MINUTES SECTION A – OPEN FOR PUBLICATION

**Part One – Preliminary Items**

1. **Highlighted Items**
   Council **agreed** the highlighted items.

2. **Minutes**
   The minutes of the meeting held on 29th June were approved.

3. **Matters Arising**
   Council noted the actions arising from past meetings.

   **Matter Arising 1: Industrial Action**
   USS: Technical valuation activities were proceeding. Earlier this month City launched the required statutory consultation with current and eligible members of USS (employees) which would run to 24th November 2023. Key aspects for staff were the proposed improvement in accrual rates from 1/85th to 1/75th from 1st April 2024 for the Defined Benefit element of the Scheme. The consultation also signalled a reduction in contribution rates for employees and employers.
Industrial Action – UCU had suspended the Marking and Assessment Boycott on 6th September 2023. Staff had been required to prioritise marking in relation to outstanding work and resits. The majority of students had been able to graduate with appropriate mitigations in place, either in allocating marking or as a result of the suspension of Senate regulations, where required.

As part of the Industrial Action mandate which ran to 30th September, UCU had called on branches to take strike action to coincide with the start of term in each institution. At City this would have been for five days of action starting on Monday 25th September. The City Branch had voted not to proceed with this action.

UCU had launched a further ballot for strike action and Action Short of a Strike, which would run to Friday 3rd November. This was an aggregated ballot and the actions within ASOS listed by UCU include a Marking and Assessment Boycott.

Industrial Action – UNISON had voted to take five days of strike action to coincide with Welcome Week and the start of term. These ran to 3rd October. Participation had been limited with the exception of the Security Team.

The Business Continuity plans in place had ensured that City was able to remain open with the majority of services and events unaffected. This had, however, led to several staff working very extensive hours in PAF, the Security Team, Safety Office and the Library, during this period, to ensure the campus remained secure and safe.

4. Conflicts of Interest
It was noted, in relation to items 10.1, 10.2, 10.3 and 11, that:
- Adrian Haxby was a personal friend of the Chair of Council at St George’s.
- The interest of the independent members in terms of their future role post-merger should be recorded.
- The interests of staff members and staff attending Council in terms of their employment status post-merger should be recorded.
- Staff members and attendees at Council would, at future meetings, withdraw from discussion and voting on the terms of any staff restructuring that might directly affect them personally.

5. Items Specially Brought Forward by the Chair

Council Appointments
Rachel Lock had been appointed and was already engaging and had started to meet with members of the Senior Team.

The Chair was sad to announce that Simon Harding-Roots was stepping down as a member at the end of the year. The Chair was very grateful that Simon had kindly agreed to continue to assist and advise Council on Estates matters in relation to the City/St George’s Project.

CGNC had agreed at its recent meeting to start a new search to replace Adrian Haxby, Chair of SaFCo and would liaise with Adrian on how he might assist with the process.

Council approved the CGNC recommendation that Professor Bob Allison take over as Chair of Audit and Risk Committee when Kru steps down.

Council Appraisal/Effectiveness Questionnaire
Council Members were asked to please complete the questionnaire which would be circulated by Governance in due course.

Audit and Risk Committee report
The Chair of ARC assured Council that ARC was not anticipating any delays with signing off the accounts in November.
6. **Calendar**
Council noted the calendar of business.

7. **President’s Report**
Council noted the update from the President. Since the last meeting, the President noted that:

- SLT had continued to prioritise the provision of a high-quality experience to City’s students. It was encouraging to see the efforts reflected by progress in the NSS results published in August 2023, which saw City improve by 45 places from 2022. There was still however, much work to be done in order to deliver against City’s commitments in this area.
- City’s recent award in the Teaching Excellence Framework (TEF) had been a gold award for its student outcomes together with a bronze rating in teaching - which re-emphasised the need to improve in this area.
- City’s focus of attention would be on excellent teaching, well delivered, and timely and appropriate assessment and feedback. As promised in the Strategy, City would become a university that delivers distinctive education and a great student experience at scale. Susannah Quinsee and Juliet John had been working with Executive Deans to develop action plans for 23/24, responding to these institutional challenges as well as programme-specific issues.
- Progress continued to be made in delivering on all areas of City’s Strategy. The President struggled to identify any areas of work which were not progressing positively.
- The relationship with the Trade Unions seemed to be in a better place and only 22 members of staff had been identified as subject to pay reductions as a result of the marking and assessment boycott.
- An issue to be addressed remained City’s operating margin, but the strategic opportunities for City were many. The President believed that addressing the problems of the margin would take time and City needed to urgently address its strategic repositioning.
- Political discourse remained, disappointingly, a challenge for Universities given that this was the only sector which had transformed to meet the Government’s strategic agendas.

