

UNAPPROVED COUNCIL MINUTES
MEETING HELD ON 26th NOVEMBER 2021, 9.00am to 12.00 noon
Northampton Suite

Members		Meeting 1 07.10.21	Meeting 2 26.11.21	Meeting 3 24.02.22	Meeting 4 01.04.22	Meeting 5 13.05.22	Meeting 6 30.06.22
Independent Members	Ms Julia Palca (Chair)	✓	✓				
	Professor Anthony Finkelstein (President)	✓	✓				
	Ms Kru Desai	✓	✓				
	Mr Simon Harding-Roots	✓	✓				
	Mr Adrian Haxby	✓	✓				
	Professor Chris Jenks	✓	A				
	Mr Thomas Lee-Warren	✓	A				
	Dr Andrew Mackintosh	A	✓				
	Ms Ebele Okobi	A	✓				
	Mr Anant Prakash	✓	✓				
	Ms Jen Tippin	A	✓				
	Mr Ron Zeghibe	✓	✓				
Staff and Student Members	Ms Mary Luckiram	✓	✓				
	Ms Shaima Dallali	✓	✓				
	Ms Liz Rylatt	✓	A				
	Professor Debra Salmon	✓	✓				

Key: ✓ In Attendance A Apologies P Part Attendance N/M Not a Member S Sabbatical

In Attendance	Reason and Meeting Section
Mr Kevin Gibbons	Director of Property and Facilities (Items 1 – 7.2)
Professor Andrew Jones	Deputy President (DP)
Dr William Jordan	College Secretary (CS)
Ms Sarah Lawton	Governance Administrator for (Item 13)
Professor Miguel Mera	Vice-President, Research (Item 7.2 and 10.4)
Ms Marion O'Hara	Finance Director
Mr Andrew Younger	Assistant Director, Corporate Finance (Items 1 – 9.5)

MINUTES SECTION A – OPEN FOR PUBLICATION

Part One – Preliminary Items

- Highlighted Items**
Council **agreed** the highlighted items.
- Minutes**
The minutes of the meeting held on 7th October were approved.
- Matters Arising**
Council noted the table of actions arising from past meetings.

USS Update

UCU had not met the threshold at City required to take industrial action but was likely re-ballot its members on USS and pay. Communicated with staff had been issued to update them on developments.

Proposed changes to Structures and Names

Following Senate in December, Council would be asked to approve (by circulation) the formal proposals which it endorsed in principle at its meeting in October. **[Action]**

It was noted that the internal advertisement for a Dean of SASS (interim) would close on Monday.

- Conflicts of Interest**
None.

5.1 Items Specially Brought Forward by the Chair

The terms proposed by Remuneration Committee for the departure of Liz Rylatt, CFO had been agreed and Liz had left City.

The Chair welcomed Marion O'Hara (formerly Finance Director) to her first meeting as interim CFO.

Prevent Training

Council had welcomed last night's training session but noted that it would also find it helpful to receive assurance throughout the year that City was acting accordingly with regard to Prevent issues (perhaps by way of a presentation from Louise Jennings).
[Action]

Council Effectiveness Review

Minerva had begun their review and Council members would receive a questionnaire in due course for completion. As part of their review, Minerva would observe at least one meeting of each committee next year. The College Secretary would contact Minerva to ask that co-opted members be consulted as part of the review.
[Action]

Students Union meeting

The Chair had met with the SU on 16th November (with the President, Simon Harding-Roots and the College Secretary) and the following points were noted:

- Mental health services should be made more accessible to students.
- Students would like to be able to select course modules sooner.
- Students would welcome better access to information on the website about tutors and their specialities in order to make informed choices.
- Both the SU and City would like to proactively promote the diversity agenda.

Recruitment of Independent Council Members

Russell Reynolds had provided the Chair and President with a very interesting short-list of potential candidates. Members should notify the Governance Team if they would like a copy. **[Action]**

Strategy Board

A Strategy Board had been established chaired by Professor Debra Salmon. Council would be represented on the Board by Kru Desai and would receive regular updates from the Board.

