

**COUNCIL MINUTES
MEETING HELD ON 5th JULY 2019**

Members		Meeting 1 05.10.18	Meeting 2 23.11.18	Meeting 3 08.02.19	Meeting 4 22.03.19	Meeting 5 17.05.19	Meeting 6 05.07.19
	Ms Julia Palca (Chair)	✓	✓	✓	✓	✓	✓
	Professor Sir Paul Curran (President)	✓	✓	✓	✓	✓	✓
Independent Members	Sir Brendan Barber	✓	✓	N/M	N/M	N/M	N/M
	Dame Lynne Brindley	✓	✓	✓	A	A	A
	Ms Kru Desai	N/M	N/M	✓	✓	✓	✓
	Mr Andy Friend	✓	✓	N/M	N/M	N/M	N/M
	Dr Paula Franklin	✓	✓	✓	✓	✓	✓
	Professor Iain Gray	✓	✓	✓	✓	A	A
	Mr Simon Harding-Roots	N/M	N/M	✓	✓	✓	✓
	Mr Adrian Haxby	✓	✓	✓	✓	✓	✓
	Ms Philippa Hird	✓	✓	✓	✓	✓	✓
	Professor Chris Jenks	A	✓	✓	✓	✓	✓
	Ms Janet Legrand	✓	✓	✓	✓	✓	✓
	Sir John Low	✓	✓	✓	✓	✓	✓
	Ms Hunada Nouss	✓	✓	✓	✓	✓	✓
	Ms Jacky Wright	A	A	✓	A	✓	✓
	Mr Ron Zeghibe	✓	✓	✓	✓	✓	A
Staff and Student Members	Ms Tuna Kunt	N/M	N/M	N/M	N/M	N/M	✓
	Professor Marianne Lewis	✓	P	✓	✓	✓	N/M
	Ms Mary Luckiram	✓	✓	✓	A	✓	A
	Ms Kristina Perelygina	✓	✓	✓	✓	✓	N/M
	Ms Liz Rylatt	✓	✓	✓	✓	✓	✓
	Professor Debra Salmon	✓	✓	✓	✓	✓	✓

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

In Attendance	Reason and Meeting Section
Professor David Bolton	Deputy President & Provost (DP&P)
Mr Kevin Gibbons	Director of Property & Facilities, Items 11.1 and 11.2
Dr William Jordan	College Secretary
Ms Sarah Lawton	Governance Administrator
Ms Kristina Perelygina	Former SU President
Professor Zoe Radnor	Vice-President (Strategy & Planning) (VP (S&P))

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 17th May 2019 were approved.
- 3. Matters Arising**
Council noted the table of actions arising from past meetings.

Matter Arising 1: USS 2018 Valuation

The CFO (in the absence of the Director of HR) noted that:

Employers had been consulted in May 2019 on a range of USS options relating to the March 2018 valuation. City, with the majority of employers, had supported the

measures set out as Option 3. Option 3 provides for an initial contribution rate of 30.7% (21.1% for employers, 9.6% for employees) to apply from October 2019. A 2020 Valuation would be undertaken and subject to that and ongoing discussions between stakeholders, the contribution rate would remain unchanged until October 2021.

Employers were now being consulted on the package of proposed measures to allow the covenant to be confirmed as 'strong' and to conclude the valuation in line with Option 3. These measures include:

1. Strengthening the Trustee's discretionary powers on employer withdrawal, including a moratorium on withdrawals unless written approval is given by the Trustee;
2. Debt monitoring and *pari passu* security provisions - Further advice on these provisions is to be provided by UUK's actuarial and legal advisors.

Pursuit of Option 3 provided a measure of stability in terms of contribution levels and enabled the outcome of Phase 2 of the work of JEP (the Joint Expert Panel) to be fully considered.

Matter Arising 2: Remuneration Committee Composition

The Chair of RemCo noted that the appetite in the sector for staff and student representation on Remuneration Committees had diminished. As such, it was felt that the composition of City's RemCo as it currently stood was "fit for purpose".

