

UNAPPROVED COUNCIL MINUTES
MEETING HELD ON 25TH NOVEMBER 2022, 9.00am to 12.00noon
N217, 200 Aldersgate

Members		Meeting 1 06.10.22	Meeting 2 25.11.22	Meeting 3 23.02.23	Meeting 4 31.03.23	Meeting 5 18.05.23	Meeting 6 29.06.23
Independent Members	Ms Julia Palca (Chair)	✓	✓				
	Professor Sir Anthony Finkelstein (President)	✓	✓				
	Ms Kru Desai	✓	✓				
	Ms Adrienne Fresko	✓	✓				
	Mr Simon Harding-Roots	A	A				
	Mr Adrian Haxby	✓	✓				
	Mr Thomas Lee-Warren	A	A				
	Dr Andrew Mackintosh	✓	✓				
	Ms Catherine McGuinness	✓	✓				
	Ms Ebele Okobi	✓	A				
	Mr Anant Prakash	✓	A				
	Ms Jen Tippin	A	A				
	Mr Ron Zeghibe	✓	✓				
Staff and Student Members	Professor Elisabeth Hill	N/M	✓				
	Ms Mary Luckiram	✓	✓				
	Professor Debra Salmon	✓	✓				
	Professor Andre Spicer	N/M	✓				
	Ms Gesmina Tsourrai	✓	✓				
	Ms Helen Watson	✓	✓				

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

In Attendance	Reason and Meeting Section
Mr Dominic Davis	Director of SPPU
Professor Juliet John	Vice-President, Education
Dr William Jordan	College Secretary
Ms Sarah Lawton	Governance Administrator
Ms Marion O'Hara	Interim Chief Financial Officer
Mr Mark Pacey	Project Manager Change Support Unit (Item 13)
Dr Sionade Robinson	Vice-President, Enterprise, Engagement and Employability
Professor Susannah Quinsee	Vice-President, Digital and Student Experience

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 6th October were approved.
- Matters Arising**
Council noted the actions arising from past meetings.

Industrial Action:

Three days of strike action had been called by UCU and Unison. Senior management in Schools had been encouraged to engage on 1st December with those staff who had declared their participation in strike action to ascertain what had been missed for students and what actions they planned to take to mitigate the disruption. Pay would be deducted from

December pay for staff who had declared their participation. With action short of a strike if a staff member's contract was breached City could withhold up to 100% of pay.

Any staff pay withheld which was not employed to mitigate strike action, would be put into the Student Hardship Fund.

UCEA was currently consulting on the next pay round and City had already submitted its response.

Thus far, the SU President had not received any negative feedback from students as a result of the industrial action but that could change. The SU would focus its attention on communications to mitigate any impact on students.

4. Conflicts of Interest

Adrian Haxby noted that the Chair at Blind Castle was a personal friend and Catherine McGuinness noted her interest at the City of London.

5. Items Specially Brought Forward by the Chair

At its meeting on 24th November, CGNC agreed to recommend that the Deputy President, Professor Elisabeth Hill and the Dean of Bayes, Professor Andre Spicer be approved as Council members for a period of 2 years from 25th November 2022.

Decision

Council **approved** the appointment of Professor Elisabeth Hill and Professor Andre Spicer as staff members of Council.

6. Calendar

Council noted the calendar of business.

7.1 President's Report

The President gave an update on his recent activities and in discussion the following points were noted:

- At meeting of Senate on 19th October, both a new Credit Framework and a revision of the Programme Approvals Policy had been approved.
- At the Finance Board, a good discussion about continuation had taken place.
- At the Academic Promotions Committee, as a result of delegating to Schools responsibility for ensuring that only robust recommendations came forward to the Committee, the Committee had, with very few exceptions, been able to agree to promote staff recommended for promotion.
- The President had asked for more work to be done to address the strategic direction of work to support the Development Committee and the fundraising agenda.
- SLT members had shown a welcome presence at recent LGBTQI+ and Iran events.
- The COO noted a receipt of a letter notifying City of a possible Class Action, concerning over 500 students and the allegation that City had failed to provide services during the pandemic and periods of industrial action. City was in consultation with Pinsent Masons on this matter.
- There was potential for external collaborations for former Urdang students and for the School of Communication and Creativity respectively, which the President and Dean were exploring.
- The President recommended *City Sight* to Council members, noting that *City Sight* distilled the essence of City, incorporating teaching with world leading research and practice (in the form of dispensing to the public).

