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**Minutes of the 314<sup>th</sup> COUNCIL meeting, Wednesday, 16<sup>th</sup> October 2019**

PRESENT:	Dame Yve Buckland (Chair) Professor Alec Cameron Danielle Gallagher Professor Helen Higson Dr Kevin Morley Dr Vij Randeniya Professor Kate Sugden	Ranjit Dhindsa Dr Melanie Gibbs Toby Lewis Dr Sue Noffke Neil Scott Dr Mike Wright
APOLOGIES:	Dr Fiona Lacey Dr Rob Perrins	Professor Gill Nicolls
IN ATTENDANCE:	Professor Simon Green* Smita Jamdar John Walter (Secretary) * For minutes 19/26-27	Saskia Loer Hansen Rex Knight

**GOVERNANCE MATTERS**

**Welcome**

19/1 RESOLVED:

To welcome Ranjit Dhindsa, as a new independent member of Council; Saskia Loer Hansen, who would be attending Council meetings following her appointment to the new role of Deputy Vice-Chancellor Engagement; and Smita Jamdar and Rex Knight, Shakespeare-Martineau, who were observing the meeting as part of their external review of the effectiveness of Council and its committees.

**Declarations of Interest**

19/2 NOTED:

That there were no new declarations of interest from members of Council or from those in attendance with respect to any agenda items, apart from the fact that all independent members had a potential pecuniary interest in relation to the report on the remuneration of Council members (see minutes 19/20-21, 19/33).

**Council Membership for 2019/20**

19/3 RECEIVED:

Paper CO/19/1 providing a list of the Council's Membership for 2019/20.

## Schedule of Council Business 2019/20

19/4 RECEIVED:

Paper CO/19/2 providing a draft Schedule of Council Business 2019/20 which aimed to ensure that the Council had the opportunity to review key areas of University strategy and policy across the year. The schedule would be used to help plan the agenda for each meeting and would ensure Executive members were aware well in advance of having to undertake the necessary work and prepare papers. This was intended to be a working document which would change to reflect the evolving concerns of the Council as the year progressed.

19/5 NOTED:

- That the draft Schedule wrongly showed the 27<sup>th</sup> November 2019 meeting as being held by teleconference whereas a physical meeting was now planned, and that the Council dinner would be held after 22<sup>nd</sup> January 2020 meeting whereas this would now take place after the meeting on 27<sup>th</sup> November.
- That the meeting on 27<sup>th</sup> November would consider the annual accounts for 2018/19 and other assurance returns to the Office for Students. This would be followed by a student led programme and then drinks and the Council dinner, which Sir John Sunderland, the University Chancellor, would be attending.
- That members felt it would be useful to receive reports on how the University strategy was being implemented within the Schools/Colleges. They were particularly interested to know about the progress and performance of the Aston Business School, given its relatively high importance to the financial success and reputation of the University.
- That it was suggested that the Council would benefit from a discussion about how the University could contribute to the Birmingham 2022 Commonwealth Games.

19/6 RESOLVED:

To endorse the draft Schedule of Council Business 2019/20, subject to the above mentioned corrections and the inclusion of additional items suggested by members.

**ACTION:** *Council members were invited to submit any further suggestions for agenda items for inclusion in the schedule of Council Business to the Secretary.*

### MINUTES AND UNIVERSITY NEWS

#### Minutes

19/7 RESOLVED:

To approve the Minutes of the 313<sup>th</sup> meeting of the Council, held on 19<sup>th</sup> June 2019.

#### Matters Arising

19/8 RECEIVED:

Paper CO/19/3 being a report on matters arising from the minutes of the 313<sup>th</sup> Council meeting.

#### **International Student Buddy Scheme (Minute 18/122)**

19/9 NOTED:

That the Learning Development Centre and the Students Union had developed the 'International buddy scheme', which was now operational.