Matter Arising 9: DPO Appointment

The College Secretary noted that there had been no success yet in finding a replacement DPO but would report back again on this at the next meeting.

4. Conflicts of Interest

There were no conflicts of interest declared.

5. Items Specially Brought Forward by the Chair

The Chair welcomed the SU President, Ms Tuna Kunt, to her first meeting as a member.

The Chair also noted that, although he was unable to be at the meeting, this would have been Professor Iain Gray's final meeting and thanked him for his important contributions since becoming a member in April 2013.

Sectoral Developments

Council noted the new further 'priorities' letter from the Secretary of State for Education to OfS (Item 18) and the OfS guidance on the composition of governing bodies (Item 19). Council also noted the Chair's response to the Secretary of State for education on City's recruitment policies (Item 20).

Since the last meeting of Council, Council had approved, by circulation, the Access & Participation Plan for return to OfS (following SIPCo discussion).

Meeting with Professional Services Staff

The meeting was, on this occasion, with 8 relatively senior members of Professional Services Staff, including the 5 COOs in Schools. The subjects covered had included: the case for more investment in IT, the possibility of making more use of social media, investing more in marketing for student recruitment, the use of 'speed dating' between academics by Research & Enterprise to promote joint working across Schools; and the difficulties of engaging students in employability initiatives. The Chair had been very encouraged by the collegiate working arrangements between COOs, who meet together on a monthly basis.

Fundraising Meeting

A meeting of the Fundraising Group had taken place earlier in the week to consider the draft 'Directional Plan' for development and alumni relations. This proposed that

two teams be developed, one focussed on high-level giving, the other on alumni relations and regular small donations. The Cass campaign continued to be developed; and at its next meeting, in November, the Fundraising Group might consider issues surrounding the naming of buildings at City. Discussions with the Cass Foundation about the future relationship between the Foundation and City were also underway.

Graduation

The Chair reminded Independent Members that the next set of Graduations were scheduled to take place on 15th, 16th and 17th July.

6. Council Calendar

Council noted that, as the President would be away in October and unable to host the Chairs' Dinner, the Plenary Dinner scheduled for November would now be held in October (with the Chairs' Dinner moving to November). Council also noted that the discussion topic for the October Plenary Dinner would be "student recruitment".

Part Two – Reports from the President and SU President

7. President's Report

The President highlighted items from his report. In discussion the following points were noted:

- The President, along with four other representatives from London institutions, had met with Philip Augar on the previous day to discuss the Augar Review. Three points to note: (i) the Review Panel had been of the opinion that universities had had received a large financial windfall in 2012, owing to the increase in undergraduate fees, but that, as the President noted, had not been the case; (ii) research was not in the Augar Review's remit and so the damage that the Reviews recommendations would have on the UKs research capability were not considered; (iii) the KPMG analysis underpinning the Review had been undertaken for the sector as a whole (with no attempt to capture the variability of the sector) and had not taken account of sustainability (e.g., capital) costs when calculating the cost of providing undergraduate education.
- The results of the 2019 National Student Survey (NSS) had been published by the Office for Students (OfS) two days previously. City's results were disappointing, especially given the effort of colleagues across City to improve student satisfaction. Although City's performance in the NSS remained above the average of universities in London, performance in two headline measures of satisfaction (City's KPI1, which is the average for questions 1-25; and question 27 on 'overall satisfaction') was not as strong as had been anticipated. KPI1 had seen a decrease of 1.5 percentage points (to 76.7%), resulting in a decrease in City's position from 4th to 10th in London, though City had not fallen 'significantly below' its TEF benchmark. A full analysis report would be provided to Council in October. **[Action]**
- The headline results of *Your Voice 1 and 2* were also now available; and indicated that students had been less satisfied, and work therefore would need to be undertaken to ensure that the publication of "You said, we did" was well communicated to students.
- Much work was underway at City to address undergraduate progression issues and details of work in SASS were given in the President's Report. An update on work across City would be provided to a future meeting of Council. **[Action]**
- The Government had published a strategy to increase international student numbers by 2030, with a particular focus on students from Asia, Africa and Latin America.
- A Foundation Day, to include an awards ceremony and reception, in celebration of City's founding in 1894, would take place on Tuesday 9th July, all Council Members were welcome to attend.