7.2 Blind Castle Project

Council considered an update on the Strategic Project Blind Castle.

This item is continued in Section B of the Minutes, Closed Business.

8. **SU Report**

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

- The Union had decided to remain neutral on industrial action and to focus on supporting students, working closely with City's management team. The President welcomed the SU's approach which would help City to manage the situation better.
- Cost of Living remained a key priority for the Union and its first ever Cost of Living Summit Assembly Meeting had taken place on 21st of November. The summit began with a Panel event focused on the Cost of Living and what it means for students.
- The SU was working with police and with the COO and staff at City to help ensure that all students felt safe on campus and in its environs.
- On 1st November, staff and students had come together to stand against discrimination, homophobia and transphobia and celebrate City's LGBTQI+ community. This event was delivered by the LGBTQI+ Society in collaboration with City Students' Union and delivered in response to recent discriminatory incidents that had taken place.
- Council noted that Article 21 of City's Charter provides that "*City shall be committed to the fair and equal treatment of every person and shall not discriminate on unjustified, irrelevant or unlawful grounds*", and deplored recent discriminatory incidents at City.

9. **Finance**

9.1 **2021/22 Annual Report and Financial Statements**

Council reviewed the draft version of the 2021/22 Annual Report and Financial Statements and in discussion the following points were noted:

- The papers had been reviewed and endorsed for Council's approval by the Audit and Risk Committee at its meeting on 7th November.
- PwC were still conducting final checks on the version presented and might come back with some minor presentational changes.

Decision

Council **approved** the 2021/22 Annual Report and Financial Statements.

9.2 **Letter of Representation**

Council reviewed the annual Letter of Representation and noted that the letter had been reviewed by Audit and Risk Committee at its meeting on 7th November along with a statement of support from the CFO.

Decision

Council **approved** the letter which would be signed by the Chair of Council and President following the meeting.

9.3 **External Auditor's Report**

Council received PwC's report which had been considered in detail at Audit and Risk Committee at its meeting on 7th November.

9.4 **Five Year Financial Plan 2022/23 – 2026/27**

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

- The 5-year Financial Plan addressed three key requirements:
 - To provide an updated 5-year forecast with which to populate the OfS AFR (presented to Council for approval at Item 9.5).
 - To demonstrate that City could find the investment required to implement the new strategy (presented to Council at Item 10).
 - To provide a building block for use in the Blind Castle "business case".
- An initial draft of the plan had been reviewed by SIPCo and the concerns raised had been addressed by some additions to better explain income growth and the extent to