**Budget and Strategic Financial Model Financial Forecasts for 2019/20 to 2023/24 (Minute 18/132)**

19/10 NOTED:

That the Budget and Financial Forecasts for 2019/20 had been submitted to the Office for Students (OfS).

**Conference Aston (CA) Development Proposals (Minute 18/140)**

19/11 NOTED:

That the scheme for the CA Development has proceeded to stage 3 design. As development costs had increased above budget expectations, the design had been paused and a review of the outputs for the scheme had been instigated with a view to achieving efficiencies from the scale of the building in terms of height and linkages to the existing building. An alternative approach to locating the expansion within parts of the existing building that had been previously allocated to another occupier was also under consideration. It was planned to conclude this review by the end of October and then recommence the stage 3 design.

**Demolition of Students' Union and BIAD Building (Minute 18/142)**

19/12 NOTED:

That this scheme was currently at tender evaluation stage. It was expected that works to enable the demolition would commence in November 2019, with actual demolition works commencing in January 2020.

**Mitigation of Impact of Possible Industrial Action (Minute 18/145)**

19/13 RECEIVED:

Paper CO/19/3a on the University's preparations for possible strike action should this occur as a result of the UCU's ongoing national campaigns in relation to two issues: pension and pay, which had been discussed by the NRC (9.10.19).

19/14 NOTED:

- That a ballot of UCU members was taking place between 9<sup>th</sup> September and 30<sup>th</sup> October 2019. Although it was a national campaign, the results were aggregated at an institutional level. The Union needed 50% of its local membership to vote and for 50% of those voting to support strike action (ie 25% of the membership), for a strike to take place.
- That the University had set up a Task Force (Chaired by the Provost) which was already meeting on a regular basis. The aim of the group was to make sure the University was prepared and that policies and procedures were in place to mitigate the effect on students. In doing this the Task Force had been reviewing the lessons learnt from the strike action and action short of a strike taken by UCU in Spring/Summer 2018, which had impacted on student satisfaction and the NSS results.
- [FOI exempt/commercially confidential]

***ACTION: A further update on the position would be made to the next meeting***

## **Estates Masterplan Vision Statement (Minute 18/137)**

19/15 NOTED:

That the Finance and Infrastructure Committee would be considering options for the location of the new ABS/LSS building, which would take into account *inter alia* the impact of a decision not to proceed with the HS2 project.

**ACTION:** *FIC to take account of the possible decision not to proceed with HS2 when considering the implementation of the estates masterplan, including the location of the new building*

## **Vice-Chancellor and Chief Executive's Report**

19/16 RECEIVED:

A short oral report from the Vice-Chancellor and Chief Executive, highlighting the positive student recruitment and tuition fee position for 2019/20 which was estimated to be £1 million above target; the focus on achieving an excellent performance in the Research Excellence Framework 2021; efforts to improve Aston's performance in the NSS; and progress with the University restructuring.

## **Pro-Chancellor and Chair of Council's Report**

### **Appointment of New Council Members**

19/17 RECEIVED:

An oral report from the Pro-Chancellor that she had approved, on behalf of Council, the appointment of Ranjit Dhindsa as an independent member and Professor Gill Nicholls as an associate member in the role of HE Advisor, following a search process involving an external search company and interviews by a selection panel (comprising the Pro-Chancellor, the Chair of NRC and the Vice-Chancellor), so that they could receive induction prior to the first meeting of Council.

### **Representing the University**

19/18 NOTED:

That the Pro-Chancellor has attended the Universities UK Annual Conference 2019 (11-12.9.19): which focused on how universities could adapt to, and capitalise on, the opportunities presented by a changing landscape at a time of significant political and policy uncertainty. She had networked with other Council Chairs and attended an address by Professor Julia Buckingham, President, Universities UK, and sessions on widening participation and diversity, and "what does value mean to Gen Z students and millennial graduates and how should policymakers respond?". The Pro-Chancellor and the Vice-Chancellor had met with the Pro-Chancellor and Vice-Chancellor of the Keele University on the Aston Campus to discuss opportunities for developing relationships and collaboration.