- City had signed up to the UN Sustainable Development Goals, building on City's existing strength as the greenest university in London.
- The President had accepted an invitation to deliver the keynote presentation at the Latin American HE Conference, Peru, in October.
- The post of Dean of Cass had been advertised earlier in the week.
- The Centre for Food Policy would return to SHS, from its current home in SASS, in readiness for the 2019/20 academic year.
- In May SMCSE had hosted MegaCities 2050, one of the 2019 Clerkenwell Design Week's fringe events.
- The interdisciplinary and international Violence and Society Centre had been established in March with Professor Sylvia Walby OBE as its Director.
- City's planning application for the Library extension was successful. While final approval was deferred, subject to City resolving several issues, the current project plan would continue with Level 6 of the Northampton Square Library closing on 22nd July and Library Staff decanted to temporary offices until December 2020.
- Following the departure of the Director of Research & Enterprise, Jonathan Deer had been appointed as Interim Director.
- The attendance of staff at national conferences, noted in the Report in relation to Student & Academic Services, was to be welcomed. But it would be important, when presenting on City's work to others, not to make public best practice at City when this was commercially confidential.

8. Students' Union Report

The Students' Union (SU) President highlighted items from her report. In discussion the following points were noted:

- From 1st July the SU's VP, Activities and Development, would become VP, Community and Well-being.
- Development of the SU's new Strategic Plan was due to be approved by the Board of Trustees on 11th July.
- The SU survey on Lecture Capture supported City's plans to increase the number of rooms in which it was available. The results of the GTA survey would be presented to Senate next week by the SU and UCU.
- The immediate focus of the incoming SU President would be a review of the representation structure operated by the SU and its effectiveness, which would be known as a 'democracy review' in the SU.
- The Chair congratulated the outgoing SU President and her Team for their success in relation to the NSS Question 26: 'The students' union effectively represents students' academic interests', 62% of City students agreed with this statement, and positioned City's SU 2nd in London.

Part Three – Major Items for Discussion or Decision

9. Staff Survey – Plans

Council noted the Staff Survey Plans paper and in discussion the following points were noted:

- The paper outlined the current position regarding the Executive Committee's consideration of plans for Staff Survey activity. The proposal was to postpone the planned 2019 Staff Survey to Spring 2020 using a new provider.
- This proposal reflected the withdrawal from the market of ORC, City's usual provider for survey services and, in addition, the requirement for the re-accreditation Athena SWAN Survey to take place in November.
- This way forward would allow time to ascertain what plans of other ORC HE clients and to explore further the possibilities of collaboration.

- Council endorsed the proposal to postpone the Staff Survey on the basis that City also announced measures to “listen to staff” in the meantime.

