



COUNCIL

Minutes of the Meeting held on 19 March 2024

Present: Sir Keith O’Nions (Chair), Dr Pearl Agyakwa, Anh Do (until minute 4183), Lynette Eastman, Michelle Haslem, Sonya Leydecker (until minute 4177.2, rejoined at 4177.4), Professor Jo Lymn, Piyali Mitra, Professor Jane Norman, Jessica Nuttall, Stephen Odell, Nora Senior, Rakesh Sharma, Professor Shearer West, Giles Willits (until minute 4188)

Apologies: Vicky Bailey, Dr Stuart Reeves

In attendance: Dr Paul Greatrix (Secretary to minute 4187), Rowena Hall (Associate Director of Governance and Executive Services), Alison Dubas (Governance Manager), Louella Houldcroft (Director of Communications and Advocacy from minute 4180), Margaret Monckton (Chief Financial Officer), Jason Phoenix (Castle Meadow Campus Programme Director for minute 4180), Sally Blackamore (Finance Director for minute 4181), Gary Moss (Director of Estates and Facilities for minutes 4183 and 4186), Rachel Brereton (Director of Research and Innovation Operations for minutes 4185 and 4186), Niall O’Loughlin (Director of Research and Innovation Strategy for minutes 4185 and 4186), Professor Tom Rodden (Pro-Vice-Chancellor Research and Knowledge Exchange for minute 4185), David Hill (Chief Digital Officer for minute 4186), Professor Katherine Linehan (Pro-Vice-Chancellor People and Culture for minute 4187)

4173 Welcome and Apologies

- .1 The Chair welcomed members to the meeting and the Secretary CONFIRMED the meeting was quorate.
- .2 Apologies were NOTED from Vicky Bailey and Dr Stuart Reeves.

4174 Declarations of Conflict of Interest

There were no declarations of conflicts of interest.

4175 Minutes of the Meeting Held on 6 February 2024 and Action Log

The minutes of the meeting held on 6 February 2024 (paper C/24/30) were APPROVED as an accurate record. The action log was NOTED.

4176 Matters Arising from the Minutes of the Previous Meeting

At its November 2023 meeting, Council had agreed to extended Baroness Young’s tenure as Chancellor for a further four years. The Chair was pleased to report that Baroness Young had accepted the offer and her term as Chancellor would run until February 2027.

4177 Chair's Business

- .1 Council RECEIVED an update from the Chair.
- .2 Thanks were offered to colleagues that had been involved in the visit to Castle Meadow Campus the previous day.
- .3 At its recent meeting, Nominations Committee had agreed to offer Sonya Leydecker a further two year term as a Council member. Council APPROVED the extension of Sonya Leydecker's term as a Council member to the end of December 2026.
- .4 A panel had been convened to review applications for the role of lay Council member. The panel would be chaired by the Chair of Council, who would be joined by the Vice-Chancellor, the Treasurer, Michelle Haslem, Dr Pearl Agyakwa, Anh Do and Amy Harte.
- .5 The Chair proposed a change to the schedule of Council meetings, with a move to four in-person meetings each academic year, of a day and a half duration. Online meetings would cease. This would provide Council with increased opportunities for interaction and discussion on key topics. Council APPROVED the proposed change to the schedule of meetings and NOTED that online meetings may be called in the event of an urgent discussion or consideration being required.

ACTION		Owner	Due
.6	The schedule of Council meetings would be amended for the 2024/25 academic year, with a move to four, in person day and a half meetings.	Secretary	June 2024

4178 Vice-Chancellor's Report

- .1 Council RECEIVED and NOTED the Vice-Chancellor's report (paper C/24/25).
- .2 Professor Nigel Mongan, a Professor of Oncology within the Biodiscovery Institute, would lead a team of cancer experts at the University, to research and understand cancer inequities, following the award of a \$25m Cancer Grand Challenges award. The significant achievement was acknowledged by Council and congratulations offered to Professor Mongan and the team.
- .3 RESERVED.
- .4 A Council effectiveness review had completed in April 2020. The Audit and Risk Committee had considered the progress against each of the resulting effectiveness review recommendations. A further Council effectiveness review was due and should be undertaken by an external party, in alignment with the Higher Education Code of Governance. The Registrar would approach AdvanceHE, to scope out the review and who would propose colleagues to support the effectiveness review. The Vice-Chair of Council would convene a sub-group to develop terms of reference and support the effectiveness review.