## **CUC Autumn Plenary 2019 (10-11 October 2019)**

19/19 NOTED:

That the Chair of NRC had attended the CUC Autumn Plenary 2019, including a session on Managing Challenging Situations presented by Lin Hinnigan, De Montfort University, which highlighted the need, when governance goes wrong, for robust policies for whistleblowing and escalating issues involving the executive, ensuring quoracy of small decision-making groups, and the need to report matters to the OfS as regulator. One of the chairs had explained that because of a fraud investigation at his university and his use of a private email

address for communication with the university, he had had to hand over his laptop to the Police. He had also attended a session lead by Danny Dorling, University of Oxford, which highlighted the mismatch between many universities and the communities they serve. This was in sharp contrast to Aston's role in transforming the lives of a high proportion of students from its local region. Baroness Doreen Lawrence, the mother of Stephen Lawrence, had delivered an excellent speech on the value of education in transforming lives.

**ACTION:** *The University Speak Up (Whistleblowing) Policy to be reviewed for consideration at a future meeting of NRC*

### **Accountability Burden**

19/20 NOTED:

That Council members had expressed concern at the growing accountability burden on HE governors arising from the new regulatory framework and the OfS as regulator. These increased expectations risked blurring the line between governance oversight and executive responsibility. This could lead to governors being more apprehensive about their personal liability and indemnity cover should something go wrong. The time commitment for governors would need to increase if they were to be able to properly read papers, attend meetings and fulfil their responsibilities with appropriate diligence. This increasing burden could deter appropriately qualified and experienced people from applying for HE governance roles, and/or lead to increased demand for the remuneration of such roles.

19/21 RESOLVED:

- i) That the University should invite the Chair of the CUC to attend a future Council meeting to discuss the concerns about the growing accountability burden on HE governors and the danger of blurring the line between governance oversight and executive authority.
- ii) That these matters, including the possible remuneration of Council members, should be discussed further in the context of the final report of the Council effectiveness review.

**ACTION:** *Chair of CUC to be invited to a future meeting.*

### **President of the Students' Union's Report**

19/22 RECEIVED:

Paper CO/19/4, and an oral report from the President of the Students' Union (SU) which provided a report on current student-related news for the information of Council, noting

- Welcome week had been very successful thanks to the "Aston Aunties", a group of student volunteers who gave up their time to help first year students settle into life on Campus.
- The new SU building was proving to be very popular with students.
- A record 400 students had signed up to become course representatives this year which was largely due to the introduction of a less formal appointments process.
- Ben Francis, founder of UK sportswear brand Gymshark and an Aston alumnus, had given an inspirational talk to 150 Aston students.
- On 27<sup>th</sup> November, Aston SU would be hosting the fifth annual OneCity Birmingham Forum to discuss a range of issues of importance to Birmingham students.
- The SU's score in the NSS 2019 had increased by 3.5% from 49.8% to 53.3%, which was some way towards the benchmark of 56%. The SU was ranked third (up from 22<sup>nd</sup> last year) in this year's University's internal student satisfaction survey.
- One issue that has arisen with the new building was insufficient storage space for SU clubs and societies. The SU was in discussion with the University as to how this might be resolved.
- Students had reported that their class sizes were too great for the scheduled lecture theatre, resulting in the need to sit on the floor or on the steps of the lecture theatre

as there were just not enough seats for all the students. There was a risk that students would cease attending and choose to rely on Aston Replay instead. The Provost reported that it had been necessary at short notice to rearrange the rooms for some large classes in the light of this year's increased enrolments and that all classes were now scheduled into appropriately sized rooms. An improved and more centralised process for timetabling was being adopted which would help to ensure that this problem did not reoccur next year.