10. Finance

10.1 Draft Five-Year Financial Plan 2019/20 – 2023/24 (incorporating the Draft Budget 2019/20)

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

- The papers were excellent and offered a high degree of transparency in relation to City’s Draft Budget and Draft Five Year Plan – and made it clear that City was operating in a high-risk environment and one in which its cash balances were potentially lower than the downside risks it faced. Further income would need to be generated; and further consideration of costs was also required, through reviewing City’s cost base.
- Growing revenue remained challenging in an environment where regulated fees were capped and did not grow. The plans reflected an assumption of a 2% pa uplift on unregulated fees. It was also expected the Cass would generate additional income that could compensate for the additional rental costs now under consideration as part of the ‘new option’ for the Cass estate (discussed at Item 11.1 below); but this expectation had not yet been reflected in the Draft Five Year Plan.
- City’s cashflow would depend on decisions that had yet to be taken in relation to its estates strategy. As the estate plan for Cass was further developed, it was increasingly likely that the final version of the plan would envisage a start on the Centenary building project in 2023/2024, one year later than had been proposed, originally, in the *Vision & Strategy 2026*.
- The Change Support Unit should eventually contribute positively with regard to cost savings across the institution. The Director of the Unit had been appointed recently and work should soon be underway. The VP (S&P) would report on the way forward later in 2019. **[Action]**
- Many factors needed to be considered in developing forward plans for staffing numbers at City, including the staff/student ratio calculations that fed into university league table rankings. All Schools at City have had Academic Staffing Plans for at least the past three years and these were being actively implemented by Deans. This aspect of the work of Deans would be covered when Deans presented to SIPCo on implementation issues and to ARC on risks in their Schools.

Decisions

Council **approved** the 2019/20 Budget.

Council noted the current Five-year Financial Plan 2019/20 to 2023/24 and agreed that it would maintain a dialogue with the CFO and Executive until the next meeting in October when a final version of the plan would be presented for Council’s approval prior to its submission to OfS. **[Action]**

10.2 Financial Performance Report Quarter Ended 30th April 2019 (Q3, P9)

Council noted the Financial Performance Report and that City had managed to cover the short-fall in income (which it had begun the year with) and that City was on track. It was noted that the report was sent to HSBC in line with City’s covenant requirements and would be provided to Council for information in July.

Kevin Gibbons joined the meeting.

11. Estates

11.1 Cass Estate – New Option

Council considered the paper which outlined the options for the Cass Estate. In discussion the following points were noted:

- The paper provided an update on remodelling of Bunhill Row Building in conjunction with either the redeveloped Centenary Building at Northampton Square (Option 2a) or the new option of taking out a long-term lease on another building nearby (Option 2b).
- The Interim Dean of Cass endorsed this new option, noting that it was by far the best option he and his senior colleagues at Cass had seen put forward to support the future of Cass.
- It was important that the new space in premium accommodation, under the proposed new option, should not be used simply for Cass academic staff offices, but should also be used for education and provide facilities for the benefit of Cass students.
- In the next stages, the SU would be involved in consultations with regard to the possible benefits/disbenefits to students of teaching at least part of the third year Cass undergraduate programmes at Bunhill Row.

Decision

Council **approved** the development of the new option for the Cass Estate and the production of a detailed proposal.

A special meeting of SIPCo would be convened later in the summer for consideration of the proposal; all Council Members would be invited. **[Action]**

11.2 Sebastian Street

Council considered the paper which proposed the final budget for Sebastian Street development that included a commercial settlement with BAM, designed to buy-out remaining contract risk. Council received assurance that additional costs were as a result of overrun and that apart from that the project was still on track and in “good shape”.

Decision

Council **approved** an increase to the Sebastian Street project budget of £5.64M to a new total of £68.64M.

Kevin Gibbons left the meeting.

12. League Tables Update

Council noted the paper which provided Council with an update on City’s performance in three recently published rankings. In discussion the following points were noted:

- City had improved its position in the *QS World University Rankings* by two places to 349th and by nine places to 57th in the *Complete University Guide*. City fell two places in the *Guardian University Guide* to 97th.
- Projects to optimise City’s rankings were underway, led by the Director of Strategic Planning and Performance. The league table position would improve if and as City improved performance in its Education KPIs.

13. Risk

13.1 Risk Register Biannual Review

Council reviewed the Institutional Risk Register and in discussion it was noted that the Risk Register now reflected the outputs from a risk workshop which had been held in April with risk owners and three ARC members in attendance. At the workshop. changes to the risk register pages, to provide greater clarity, had been agreed. It was

proposed that the changes made to the Institutional Risk Register would be reflected in School Risk Registers over the next year.