5.2 Council Member Appointment

Following a recommendation from CGNC, Council **approved** the appointment of Adrienne Fresko as an independent member of Council for a period of 3 years commencing on 1st August 2022.

6. Calendar

Council noted the calendar and that at the Chair's request "International" would be added. **[Action]**

7.1 President's Report

Council considered the President's update report and in discussion the following points were noted:

- Graduations had taken place at the Barbican over three days and had been a great success.
- Helen Watson had been appointed as City's Chief Operating Officer and will take up post in February and lead City's team of Professional Service Directors.
- Professor Andre Spicer had been appointed as Bayes Business School's Interim Dean and would take up the role on 1st December 2021.
- Two new appointments in the President's Office: Assistant Vice-President (Global Engagement), Dr James Rodgers, Associate Dean for Global Engagement in the School of Arts & Social Sciences, and Assistant Vice-President (Civic Planning & Development), Kanan Barot, Visiting Lecturer at Bayes Business School.

- The President continued to meet Heads of Department, building a process of engagement and laying the groundwork for the strategy process and portfolio review.
- The President had begun to meet with a range of donors, alumni and stakeholders to establish personal connections and had attended meetings and events organised by the City of London. Forming relationships with the City of London was challenging, not least because of the yearly turnover of the Lord Mayor.
- The first ‘Presidential Sprint’ on Programme Approval had proved very useful and would continue with a second phase.
- Further deep dives – in essence these were learning sessions - were underway, the most recent on Entrepreneurship
- The President had spoken at a panel organised by the SU on “Decolonising City” where he set out his position and listened to the important debate.
- Strategy Consultants had been engaged and the strategy process had been initiated. SLT had held a successful half-day awayday on the strategy.

7.2 Strategic Business Case Proposal

Council considered a Strategic Business Case Proposal.

This item is continued in the closed section of the minutes.

8. SU Report

Council considered the SU Report and in discussion the following points were noted:

- This year the SU had given every student on free membership for a society of their choice, as well as implementing a change in membership fees enabling societies not to charge students to join their group. The impact of the Welcome Fair and the aforementioned initiatives resulted in a significant rise in the number of memberships compared to the previous two years.
- The Union had led on a range of events to celebrate Black History Month including an exhibition, information sharing, film screening and a panel event. The panel focused on decolonising City.
- During November, the Union had highlighted men’s mental health and also hosted the Hermes Project on site. The Hermes Project visit universities and organise pop-up mental health barbershops, where haircuts are free, and students are actively encouraged to speak about their worries and stresses.
- The Union and City had won a national “Think Student Award” for Best Campaign for Promoting International Study, another great example of collaboration.
- Student mental health and wellbeing remained a challenge but the SU continued to work with the Director of Registry and Student Services and positive steps forward had been taken.
- Council noted the proposed changes to the Memorandum and Articles of Association of City, University of London Students’ Union and it was noted that once the Democracy Review outcomes were available, Council would be asked to give its approval by circulation. **[Action]**

9. Finance

9.1 2020/21 Annual Report and Financial Statements

Council considered the report and Financial Statements (including the Remuneration Report) and in discussion the following points were noted:

- City had had a very good 2020/21 financial year because in contrast to predicting a large deficit, the institution had instead achieved a small surplus as a result of lockdown and the unpredicted reduction in expenditure.
- The biggest change was included in the Remuneration Committee report and related to the appointment of the new President.
- The Chair suggested that, moving forward, the report might be more useful if it contained a little more narrative (e.g. on City’s carbon footprint) and less

reporting against KPIs.

Decision

Council **approved** the annual accounts, which were subsequently signed by the Chair of Council and President.