- The Chief Operating Officer reported that the Executive had recently agreed to review the budget and planning processes to ensure that student-facing services were appropriately resourced to accommodate planned growth in student numbers. The University would also be considering how the campus could be used more effectively over the course of the whole year.
- The Students' Union had expressed satisfaction at the increased presence of police officers around the campus, and the reassurance this had provided to the student body at the start of term. The Vice-Chancellor had written to the Chief Constable to express the University's appreciation for the enhanced police presence around the campus and the reassurance it gave to students and staff, as well as its impact on reducing the level of crime and antisocial behaviour. A range of other measures had been/were being taken to enhance security on the campus, including the launch of the Campus 'Safe Zone' App, which provided a system for reporting personal emergencies and incidents for students and staff.

## **STRATEGIC ISSUES**

### **Restructure Update**

19/23 RECEIVED:

The Vice-Chancellor and the Provost reported orally on progress with the implementation of the restructuring proposals. Following an external search process and formal interviews, Saskia Loer Hanson had been appointed to the new role of Deputy Vice-Chancellor Engagement. The process for the appointment of the PVC Education and PVC Students, and the College Executive Deans was in train. Work had commenced on planning the future organisational structure for each of the proposed Colleges (Engineering and Physical Sciences; Medical and Life Sciences; and Business and Social Sciences) based on a standard portfolio of accountabilities developed by the Executive Academic Group. The School business managers and heads of professional service departments were working on a generic job description for Director of Operations for the Colleges. The implementation of the new structure would necessitate changes to the Ordinances and would entail consultation with the Academic Assembly (30.10.19) and the Senate (20.11.19) prior to consideration by the Council (27.11.19), which would also need to take into account any views expressed by these two bodies.

### **National Student Survey (NSS) 2019**

19/24 RECEIVED:

Paper CO/19/5, presented by the Provost, on the NSS results for 2019 and action plans agreed by Schools and relevant departments.

19/25 NOTED the following points:

- Aston had achieved a response rate of 71% (1,908 of 2,677 eligible students) compared to a sector rate of 72%. Overall student satisfaction at Aston had fallen 0.4% to 83.75% compared to a sector average of 83.65%. Three Schools had achieved an improvement in their overall satisfaction score. All sections of the survey had declined in satisfaction rates compared to the previous year.

- A good deal of work was being undertaken across the University, focussed strongly on the main areas of student concern not only related to the NSS, but also in areas such as enhancing performance in the Teaching Excellence Framework (TEF), widening participation, employability and outcomes.
- At University level the focus was on security/safety on campus (eg launch of the SafeZone app), study space (additional space provided and this requirement now embedded within the estates strategy), provision of more past examination papers, timetabling, and the placement year.
- In relation to timetabling, a number of hygiene factors had been/were being addressed in the short term which would provide earlier and more accurate timetables delivered electronically. A number of cultural and structural issues would be addressed for implementation in 2020/21 via the implementation of the new College structure and further process improvements – this would entail a more centralised approach to timetabling, the use of a timetabling algorithm to achieve the most effective timetable, addressing the need to produce more coherent personal timetables (eg avoiding uneven/inconvenient spread of classes across the week) and the need to ensure that the full teaching week was utilised.
- It was the first year that the placement year had resulted in negative NSS feedback albeit from a minority of students. It was very important to ensure where relevant that students applying to a programme were fully aware that it entailed a compulsory placement and that they would need to actively engage in seeking a placement – the University did make this very clear in the programme descriptors and during open days. Also it was apparent that the experience of students on placement varied across the University in terms of the support they received from placement tutors, and therefore training and information on the expectations arising from the role would be enhanced.
- Council members emphasised the importance of providing feedback to students on the actions taken by the University in response to their comments. The Provost reported that this was being done across the University, for example all lecturers start the year with a summary of actions taken in response to student feedback.
- Members felt that given the critical importance of the success of ABS to the reputation and financial well-being of the University, it would be timely for the Executive Dean of ABS to provide a progress update to Council on the implementation the School’s strategy and any barriers to its realisation.

