University, and had been awarded an Honorary LLD in 2016.

19/57 The minutes (19/36-19/54) of the meeting held on 8 July 2019 were confirmed and signed.

19/58 Membership and Terms of Reference (Item 4.1)

The Council received a statement of its Membership and Terms of Reference. The President reminded colleagues that the CUC Code of Practice was also

3. "That the Council approve the action taken by the Officers and Members in affixing the University Seal to documents sealed since the last Ordinary Meeting of the Council and authorise the Seal of the University to be affixed to the documents to be sealed as now reported."

19/65 Update on the University Strategy (Item 5)

The Vice-Chancellor outlined the development of the new University Strategy. He explained that, on his appointment as Acting Vice-Chancellor, he had initiated a review of the exist

partnerships, and

The Council received a draft Report to the Audit Committee on the audit for the year ended 31 July 2019 from Deloitte.

The Chief Financial Officer reported that Deloitte had confirmed that it anticipated providing unqualified audit opinions on all Financial Statements for the Group and subsidiaries, and that the University had met its legal obligations as a charity.

Mr Beardmore-Gray reported the University finance team had prepared much better for this year's audit, and that this had facilitated a much smoother audit process. Deloitte on their part had made some constructive changes to their team following their first year as auditors in 2018. Mr Beardmore-Gray explained that the draft result was a deficit of £43.3m, which had been heavily influenced by two factors—the sale of part of the University's landholding at Didcot, generating a surplus of £18m, which had been more than offset by an in-year increase of £60m to the provision for accrued liabilities in the USS pension scheme. Without these two major items, the University had made a small underlying deficit.

19/68 Draft Letters of Management Representations to the University's Auditors (Item 7.4)

The Council received and approved the Draft Letters of Management Representations, which had been submitted previously to the Audit Committee.

19/69 Letter of Support (Item 7.5)

The Council received the Draft Letter of Support in respect of the University's subsidiary companies.

19/70 Financial Statements for the year ended 31 July 2019 (Item 6.3 and 6.4)

The Council received and approved the Financial Statements for the year ended 31 July 2019 for approval by the President, Vice-Chancellor and Chief Financial Officer in advance of submission to the OfS. The Financial Statements had been submitted previously to the Audit Committee. The Council noted the process by which the University would need to submit data to the OfS alongside these statements.

19/71 Annual Assurance Return 2019 from the University to the Office for Students (Item 6.5)

The Council received a copy of the Annual Assurance Return 2019 from the University to the Office for Students, for approval.

1. "That the financial position of the University for 2018/19, the financial statements and the audit report, now submitted, be noted and approved for signature by the President, Vice-Chancellor and Chief Financial Officer."
2. "That the President and the Chief Financial Officer be authorised to sign the Letters of Representation to Deloitte and that the Chief Financial Officer be authorised to sign the letters of support for the University's subsidiary companies."

19/73 Report of the Vice-Chancellor (Item 8)

The Council received the Report of the Vice-Chancellor.

The Vice-Chancellor reported on the industrial action called by the University and

19/75 Report of the Senate (Item 9)

In relation to student recruitment, Professor Fellowes explained that variations in student recruitment from year to year required careful management. Schools were often inclined to accept a larger cohort, given that it provided financial capacity to strengthen its educational provision and ensure greater resilience, but they recognised the need to ensure that the larger cohort enjoyed a high quality student experience.

“That the Report of the meetings of the Strategy and Finance Committee, held on 21 October and 14 November 2019, now submitted, be approved.”

19/77 Report of the Appointments and Governance Committee (Item 12)

The Council received the Report of the meetings of the Appointments and Governance Committee held on 24 September and 21 October 2019.

The Vice-Chancellor reported that the remits of the two vacant Pro-Vice-Chancellor roles had been revised to reflect the University’s increased focus on student experience. Whereas the previous remits had carried the designations ‘Teaching and Learning’ and ‘Global Engagement’, the revised remits would be designated ‘Education’ and ‘International and Student Experience’. The Vice-Chancellor outlined the recruitment arrangements for the roles, noting that the process had been limited in both cases to internal candidates only.

The Vice-Chancellor noted that the role of Deputy Vice-Chancellor would become vacant on Professor Brooks’ departure from the University; he had discussed the appointment of a successor with the current Pro-Vice-Chancellors and all had been in favour of the appointment of Professor Yaqoob.

The Chief Strategy Officer and University Secretary informed the Council that elements of the University’s approach to implementation of the Prevent Duty had been commended as good practice by a recent Home Office audit.

1. “That the appointment of Professor P. Yaqoob as Deputy Vice-Chancellor for a two-year period from 1 January 2020 to 31 December 2021 be approved.”
2. “That the Annual Report on the Prevent Duty, now submitted, be approved.”
3. “That the Prevent Annual Data Return, now submitted, be approved for submission to the Office for Students.”
4. “That the President of Council be authorised to sign the Prevent Annual Accountability Statement on behalf of the Council for submission to the Office for Students.”
5. “That the Report of the meetings of the Appointments and Governance Committee, held on 24 September and 21 October 2019, now received, be approved.”

19/78 Regulatory matters: recent publications from the Office for Students (Item 13)

The Council received a paper concerning recent publications and other communications from the Office for Students (OfS), together with copies of:

In the case of the University, the OfS indicated that we had failed to pay the fee to the Quality Assurance Agency for their function as the designated quality body. The relevant fee amounted to less than £11k. On investigation, it

The Council received the Report of the meeting of the Remuneration Committee, held on 21 October 2019, and the Report of the Committee's work in 2018/19.

The Council noted that the Committee had received detailed reports on the annual performance of the University's senior officers reporting to the Vice-Chancellor, and had also approved a paper, prepared by the Vice-Chancellor, setting out a framework of principles for the remuneration of members of the University Executive Board. The Council noted that the Vice-Chancellor, on his appointment, had requested that his salary be below the [redacted, section 40] range which the Remuneration Committee had considered appropriate and reasonable for the role; in consequence, the Vice-Chancellor's pay ratio as measured against the total median pay of all staff had decreased substantially relative to previous years. The Council respected the Vice-Chancellor's stance on this matter, but was concerned

Governance Committee had given the matter careful consideration before coming to its decision.

19/82 Dates of further meetings of the Council in the Session 2019/20

Further meetings of the Council in this Session had been scheduled for:

Thursday 23 January 2020 at 2.15pm

Monday 16 March 2020 at 2.15pm

Monday 6 July 2020 at 2.15pm.