8. **SU Report**
Council received the update from the SU President and in discussion the following points were noted:

- The Union had secured a 35% discount for students and staff to be able rent a BuzzBike. For a 12-month contract, the price will only be £11.70 instead of £17.99 per month. Thanks to the support of the Professor Anthony Finkelstein, the first 200 students would also receive £50 reimbursement and £10 towards a helmet.
- Progress had been made on the Union delivering its first South Asian Week and Fair. Activities will involve student groups, food, and performances.
- A paper had been submitted to City asking for a reconsideration of its approach to fee instalments with the hope of making it a more student friendly process.
- The SU was developing an exciting range of activities for students over the course of October to recognise Black Futures Month.
- The Freshers’ Fair had been the SU’s biggest and best event to date with 5485 students attending on the day.
- The Chief Executive and Students’ Union Officers had visited St. George’s Students’ Union to build relationships and gain a better understanding of the opportunities and challenges of merging both students’ unions.
- There were significant cultural differences in the way the two Unions currently operated and in their student bodies, but there were also great opportunities for consolidation of resources to provide an enhanced experience across multiple sites. The Chief
Executive of City's SU had been working closely with their counterpart at St George's and had commenced the necessary work to establish a merged Trustee Board.

- The GetHeard@City platform went live on 15 September, and by Tuesday 19 September over 1700 students had logged in and created accounts. Students had started to provide constructive feedback through the platform and many expressed their gratitude for having a space to share their feedback.

9. Finance

9.1 Financial Performance Report: Q4, 2022/23

Council considered the report and in discussion the following points were noted:

- The underlying surplus/deficit was the figure used to monitor City’s performance as this factored out the pension movements. The deficit before FRS 102 Pension movements was expected to be £1.6M compared to a £5.0M forecast deficit in the Revised Forecast. There were many variances, but the improvement was predominantly due to higher-than-expected investment income and reduced depreciation.
- The concern throughout the year had been that if the deficit turned out to be significantly worse than £5M, City would breach one of its covenants with MetLife. City now had £1.5M of headroom above the level of deficit at which the covenant would be breached.
- The first draft reports that results will show a surplus of £11.9M, due to a large positive movement through the I & E account to adjust the USS pension liability on the Balance Sheet as a consequence of positive actuarial assumption changes to the schemes assets and liabilities.
- The Total Comprehensive Income was currently showing as £56M which was due to a significant gain on the LPFA pension scheme. The CFO was awaiting PwC advice about the accounting treatment of such a large surplus.
- Moving forward, City needed to be more robust in its approach to financial planning. It would be good to get more confidence on a 3-to-5-year outlook rather than year on year. Financial sustainability for the medium term was essential, as City needed to grow with its ambition.
- The President noted that the story over the past year had not just been about spending restraint; and that in the current year (to date) City had driven recruitment and pulled back on the progression position, which had been a big, unexpected adverse event in 2022/23. Management continued to drive the necessary structural changes which would lead to cost savings as well as the Portfolio Review which would lead to achieving that medium term position.
- The Chair congratulated the Finance Team for the collaboration across City to achieve such good financial control to make the necessary savings to get City closer to break-even.

9.2 Student Recruitment

Council considered the verbal update and in discussion the following points were noted:

- UG admissions looked to be on target overall with Bayes above target.
- The Freshers' Fair had been the SU’s biggest and best event to date with 5485 students attending on the day.
- City achieved approximately 92% in terms of student continuation which was in line with planning and an improvement on the previous year.
- PG was a more challenging area and City was forecasting circa 700 down on a forecast of 4700. Home recruitment was currently proving more challenging than overseas in this market.
- The COO noted that City had been slow on the use of agents and feedback had also shown that the PG decision-making process needed to be slicker to speed up the process and avoid losing potential students.
• The President noted that Bayes was facing strong competitive headwinds and he was keen to diversify its offerings, so that rather than compete head-to-head more unique offerings were available.
• The COO noted that schools needed to be realistic at the target setting stage and work collaboratively on target setting and admissions processes to address this.