**ACTION:** *Executive Dean of ABS to be invited to provide a future meeting of Council with an update on the implementation of the School strategy*

**Research Excellence Framework (REF) 2021**

19/26 RECEIVED:

Paper CO/19/6 and a presentation from Professor Simon Green, PVC Research, on the University’s preparations for REF 2021.

19/27 NOTED the following points:

- The outcome of REF was very important to Aston as it would influence its research reputation for almost a decade to come, including its international league table rankings, which in turn would impact on international student and staff recruitment. REF would also externally validate Aston’s research impact, which was important for the University’s beneficiaries and was a central component of its research strategy. Moreover, government funding of research at institutional level was determined by an institution’s REF result. Quality Related (QR) funding was nationally worth £1.5 billion annually and Aston’s QR allocation (based on its performance in REF 2014) was £6.5 million pa. QR was typically used to support frontline academic activity and could thereby help to reduce the staff:student ratio (SSR).

- Although Aston had performed well In the REF 2014 in relation to research quality, its QR funding was limited by its relatively small number of Full-Time Equivalent (FTE) research-active staff ('research power').
- [FOI exempt/commercially confidential]
- The University was already beginning to plan for REF 2028. A key priority was Aston's long-term research culture which would underpin all aspects of future research achievements. The four new University Research Institutes (URI) in Photonics, Bioenergy, Neuroscience and Forensic Linguistics would underpin Aston's future research profile. A more strategic approach to impact would be developed.
- A Council member asked if concerns expressed by staff about the possible negative impact on research of adopting a beneficiary-driven University Strategy had materialised. The PVC Research replied that 2018-19 had been the best ever year for Aston in terms of new research awards and an excellent year in terms of Funding Council awards, which delivered most for the University in terms of impactful, collaborative, excellent and financially sustainable research. The accreditation of the four URIs as the flagship research areas for the University was a further indication of the University's equal commitment to excellence in both teaching and research.

**ACTION: PVC Research to keep Council informed on progress with the REF 2021 submission**

## **STRATEGY REPORTS**

### **Student Intake and Tuition Fee 2019/20**

19/28 RECEIVED:

Paper CO/19/7, presented by the Provost, COO and the DVC Engagement, which indicated that the student recruitment position for 2019/20 remained very positive and that the total University net income position was expected to be £1 million above target.

[FOI exempt/commercially confidential]

### **Council's Key Performance Indicators**

19/29 RECEIVED:

Paper CO/19/8, presented by the Chief Operating Officer, on the current and forecast status of the 10 beneficiary KPIs to measure performance and three financial KPI's. Further analysis was also provided by each executive sponsor to inform the actual reported KPI measure and where forecast had been used, there had been a material change since the June position.

19/30 NOTED the following points:

- That the actual performance or forecast position of the beneficiary KPIs presented a mixed picture, with some KPIs being achieved or exceeded, and others behind target. The Executive sponsor of each KPI had provided an analysis of the current position and highlighted actions being taken to improve performance where appropriate.
- Council members found the use of the colour green to indicate "actual data measure" and amber to illustrate "forecast data measure" somewhat confusing as these colours would reasonably be assumed to be RAG ratings of the KPIs.
- Council members asked how far down the organisation were the University KPIs known to and used by staff. The Provost reported that the KPIs and lead indicators were actively used by the teams reporting to Executive members in focusing their work and measuring its effectiveness in achieving the University's goals. It was intended to develop internal communications to enhance current levels of staff awareness, understanding and use of the KPIs and lead indicators.