ACTION		Owner	Due
.5	A group would be convened to oversee the Council effectiveness review. Terms of reference for the review would be developed.	Secretary	June 2024

4179 University Risk Management

- .1 Council RECEIVED paper C/24/20 from the Deputy Vice-Chancellor, which presented a high-level view of current University risks and the overarching University risk profile.
- .2 There had been a change to the target scores of three risks; international student recruitment (undergraduate and postgraduate taught), poor condition of the estate and the inability to make reasonable adjustments for disabled staff and students.
- .3 Two new risks had been added to the risk register. The first related to potential non-compliance with UK visas and immigration regulations and the second related to information security, specifically cyber resilience and data protection. Council members received detailed information of each risk and the actions that would be implemented to manage and mitigate the risks. Planning and Resources Committee regularly reviewed all risks and changes to scores.
- .4 There were some risks where mitigations were yet to impact and reduce the risk severity. This included the delivery of the environmental sustainability agenda. It was reaffirmed that the University remained committed to delivering its environmental sustainability objectives. It was NOTED, for example, that in addressing heating to some of the buildings on University campuses, thermal insulation had been installed to ensure buildings were more energy efficient and environmentally sustainable.
- .5 Council was informed that there were some areas of the University where the completion of a biosecurity survey was outstanding. Members were assured that the completion of the surveys would be addressed at the Health and Safety Committee meeting the following day.

4180 Castle Meadow Campus Programme Update

- .1 Council RECEIVED and NOTED the Castle Meadow Campus Programme update (paper C/24/24).
- .2 The Castle Meadow Campus (CMC) programme had been rated green in terms of progress and risk, however it was NOTED that the rating could move to amber over the coming weeks. This would be triggered by, for example, a potential replan of phase three of the business case. Council was assured that the programme remained, and would be delivered, on budget.
- .3 It was recognised that activity and events scheduled at the campus, were not always widely publicised. Future reports submitted to Council would include a calendar of events planned at the campus.
- .4 Council NOTED that a dashboard would be developed to provide an overview of activity being delivered by suppliers at Castle Meadow Campus.

4181 Latest Revised Forecast

- .1 Council RECEIVED the latest revised forecast (paper C/24/26) from the Chief Financial Officer.
- .2 The financial forecast exercise undertaken in late 2023 had identified a risk to the delivery of the 2023/24 budget. A number of actions had been implemented to minimise the budget deficit. The latest revised forecast presented to Council

included cost saving decisions that had been agreed by the University Executive Board and the projected deficit position. Finance colleagues continued to identify risks and opportunities to that deficit position.

- .3 It was NOTED that, due to the timing of Committees and for expediency, Finance Committee had not had the opportunity to formally consider and approve the paper at a meeting. However, Finance Committee members had been apprised of the paper and its position and were supportive of its consideration by Council.
- .4 It was unlikely that the financial gap would be fully offset and it was anticipated that the 2023/24 financial year would report a deficit. Council NOTED the risks associated with reporting a deficit and members were assured that appropriate action continued to be explored and taken to reduce and close the financial gap. The UEB Finance Subgroup continued to meet and a Financial Controls group had been convened to further support activity.
- .5 Areas of strategic priority and spend related to compliance activity continued to be protected. A review of the University's strategic investment pipeline remained ongoing, to understand where there might be opportunities to rephase, or temporarily pause, projects.
- .6 Council APPROVED the latest revised forecast as presented in paper C/24/26, on behalf of Finance Committee.

4182 RESERVED

4183 Annual Estates Update

- .1 Council RECEIVED the annual estates update (paper C/24/41) from the Director of Estates and Facilities.
- .2 In respect of the condition of the estate, the following key points were NOTED:
 - .1 The majority of the HE sector had an estate that was rated either a category A or category B, in terms of its condition. A was the highest rating, D was the lowest rating. It was thought that a significant portion of the University's estate was rated a category C;
 - .2 The annual spend on maintenance of the estate was approximately £11.5m;
 - .3 There continued to be good progress in addressing areas of non-compliance across the estate. However, it was recognised that further improvements could be made;
 - .4 The levels of capital investment that had been allocated to estates projects, such as the asset replacement programme, district heating replacement and addressing roofs that required repair;
 - .5 There had been plans to conduct a condition survey of the estate in 2023/24, but this had been temporarily paused. Council was assured that, despite not undertaking a condition survey, there was confidence that any asset, or space in the estate, that required repair was reported and addressed. Regular compliance audits of fire, water hygiene and asbestos were undertaken;

- .3 The Director of Estates and Facilities provided an outline of the Reshaping the Estate programme which had been approved by UEB as a strategic change project. The project was designed to address the future size, shape and utilisation of the University's estate. The following key points were NOTED:
- .1 Current challenges included deteriorating condition, increasing running costs and an estate that was becoming both environmentally and financially unsustainable. The objectives of reshaping the estate programme would be to address such challenges to provide high quality spaces for staff and students, to develop a smaller, more flexible estate with shared spaces and to develop a smart campus;
 - .2 The proposed timeline for the progression and implementation of the reshaping the estate programme. Over the following six to twelve months, data on the size and usage of the estate would be gathered and there would be engagement with key stakeholders to understand how they utilised space.
- .4 Council would welcome a further opportunity to discuss the Reshaping the Estate programme in detail and to review the data on the size and usage of the estate once available.