13.2 Health and Safety Mid-year Report

Council received the Health and Safety report noting that:

- A note would be circulated to Council when the proposed Health and Safety Office Audits (mentioned in para 1.2.1 of the report) were complete, in October 2019, summarising their findings, and any impact the findings might have had on the overall 'red' risk rating for Health and Safety issues in the Risk Register. **[Action]**
- A new Health and Safety Local Action Plan had been introduced for each School/Professional Services Directorate. This was to support improved procedural adherence, especially with regard to the requirement of suitable and sufficient risk assessments, health and safety objectives and an annual review cycle.
- The Local Action Plan (LAP) was partially pre-populated to ensure that the local activity aligned with City's Health and Safety Plan. The LAP was being worked on by Schools and Professional Services Directorates with assistance from the Safety Office. Each School and Service are required to have a completed LAP by November 2019.

14. Governance Matters

14.1 CGNC Annual Report (Verbal)

Council noted the report from the Chair of CGNC which covered CGNC's regular activities in relation to making recommendations to Council for the award of Honorary Degrees at City; the appointment and re-appointment of members of Council and its Committees; and on revisions to City Ordinances.

14.2 Council Members' Appraisal of Council

The Chair reported that the majority of members had participated in the annual appraisal of Council and thanked them for their engagement in the process. Overall, members were in agreement that Council and its Committees were performing very well. In relation to the School Links Scheme the responses had been varied but the links with Cass and SHS were both working well. There had been a special mention for Adrian Haxby as an excellent Chair of SIPCo from a number of respondents.

In discussion the following points were noted:

- Papers were still too long and the Chair urged the Executive to give further consideration to this, particularly to the provision of summaries for all long papers.
- One-to-one appraisal discussions with the Chair and Council Members would be reinstated for the 2019/20 appraisal round. **[Action]**

CGNC would review the detailed comments to see if there were improvements that should be proposed. **[Action]**

The Chair absented herself for the following item and the Deputy Chair presided.

14.3 Appraisal of the Chair of Council

Governance had circulated the agreed appraisal questions to all members of Council prior the meeting and the Deputy Chair sought feedback. In discussion, the following points were made:

- The Chair had been thorough and assiduous in all aspects of her engagement with City and the wider sector; and she had manifestly grown in knowledge, confidence and stature in the role over the past year.

- The Chair's engagement with the SU and with the issues of students had been very much appreciated by the former SU President and the newly elected President and their respective teams.

The Chair re-joined the meeting.

Part Four – Information

15. Minutes for Note

- 15.1** SIPCo, 2nd May 2019 and 13th June 2019
- 15.2** CGNC, 7th May 2019
- 15.3** Senate, 15th May 2019
- 15.4** Audit & Risk Committee, 17th June 2019
- 15.5** Remuneration Committee, 7th March and 16th May 2019

16. Strategic Estates Projects Update

Council noted the update.

17. Research and Enterprise Annual Report Update

Council noted the update to the report.

18. Supplementary Guidance to the OfS from the Secretary of State for Education

Council noted the letter from the Secretary of State for Education.

19. OfS Guidance on the Composition of Governing Bodies

Council noted the OfS guidance.

20. DfE correspondence: Conditional/Unconditional Offers

Council noted the reply from the Chair of Council to the Secretary of State.

21. Council and its Committees' Meeting Dates 2019/20

Council noted the dates and (as noted at Item 6) that the Plenary Dinner scheduled for November would take place in October and the Chairs' dinner would take place in November.

22. Opportunities for Further Engagement with City for Independent Members

Council noted the calendar of forthcoming meetings and events.

23. FOI Review

Council **agreed** that no changes were required.

24. Date of Next Meeting

Friday 4th October 2019.

Part Five – Meeting of Independent Members

There was a meeting of the Independent Members, which was not minuted.

Julia Palca

Chair of Council, July 2019