- which City was using surpluses to pay for investment.
- The plan built on the June version, shared with Council when presenting the Budget for 2022/23. It was recognised then that the School plans did not reflect the potential impact of the strategy investment on the income projections and margins. The Schools had therefore been asked to explore ways in which their contributions could be improved in future years and the outcomes of that exercise were built into this plan.
 - The plan included investment of £21M over 5 years to support the implementation of the strategy. This was the one key change to the Investment Plan. Work to develop a detailed Estates Plan was underway but was not ready to embed. Further estates development was covered by a £5M pa planning provision through the plan.
 - The plan used the Flash Forecast for 2022/23 to provide income projections for the current year which presented an initial assessment of the impact of 2022/23 student recruitment on forecast tuition fee income. This had shown that City was falling short of fee income projections by £9M. This has a significant impact on the first year of the plan and therefore the Flash Forecast and other proposed changes to 2022/23, including the mitigating actions, were covered in the first section of the report.
 - Overall, the plan became 'net positive' only in Year 5; and it was premised on significant growth in student numbers, in income and in contribution rates. Particularly high levels of growth were planned in SST. The planned level of investment over the 5-year period could only be delivered through the planned income growth.
 - In Bayes, the Dean was confident that the numbers would be achieved through measures including growth of MScs and improvements to the quality of undergraduate degrees. There was some opportunity for vacancy savings, although this would not be sustainable.
 - Poor continuation this year had been a sector wide issue. Many students had been less prepared for moving from school to university studies as a result of the pandemic and which is why SLT had been somewhat "blindsided" by the numbers. There was a job of work to be undertaken to support this set of students and City would be much more prepared this academic year, e.g., by moving Assessment Boards to an earlier point in the academic year, so that failing students had the opportunity to take and pass re-sits; and then enrol for the following year of study.
 - There was a case to develop a programme of efficiency savings. Otherwise, City could well find itself uncomfortably constrained by a business model imposed on the sector by the government's setting of fee levels.
 - The Chair noted that while Council approved the plan, this was subject to noting the need to: find savings of £9M to offset the shortfall revealed by the Flash Forecast; to consider further how to grow margin at City; to consider further the development of alternative revenue streams; to do all that could be done to 'de-risk' the forward plans and to confirm that Schools recruitment targets were achievable and robust.

Decision

Council **approved** the Five-year Financial Plan for 2022/23 – 2026/27.

9.5 OfS Annual Financial Return November 2022

Council **approved** the Annual Financial Return to the Office for Students.

9.6 SAP Replacement Project Business Case

Council considered the Business Case and noted that it had been considered in detail at SIPCo at its meeting on 3rd November where the following points had been noted at that meeting:

- Following the procurement exercise, a decision had been made on the preferred software but the decision regarding the Systems Implementation partner was proving

- more complex as due diligence on the preferred supplier was undertaken.
- It was important that the potential risks associated with the ERP replacement project were included on the Institutional Risk Register and that this risk was monitored and scrutinised by the Audit and Risk Committee.
- It would also be important to be mindful of how the new system might align with the Blind Castle project, should it come to fruition.
- Work would be undertaken to ensure that staff were sufficiently communicated with and “on board” with the new system prior to its integration.

Decision

Council **approved** the SAP Replacement Project Business Case.

10. The City Strategy

Council received a presentation on the implementation of the City strategy and in discussion the following points were noted:

- Cultural change was an important dimension of the strategy. To that end, a key focus would remain on communications and keeping the messaging simple whilst thinking carefully about what was being communicated and to whom.
- The President noted that cultural change would be enabled if City demonstrated success in executing operational change – this would give further credibility to the strategy messaging. Demonstrating that the operational changes had made colleagues’ working lives better would also strengthen work on cultural change.
- Council should model what was required under the strategy through the development of its School Links programme and through developing an outward-facing partnership with the City of London. Council members could play a role as City embarked on the journey on EDI issues set out in the strategy.
- It would be helpful, in due course, for Council to receive more detailed suggestions on this aspect of the strategy – including the development of targets that might be proposed relating to the recruitment of students and the ethnic diversity of the student population. The main focus for work currently lay in the development of role models for City’s existing student population. Students needed to be able to ‘see themselves’ in the academic staff who taught them.
- It might be helpful for Council to consider also what would be preserved from the previous strategy, what plans should be for periodic refresh of the new strategy (perhaps in two years’ time), how implementation would be taken forward School by School (as each School had its own distinct identity), and what the proposals were for performance management in the new strategy.
- The ‘external world’ did not feature as strongly in the strategy as might have been anticipated: the ‘employer view’ on KPIs would be valuable; as would the views of alumni; and the concept of ‘membership for life in a global community’ could be a powerful theme for the implementation of the strategy
- The strategy should be shared as an exciting story with City’s external stakeholders; and the Dean of SHPS and Dean of Bayes were taking a proactive approach on this. If those stakeholders did not feel invested in City, City would not, for example, get the placements it wanted. City needed to develop a comprehensive comms plan on what the strategy would deliver for those stakeholders.
- The Chair summed up the discussion by noting that Council welcomed the work undertaken to date and approved City’s Strategy subject to the following points:
 - Ensure the EDI targets (teaching staff recruitment) were appropriate in order to give confidence to students and respond to their feedback.
 - Ensure that the strategy was kept relevant
 - Make the importance of performance management more explicit
 - Strengthen the importance of alumni
 - Develop greater two-way engagement with City’s external stakeholders

Decision

Council **approved** The City Strategy.