9.2 Letter of Representation

Council considered the Letter of Representation noting the assurance statement from the Finance Director which provided additional assurance to Council that the representations made in the Letter were reasonable and may be signed off by the Chair of Council and President. Council noted a tabled misstatement in the draft representation letter which did not have any tax or cashflow impact.

Decision

Council **approved** the Letter of Representation which would be amended to reflect the misstatement and signed by the Chair of Council and President.

9.3 External Auditor's Report

Council received the report which summarised the significant findings from PwC's 2020/21 audit. The report included matters arising from its audit of the financial statements for City, University of London and its subsidiary companies, which PwC were required to report to ARC and Council under the International Standard on Auditing (UK) 260 'Communication of audit matters with those charged with governance'.

9.4 Financial Performance Report Q4, 2020/21

Council received the report which had been considered by SIPCo, noting that City was currently in a good position financially but, with potential inflation and USS-related challenges on the horizon, there was little room for complacency.

9.5 Update on 2021/22 Financial Position

Council noted the early forecast information for 2021/22 which and in discussion the following points were noted:

- The paper provided an update on the financial impact of student recruitment and to highlight some other key changes that will impact the Mid-Year Forecast (MYF).
- The MYF would be available in December and feed into an update of the 5-year Financial Plan. This in turn would be used to prepare the OfS AFR and would be reported to SIPCo in January.

10. Annual Reports

10.1 Audit and Risk Committee

Council considered the report.

10.2 Prevent

Council considered the Prevent Annual Report.

Decision

Council **approved** the Prevent Report for submission to OfS, which was subsequently signed by the Chair.

10.3 Modern Slavery Statement 2021

Council noted the Annual Modern Slavery Statement and agreed that this would remain in place until a strengthened text was approved early in 2022. **[Action]**

10.4 Research Integrity Report

Council received the report noting that City, University of London was committed to ensuring continued compliance with the Concordat to Support Research Integrity and to support and embed a culture of research integrity.

- 11. HR Matters**
- 11.1 HR Annual Report**

Council received the report which had been considered by SIPCo noting that the amount of work which had been undertaken during the pandemic was impressive.
- 11.2 Health and Safety Annual Report**

Council received the report which had been considered in detail by ARC.
- 12. Biannual Institutional Level Risk Review**

Council reviewed the Risk Register which had been considered in detail by ARC.
- 13. Reappointment of the External Auditors**

Council **agreed** the re-appointment of PwC to act as External Auditors for the 2021/22 Financial Year.
- 14. Minutes for Note**

Council received the minutes of the following meetings, noting that some had been approved by the Chair but not the entire Committee:

 - 14.1 SIPCo, 22nd September and 4th November 2021
 - 14.2 ARC, 29th September 2021
 - 14.3 CGNC, 6th October 2021
- 15. Strategic Estates Projects**

Council noted the update report.
- 16. Marketing and External Relations Annual Report**

Council noted the report which had been considered by SIPCo.
- 17. VfM Reporting**

Council noted the paper which had been considered by ARC and SIPCo.
- 18. Academic Risk Assurance Map**

Council noted the map which had been considered by ARC.
- 19. Institutional KPIs and PIs Report**

Council received the report which had been considered by ARC.
- 20. FOI Review**

Council **agreed** that no changes were required.
- 21. Date of Next Meeting**

Council Away Day, Thursday 24th February, 9am Northampton Suite.
- 21.1 AOB**

The Chair thanked Professor Andrew Jones for his contributions to Council, both in his role as interim Deputy President and Deputy President and wished him well in his new role as Vice-Chancellor at Brunel University.

In his absence, the Chair extended Council's thanks to Professor Chris Jenks for the four years of service he had offered to Council as an independent member and Chair of CGNC. As a Vice-Chancellor; Professor Jenks' insights and advice had been extremely valuable to independent members of Council.
- 22.** There was a short meeting of independent members of Council without staff and student members present. This was not minuted.

Julia Palca,
Chair of Council
November 2021