



Minutes for Meeting Book - 231st Meeting of Council

15/03/2023 | 14:00

Hamilton Building and on Teams

Attendees (27)

Ms Gemma Bailey; Prof David Delpy; Prof Andrew Jones; Mr David Kennedy; Ms Josie Mangan; Mr Chris Maw; Mr Andrew Murphy; Prof Geoff Rodgers; Dr Kevin Thomas; Ms Amanda Rowlatt; Prof Peter Thomas; Ms Tone Rosingholm; Dr Vineta Bhalla; Mr Suraj Shaw; Ms Chiluba Musukuma; Dr Nicola Rogers; Ms Lucinda Hunt; Mr Mukhtar Ahmed; Ms Anne Waltham; Prof Claire Turner; Prof Stuart Palmer (Chair); Prof Stephen Langdon; Prof Paul Hellewell; Dr Rosa Scoble; Ms Maddie McGowan; Mr Eliot Glover; Ms Jo Barry (Notes)

Welcome and Apologies

The Chair welcomed members to the 231st meeting. Apologies were received from Prof Thomas Betteridge, Mr Mark Garrett, Prof Trevor Hoey, Ms Wiktoria Swoboda and Prof Hua Zhao.

Declaration of Interests

The Chair declared that he had been asked to join the Board at UCEA.

Minutes of the 230th Meeting held on 23rd November 2023

A member proposed one amendment to the minutes. The word 'REF' to be changed to 'TEF', under the item in the Vice Chancellor's Business. Pending this amendment, the minutes were recorded as an accurate reflection of the meeting.

Matters Arising

The Chair reported that the university had taken the decision to not proceed with the appointment of a new Chancellor at this stage. The recruitment process would probably commence again in the autumn.

A member noted that the minutes refer to the recommendation by the Audit Committee that a presentation be made to Council on the 'current state of cyber, the risks and challenges'. It

was agreed that the Chief Digital Information Officer would be invited to present to Council at its meeting in July.

ACTION: To provide a presentation to the July Council meeting on the current state of cyber, the risks and challenges. (Assignee(s): CGO/CDIO; Due Date: 12/07/2023)

Chair's Action

No actions to note.

OfS Reportable Events

No items reported.

FOR DISCUSSION

Vice Chancellor's Business

Vice Chancellor's Report

The Director of Finance was attending her last Council meeting before leaving the university and the VC expressed his thanks to her for all her support during her time at Brunel.

The university was moving forward with the Deputy Vice Chancellor appointment and extended his thanks to staff and independent members for their support with the informal and formal interview process.

Vice Chancellor's Sector Update

The dispute with UCU was continuing, with discussions ongoing at ACAS. There is a degree of optimism in respect of finding a resolution and an appetite to try to reach a longer-term position to avoid the industrial action seen in recent years.

Reference was made to the OfS proposal to charge universities for covering the costs of investigations. The costs to the university will be difficult to calculate until after the consultation, when further details are made available.

A question was asked as to the status of Horizon Europe, post the Windsor framework. There was a lack of clarity in terms of the funding; the CBI have been approaching their members to make the economic case to the government and there was still cause for optimism.

The committee were also updated on the current issue with the government concerning immigration and the student visa scheme.

A recently published article that detailed the University of East Anglia's £45m deficit was brought to members' attention. Discussions followed to identify key learnings from this and it highlighted the importance of strategic prioritisation for Brunel.

Update on the Executive Board

Executive Board Committee and Sub-committee Restructure

An overview of the proposed changes to the reporting lines of sub-committees was given to members. In summary:

- The Health & Safety Committee will report to Executive Board
- The University Research Ethics Committee and its sub-committees will report to Senate
- The Honorary Degrees Committee will become a joint annual committee of Council and Senate
- HR&EDI will report into the Executive Board solely.

Members acknowledged the importance of ensuring that Council continues to have oversight in particular of HR&EDI and the Health & Safety Committee. Council will have access to the reports/minutes of these committees and that a review of committees' Terms of Reference and membership would be undertaken to ensure clarity of remit and accountability. The CGO informed the meeting that committee minutes would be available on request under the Council agenda item 'Meetings of Committees'.

It was recommended that an additional chart to the Committees and Boards Structure diagram (Appendix 1) be created that represents the broader inter-relationships and lines of accountability between these committees.