11. Annual Assurance Report on Academic Quality and Standards

Council considered the report, which provided an overview of the key City academic quality and standards developments and of how City's quality assurance processes had operated during the previous academic year. This work had been undertaken by colleagues across Academic Services and was reflected guidance published by the Committee of University Chairs. The joint statement on student representation in quality and academic standards had been developed in consultation with the Students' Union.

Decision

Council **approved** the Annual Assurance Report on Academic Quality and Standards.

12. City approach to OfS B conditions including TEF Scheme 2023

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

- The paper set out the updated approach of the Office for Students (OfS) in its role regulating academic quality and standards in England. Over the past two years the OfS had consulted significantly on its regulatory structure for quality and standards as set out in the B conditions of the OfS' regulatory framework.
- In recent months OfS had published their final proposals for the revised B conditions, and in late September published the data that will be used to make an initial assessment of each institution in relation to quality and standards. It had also launched the new Teaching Excellence Framework exercise, which City needs to respond to by 24 January 2023.
- City's weak performance in NSS carried risk for the 'Student Experience' element of City's submission. Other data, relating to learning resources, completion and progression into graduate careers was stronger. Developing a strong, evidence-based narrative was key to a successful submission.
- The paper set out the context and the approach Senate approved for City to respond to TEF 2023 and the information was provided to Council to enable it to assure itself that its delegation to Senate of enhancement of academic quality and assurance of academic standards was being effectively discharged in this regard.

13. Blind Castle Strategic Project

Council considered an update on the Strategic Project Blind Castle.

This item is continued in Section B of the Minutes, Closed Business

14. Annual Reports

14.1 Audit and Risk Committee

Council **approved** the Audit and Risk Committee Annual Report.

14.2 OfS Prevent Report 2021/22

Council **approved** the Prevent Report 2021/22 which would be submitted to OfS. (SU President noted that the Union stance was to not engage with Prevent.)

15. HR Matters

15.1 HR Annual Report

Council received the HR Annual Report which had been considered in detail at SIPCo on 3rd November.

15.2 Occupational Health and Safety Annual Report

Council received the Health and Safety Annual Report which had been considered in detail at Audit and Risk Committee on 7th November.

- 16. Institutional Risk Register Biannual Review**
Council received the Risk Register which had been reviewed in detail at Audit and Risk Committee on 7th November.
- 17. External Auditor Re-appointment**
Council **approved** the re-appointment of PwC to act as City's External Auditor for the 2022/23 Financial Year. – see last year notes
- 18. Modern Slavery Statement**
Council **approved** City's Modern Slavery Statement.
- 19. Strategy and Finance Committee**
Following a recommendation from CGNC, Council **approved** the Terms of Reference for the Strategy and Finance Committee.
- 20. Minutes for Note**
Council received the minutes of the following meetings, noting that they may have been approved by the Chair but not the entire Committee:
 - 20.1 RemCo, 15th June 2022
 - 20.2 SIPCo, 21st September 2022
 - 20.3 Development Committee, 21st September 2022
 - 20.4 Audit and Risk Committee, 28th September and 7th November 2022
- 21. Strategic Estates Project Update**
Council noted the update report which had been considered in detail at SIPCo on 3rd November.
- 22. City's League Table Performance**
Council noted the report.
- 23. VfM Reporting**
Council noted the report which had been considered in detail by ARC on 7th November.
- 24. Policy Update**
Council noted the update.
- 25. Student Case Activity**
Council noted the report which had been considered by Senate.
- 26. FOI Review**
Council **agreed** that no changes were required.
- 27. Date of Next Meeting**
Council Away Day Thursday 23rd February.

Julia Palca,
Chair of Council
December 2022