## STRATEGY REPORTS

### References from Committees

#### **Report from the Audit and Risk Committee (ARC)**

19/31 RECEIVED:

A brief oral report from the ARC Chair summarising issues considered at the ARC meeting held in the morning prior to this Council Meeting. The Annual Report of the Internal Auditors provided an overall opinion that governance, risk management and control, and value for money arrangements in relation to business critical areas was generally satisfactory with some improvements required. ARC had received a briefing from the Provost on Aston's systems and processes for academic governance, quality and standards, and had discussed how the Council was provided assurance about their effectiveness. ARC had discussed some issues concerning the presentation of the University's Financial Statements for 2018/19, particularly relating to the treatment of the USS pension deficit. ARC had considered a new version of the risk appetite statement and strategic risk register which had been revised in the light of AC members' comments, and members had been pleased to note the good progress made and the planned further developments, including School risk registers. ARC was pleased to note improved completion rates for Executive actions in response to recommendations made by Internal and External Auditors, which had been validated by an internal audit review of a sample of responses.

#### **Report from the Nominations and Remuneration Committee**

19/32 RECEIVED:

Paper CO/19/12 and a brief oral report from the NRC Chair of the NRC's meeting of 9<sup>th</sup> October 2019.

19/33 NOTED:

- NRC had received a presentation from Smita Jamdar, Partner and Head of Education at Shakespeare-Martineau, which summarised the initial findings from the ongoing external review of Council's effectiveness. Further observations of meetings would take place in October and it was intended to provide a draft final report for discussion by NRC at its 27<sup>th</sup> November meeting and sharing with Council in January 2020.
- NRC received a report from Smita Jamdar setting out the legal and governance issues arising from any decision to remunerate members of Council. NRC agreed to defer further discussion of the issue of remuneration of Council members until the publication of the final report of the Council Effectiveness Review, when this could be reviewed in the context of a general discussion of how Council could enhance its effectiveness going forward.
- NRC noted that a vacancy would arise on Council for an independent member at the end of the current academic year and agreed to instigate the search process for an independent member with financial expertise, having regard for the need to extend Council's diversity. NRC agreed to initiate a search for an external member of ARC who was not a member of Council, with HE audit experience from the West Midlands region.
- NRC endorsed a proposal that Aston University participate in a study of English university governing body roles to be undertaken by Alison Wheaton, a PhD student at UCL's Institute of Education. It was agreed that the interviews with members of Council and the Executive should take place towards the end of the academic year so that these did not overlap with the ongoing Council effectiveness review. The final report from the researcher would provide a useful comparison of the governing body arrangements for six participating institutions.

- NRC received a report on the University's preparations for possible strike action in 2019/20, should this occur as a result of the UCU's ongoing national campaign in relation to two issues: pension and pay.
- NRC received a report that KPMG had provided a high-level briefing to members of the Executive, the Pro-Chancellor and the Chair of NRC on the changing USS pension liabilities, including: an update on the USS valuation, information on the "exclusivity" provisions operated by USS and their implications for Aston, and background on the wider pensions landscape and regulatory landscape and possible options for the future. [FOI exempt/commercially confidential]
- NRC endorsed proposed Health and Safety governance and reporting structures, which were in line with the recommendations from the internal audit review undertaken by PwC in February. NRC also agreed that the responsibility for the oversight for Health and Safety should rest with the NRC pending the outcome of the ongoing review of the effectiveness of Council and its Committees.
- NRC had approved the proposed salary of the new Deputy Vice-Chancellor Engagement.

[FOI exempt/commercially confidential]

### **Complaints Committee**

19/35 [FOI exempt/commercially confidential]

19/36 [FOI exempt/commercially confidential]

### **DATE OF NEXT MEETING**

19/37 NOTED:

That the Council would next meet at 1:30 pm on Wednesday, 27<sup>th</sup> November 2019.

### **REVIEW OF 314<sup>th</sup> MEETING**

19/38 NOTED:

Members felt that the meeting had been well-organised; the topics discussed were important and interesting; discussions had been open, dynamic and positive; and all members had proactively contributed. Members appreciated that there was a need for robust and constructive challenge, but felt that there had been instances where discussions had been a little too argumentative and bad-tempered and would prefer going forward for colleagues to adopt a more constructive and less confrontational approach.

JGW/29.10.19