The Chair of Audit Committee supported the suggestion of a title change from Audit Committee to Audit and Risk Committee, that would regularise what the committee already does in respect of analysing risk, noting that the Finance Committee and HR&EDI committees would take responsibility for the associated risk in their areas.

It was requested that Council papers and file names should contain a date, given that they can be presented to members multiple times.

The recommended changes to the committees were **APPROVED**.

ACTION: To produce a Committees and Boards structure chart that details the inter-relationships and lines of accountability between committees. (Assignee(s): VC/CoS; Due Date: 12/07/2023)

ACTION: To explore alternative ways of regularised reporting through committee pathways, in terms of risk assurance. (Assignee(s): VC/CoS; Due Date: 12/07/2023)

ACTION: To include a reference date on papers, and paper file names, to support ease of reference. (Assignee(s): CGO; Due Date: 12/07/2023)

Union of Brunel Students Report

Officer Structure 23/24 - The rotation of attendance of the three College Education and Welfare Officers to Council would continue to provide sufficient student representation, while a democratic review of the Union is undertaken.

Team Brunel - The committee acknowledged the outstanding sporting achievements of Team Brunel and emphasised the importance of the university's continued recognition of such accomplishments.

Wellbeing Campaign – According to the results of this survey, 47% of students considered 'keeping up with workload' as one of the main causes of their negative wellbeing. The Pro Vice Chancellor (Education) added that the Academic Year Task & Finish Group had agreed to include in the assessment guidelines the amount of time that a student will be expected to spend on their assessment within the 15/30 module credits, which will positively impact upon staff and students.

Student Disciplinary Actions and Resolutions – This item will appear in future UBS Reports.

Elections Misconduct - An independent reviewer is currently undertaking a democratic review of the Union with recommendations expected in approximately 12 months' time.

Ramadan Activities - Those students who have participated in Ramadan will be supported with food and space for prayers through the Islamic Society.

Financial Matters

The highlights of the Month End Report were presented, as at the end of January.

A higher than expected projected surplus for 2022-23 was due in part to over achieving student numbers and pay costs being significantly under the budget position, attributed to market recruitment challenges and the university running below establishment. Agency commission costs were running higher than anticipated, due to higher international student intake through agencies, driving the percentage of commission upwards. In respect of the anticipated incremental surplus anticipated, work is ongoing in the Strategic Planning Group to work through and prioritise where the university may wish to invest some of this, for instance across Estates.

The challenges associated with recruitment and flight risk of exceptional staff were acknowledged and members discussed how the university can attract and retain high quality staff across campus, through the allocation of funds to enhance excellence and reputation and the need to support both the academic and professional support staff.

In order to further drive the growth of the University, members acknowledged the need to consider enhancing risk appetite supported through effective financial planning processes, and recruitment and retention policies that align closely with the overall objectives of the University's strategic plan.

Given the small surplus the university was running, members expressed caution on spending, pending the finalisation of the strategic plan.

Estates Update

Following on from an overview of the paper, members agreed that it would be useful to receive a high-level 5-year forecast of the proposed estates work across the campus. A paper will be produced by the end of March for future submission to Council that details the necessary elements of the estates plan that are relevant to the student experience.

Lecture Centre Roof Refurbishment - The works will provide high-performance insulation and new roof covering and any mechanical and electrical works that need to be resolved as part of a multi-year plan of intense work activity to limit operational impact. Discussions highlighted the importance of ensuring that teaching space is appropriately designed and installed with systematic technical support that positively impacts the student experience. Council **APPROVED** the request to proceed with the proposed refurbishment works.

Purchase of 9 Church Road - The purchase will enable widened access to Site 4 that is located behind the property and in proximity to properties already acquired. Following discussions, members **APPROVED** the purchase of 9 Church Road.

John Crank Site - The proposal to landscape the John Crank site to a design which allows for 2 marquees to be erected is being tendered. The business case to request approval would be finalised once the project costs and timescales are known, following completion of the tender evaluation. Council was in favour of the hoardings being removed and for the landscaping works to be undertaken as soon as possible. To avoid delays, Council approval would be sought by circulation.

Given the range of estates challenges for the university, the Chair proposed the setting up of an Estates Committee to support the Finance Committee in driving these matters forward.