10.1 City/St George’s Project: General Update
Council considered the general update as presented by the Deputy President and in discussion the following points were noted:
• There was more clarity now on the causes of potential delays to the project (which included change in personnel and lack of capacity at St George’s) and how City could mitigate delays.
• Holly Sorce, who had been tasked with setting up the Programme Management Office for the CSG project was now spending at least one day a week at the St George's campus, working directly with colleagues’ there, and this provided great insight into their operations etc.,
• The Deputy President noted that, in relation to the financial component of the work, the issues flagged at SaFCo were in hand.
• The Chair noted that there had been a very helpful discussion at last night’s Chairs’ dinner on how to win hearts and minds at both institutions.

10.2 Draft Joint City St George’s Financial Plan
Council considered the Financial Plan.  
This item is continued in the closed section.

10.3 Pension Provision for a merged City and St George’s, University of London
Council considered the report.  
This item is continued in the closed section.

11. CSG Governance Workstream Update
Council considered the update and in discussion the following points were noted:
• Good progress had been made on the issue of Degree Awarding Powers (‘teach out’) including a recent meeting between City, St George’s and OfS.
• Progress on other tasks on the critical path to merger (the DDQ process, revisions to the Charter and Statutes, and the development of the Transfer Agreement) had been slower. City was awaiting responses on all these fronts from St George’s.
• The University Secretary noted that since drafting the paper, it had been agreed that a governance subgroup of the JCWG would not be established, but rather that Adrienne Fresko, as Chair of CGNC, would work informally with her counterpart at St George’s to take forward discussions on appointing a Council Chair Designate and the population of the Council of CSG. Following these discussions, proposals would be presented to Council for agreement on the approach. [Action]
• With regard to the Transfer Agreement, it was likely that at the meeting on 24th November Council would receive a version with some outstanding issues, but once they are addressed Council could approve the final version at a later date following the meeting.
• In relation to the Charter and Statutes, the next step would be to seek informal Privy Council approval of the proposed changes (once a text is agreed between City and St George’s) and approve a special resolution to petition for an amended Charter at the 24th November City Council meeting. If timing does not allow for Council approval at the November meeting this could be sought by circulation following the meeting.
• On the due diligence front, City had recently received a lengthy due diligence questionnaire from SGUL which it had not been expecting and Pinsents advised that City was under no obligation to complete this. It was likely that this was a result of a continued push from SGUL to be viewed as an equal partner in the overall transaction and City would continue to be clear about its expectations on this; and the potential impact of such a request on the timeline for signing the Transfer Agreement.

• On Academic Governance, very extensive work would be required. This would include developing Senate regulations and Senate policies for CSG; and this work needed to be undertaken jointly with St George’s.

• There was a case for City to push back strongly on any delays caused by Mills and Reeves – they should not impact on City proceeding with this project in a timely manner.

• The Chair noted that a huge amount of work was required before the November meeting and asked that Council be kept informed as to what papers would be ready and what would be expected of Council on 24th November. [Action]

12. Improving the Student Experience and National Student Survey Results: 2023-2024
Council considered the report and in discussion the following points were noted:

• City’s 2023 results showed a considerable improvement since 2022. Last year, City had been ranked 125th out of 130 institutions based on the average of questions 1-26. This year, City was ranked 80th on the average of questions 1-25, signifying a significant improvement in its sector position.

• The NSS question set had changed this year, and City’s performance was even more positive if looking at the average of all questions, including the new questions on mental wellbeing support and freedom of expression. On that basis, for the average of questions 1-27 City ranked 60th nationally. Whilst this was extremely encouraging and an indicator that the approach was effective, much more work was needed.

• The NSS results and indicated in Your Voice 1 and 2, showed that in areas of City’s core business; namely teaching and assessment; considerable challenges remained. This was being addressed by continuous improvement planning with the VP D&SE, and VP E, working closely with schools.

• The VP, D&SE would continue to work closely with the D,SPPU and his team to determine how targets were reached and measured.