ACTION		Owner	Due
.5	A twilight session would be scheduled that focussed on Reshaping the Estate and provided Council with an opportunity to understand the data gathered on the size and usage of the estate.	Secretary/ Director of Estates and Facilities	October 2024

4184 Appointment of Senate Members to Council

- .1 Council RECEIVED the paper (C/24/32) from the Registrar.
- .2 At its February 2024 meeting, Council had considered a recommendation from Nominations Committee regarding the process for the appointment of Senate members to Council. The recommended approach was an interview process. Council had been keen that feedback on the appointment mechanism be sought from Senate before a final determination on process would be made. At its March 2024 meeting, Senate had considered the appointment process in detail, alongside the recommendations from the Senate Effectiveness Review Implementation Group (SERIG). It was reported that a majority of Senate members present at its most recent meeting had voted in favour of an election process.
- .3 It was NOTED that an election process for Senate members to Council had been implemented some years prior but after some years of operation, Senate determined that it was inadequate and did not lead to a diverse membership. It was then agreed that the Vice-Chancellor would identify candidates for appointment to Council.
- .4 Council DISCUSSED both the election and interview processes and considered the feedback from Senate members on each mechanism. The advantages and disadvantages of both processes were also NOTED.
- .5 Council AGREED to the adoption of an election mechanism to appoint Senate members to Council. The Registrar, with the support of the Chair, would inform Senate of Council's decision. However, the following points must be clearly articulated during the election process:

- .1 The role of a Senate member on Council and the expectations of members;
- .2 The requirement to participate in a thorough induction for the successful Senate member appointed to Council;
- .3 Council would review the appointment process within a three year period. However, Council had the discretion to review and reconsider the election process earlier than three years, should it feel it appropriate to do so.

ACTION		Owner	Due
.6	Senate would be informed of the discussion by Council and its agreement to the adoption of an election mechanism to appoint Senate members to Council. The feedback provided by Council would be incorporated into the election process.	Secretary	May 2024

4185 Research and Knowledge Exchange Update

- .1 Council RECEIVED the Research and Knowledge Exchange update (paper C/24/29) from the Pro-Vice-Chancellor Research and Knowledge Exchange, which reported on current research performance, research priorities and the research environment.
- .2 The University had three institutional key performance indicators (KPIs) to monitor performance in research and knowledge exchange: research income per FTE, research in top 10 percent citations and Higher Education Business and Community Interaction Survey (HEBCIS) income. The University performed ahead of target against each KPI, although it was recognised that there were opportunities for continuous improvement.
- .3 External frameworks were also used to measure research and knowledge exchange excellence, each of which had an impact upon quality related and higher education innovation funding awarded to the University. This included the research excellence framework, the knowledge exchange framework and the annual HEBCIS return.
- .4 Council DISCUSSED the number of bids submitted by colleagues at the University and the rates of success. Bid submissions were monitored by the University on an ongoing basis and it was NOTED that the number of successful bids was increasing.

4186 Professional Services Report: Finance and Infrastructure

- .1 Council RECEIVED the finance and infrastructure report (paper C/24/28) from the Chief Financial Officer, which presented information on KPIs, risk and finances.
- .2 Council NOTED the following key points:
 - .1 An overview of the Finance and Infrastructure's financial position and the budgets allocated to each department;
 - .2 Detail on which of the University KPIs the department significantly contributed towards;

- .3 The KPIs for the department and how the progress of achievement of those KPIs was monitored;
- .4 Staff engagement survey highlights. The overall engagement score for the department was 79 percent, which was slightly higher than the overall University engagement score of 75 percent. There was continued work to do to further improve the staff engagement score and this would be addressed within the 'people plan' for the department;
- .5 Departmental risks and mitigating actions.

4187 Equality, Diversity and Inclusion Annual Report

- .1 Council RECEIVED the equality, diversity and inclusion annual report from the Pro-Vice-Chancellor People and Culture.
- .2 Council offered its congratulations to the University and colleagues that had contributed towards the achievement of the gold Athena SWAN award. The University of Nottingham was the first HE institution to be awarded gold.
- .3 Council NOTED the key achievements for 2022/23 presented within the report. This included the introduction of 'get ready for Nottingham' which had been developed to welcome incoming students and to create a sense of community.
- .4 Council NOTED the ongoing work to achieve gender balance within level six roles KPI.

4188 Finance Committee Report

Council RECEIVED and NOTED the minutes and report from the Finance Committee meeting held on 28 February 2024 (paper C/24/31).

4189 Council Agenda Forward Plan

Council RECEIVED and NOTED the Council forward plan (paper C/24/23).