HR Matters

Annual EDI Monitoring Report - The report provides an update on progress against the university's EDI strategy and plans and provides information on the equality and diversity of BUL's workforce. One member commented that the report did not explain the statistical significance of the data. It was requested that the report provide further clarity where the numbers are small so that percentages do not give the impression of statistical significance when there may be none. Some of the benchmarking information that the university obtains from bodies such as HESA will assist it to generate socio-economic data. It was **AGREED** that a revised report would be circulated for approval.

Pay Gap Report – Members were keen that ways were found to make sense of the numbers contained within the report, even if they were the subject to limitations with regards to their

statistical analysis, in comparison to the actual lived experiences the university was trying to address. Council NOTED the University's Pay Gap report for 2022.

ACTION: To circulate a revised Annual EDI Monitoring Report for Council approval. (Assignee(s): DoHR; Due Date: ASAP)

Strategy Development: Update from Strategy Oversight Group

The group were updated on the listening exercise, mission and vision statements, which were progressing well. The group will be looking at the data underlying the growth opportunities and how they all come together at the key staging points to ensure that the modelling of the way in which Brunel might expand fits with the initial thinking around estates and finance. These strands were moving ahead alongside the wider strategy development.

Council Ordinance Amendments

Council were invited to approve the alignment of sub-committee membership with members' tenure on Council and to approve the change of name of the Nominations Committee, to Nominations and Governance Committee, as per John Rushworth's recommendation and supported by the Governance Review Task and Finish Group. The tenure of the Chair of the Audit Committee would, however, remain as being limited to one term of four years, as a principle of good governance.

Council **APPROVED** the recommendation that members of the sub-committees, other than ex-officio members, serve for a period of not more than 4 years and are eligible for re-appointment, subject to their remaining term of office on Council.

It was **AGREED** that the Nominations Committee would approve a reference within its ToR that supports the rotation of members across the committees.

Council **APPROVED** the recommendation to change the name of the Nominations Committee, to Governance and Nominations Committee.

ACTION: Governance & Nominations Committee would approve a statement that supports the rotation of members across the committees. (Assignee(s): Chair of GNC; Due Date: ASAP)

Reports from Committees

The Audit Committee received a presentation from the CDIO in respect of pre and post mitigation risk assessments that were in place at the university. The risk register has been adapted to introduce a 5x5 matrix, rather than 4x4, with some changes to the definitions. In terms of the internal audit, two thirds of the recommendations have now been being actioned and closed. There were no recommendations of particular concern from the internal audit reports, however the mandatory training completion rates is some way below Brunel's target, and a report will be received from the Director of HR and Vice Chancellor and the next Audit Committee meeting. A comparison had been undertaken between the university and other HEI's in respect of the number of internal audit recommendations that had been made. Brunel was broadly similar to other institutions. The committee approved the reappointment of KPMG as external auditors.

The main purpose of the last Finance Committee meeting was to approve the TRAC report.

The Governance & Nominations Committee's report was accepted as read. Council **APPROVED** the re-appointment of Mr Mark Garrett to the Audit Committee until 31st December 2024 and the reappointment of Dr Kevin Thomas to the Finance Committee until 31st January 2024.

The Remuneration Committee's report was NOTED.

TO NOTE

No comments received - hence items received for approval verified.

Code of Practice on Freedom of Speech and Academic Freedom

Council **APPROVED** the updated Code of Practice for publication on the University's external website.

Risk Management

Council **APPROVED** the Strategic Risk Register and the revised Risk Management Policy. The revised Risk Management Framework, as approved by Executive Board, was NOTED.

Secretary's Business

None.

Senate Updates

Council **APPROVED** the new Code of Practice on Free Speech and Academic Freedom (SEN/7608) and **NOTED** the report of 7th December 2022.

Brunel Media Coverage

Council **NOTED** the paper.

FOR INFORMATION

Staff Appointments, Resignations and Leave of Absence

Council **NOTED** the paper.

OfS Compliance Report

Council **NOTED** the paper.

Meetings of Committees

Minutes available on request.

University Events

Council noted that graduation ceremonies will take place during the period 17th to 20th July 2023.

Any Other Business

None.

Date of Next Meeting

12th July 2023