• This year City would need to do everything it did last year and more and needed to get a better understanding on what was going on in the classroom. Work would continue with the Change Support Unit to focus on this and would take time.

• The President noted that he had completely re-drafted the promotions criteria placing more weight on leadership and a stronger focus on the quality of teaching which would become a baseline requirement for promotion.

• SLT was keenly aware that the NSS and student experience was the responsibility of all staff, not just academic staff members; and that providing value for money for students was central to City’s mission.

• It might be useful for SLT to consider more messaging or events regarding the quality of teaching, showcasing areas of good practice in order to celebrate what is being done across the institution and to signal that City cared about it. Council would support such initiatives.

13. City Strategy: Performance Measures
Council noted the report and in discussion the following points were noted:

• The City Strategy, approved by Council in late 2022, included a number of performance measures, from which City reviews performance against its strategic objectives. These performance measures include the following categories: pulse, predictive, outcome and key results, split by seven themes: Student Experience,
Continuation, Employment, People/EDI, Research, Student Recruitment and Finance.

- Discussions on School performance measures were ongoing and school specific planning meetings would be held, with the aim of firming those targets up before approval at Academic Planning Board. School performance measures were not routinely circulated to Council.
- City was committed to building a better, more robust, data infrastructure to enable it to measure what it wanted to.

14. **Appraisal of the Chair of Council**

The Chair of Council, Julia Palca, absented herself for this item and the Deputy Chair, Kru Desai, took the Chair for this item.

- The Chair was concluding her 6th year as Chair of Council. She has undertaken the role with commitment, energy and care. Specifically, Council meetings allow for a balance of discussion of strategic items that focus on the future growth of City, and considering items that meet City’s regulatory responsibilities.
- An environment of open debate and decision making is encouraged, and expert views are sought from independent members, staff and student representatives to assist Council in making informed decisions.
- Council meetings are well structured supported by relevant papers and presentation.
- Feedback from Independent members and staff was that Julia has been a pleasure to work for and to work with. Specifically, she has demonstrated leadership with care, diligence, and passion for City with regard to:
  - Representing City at external bodies in the Sector
  - Navigating the changeover of President for City
  - Supporting the leadership in managing the University through Covid
  - Strategic investments in the estate like Finsbury Square
  - Change of name for the Business School
  - Refresh of the City strategy
  - Attracting new talent to serve on the Council as Independent Members
  - The proposed merger with St George’s Medical School
- The Chair’s focus in the last year had been to navigate City through consideration of the merits of a merger with St George’s. This was a highly complex initiative. The Chair had built good relations with her counterpart and skilfully managed the process of appointing the President Elect of the proposed combined institution.
- The Chair had also empowered colleagues to lead on aspects of the proposed merger where their expertise was essential to provide assurance for Council in deliberations relating to the proposed merger. Specifically, this had been in the areas of strategic finance, property, legal and governance. This approach contributed to an engaged and informed Council.
- The Chair has performed her duties in an exemplary manner and served City well.

15. **Committee Minutes**

15.1. Senate 10th May
15.2. Strategy & Finance Committee 15th June
15.3. Audit and Risk Committee 21st June

16. **Risk Register Review**

Council noted the Risk Register which had been considered in detail at Audit and Risk Committee in June.

17. **Health and Safety Mid-year Report**

Council noted the report which had been considered in detail at Audit and Risk Committee in June.
18. The Guardian University Guide 2024
   Council noted the report.

19. Degree Outcomes Statement
   Council noted the statement, which had been considered by Senate in June.

20. Suspension of Regulations
   Council noted the report to Council on the suspension of Regulations.

21. Strategic Estates Projects Update
   Council noted the update.

22. Policy Update
   Council noted the update.

23. Register of Collaborative Provision
   Council noted the Register.

24.1 Reportable Events Policy
   Council approved the Policy.

24.2 Reportable Event
   Council noted the reportable event relating to the City Law School. In discussion it was noted that the planned visit to City of the Bar Standards Board (BSB) had resulted from a failure by the City Law School to respond appropriately to comments made by external examiners appointed by the BSG.

25. FOI Review
   Council agreed that no changes were required.

26. Date of Next Meeting
   Friday 24th November, Plenary Dinner on Thursday 23rd November.

Julia Palca
Chair of Council
October 2023