
Minutes of the 316th COUNCIL meeting, Wednesday, 22nd January 2020

PRESENT: Dame Yve Buckland (Chair)
Professor Alec Cameron
Danielle Gallagher
Professor Helen Higson
Dr Kevin Morley
Dr Sue Noffke
Neil Scott
Dr Mike Wright

Ranjit Dhindsa
Dr Melanie Gibbs
Dr Fiona Lacey
Professor Gill Nicholls
Dr Vij Randeniya
Professor Kate Sugden

APOLOGIES: Toby Lewis
Dr Rob Perrins

IN ATTENDANCE: Professor Sarah Hainsworth*
John Walter (Secretary)
* for minutes 19/94-96
Saskia Loer Hansen

GOVERNANCE MATTERS

Declarations of Interest

19/82 NOTED:

That there were no new declarations of interest from members of Council or from those in attendance with respect to any agenda items.

MINUTES AND UNIVERSITY NEWS

Minutes

19/83 RESOLVED:
To approve the Minutes of the 315th meeting of the Council, held on 27th November 2019.

Matters Arising

19/84 RECEIVED:

Paper CO/19/37 being a report on matters arising from the minutes of the 315th Council meeting.

Chair of the Committee of University Chairs (CUC) (Minute 19/43)

19/85 NOTED:

That Chris Sayers, current Chair of CUC, had agreed to attend the 18th March 2020 Council meeting to discuss governance under the new HE regulatory framework and the new CUC HE Code of Governance.

Accountability Returns 2019 and Annual Prevent Data Return (Minutes 19/61, 19/71, 19/79)

19/86 NOTED:

That the University's Annual Accountability and Assurance Returns for 2019 and its Annual Prevent Data Return had been submitted on time to Office for Students (OfS).

Prevent and Safeguarding Training (Minute 19/72)

19/87 NOTED:

That Council members had been invited to undertake the University's on-line prevent training. Additional face-to-face governance training would be provided during the course of the Council/Executive Away Day, scheduled for 12-13 May 2020.

Director of Student and Academic Services (Minute 19/76)

19/88 NOTED:

That Alison Levey, Director of Student and Academic Services, was scheduled to provide an overview of her department's work at the 18th March Council meeting.

Access and Participation Plan Monitoring Return to the OfS 2018/19 (Minute 19/77)

19/89 NOTED:

That the deadline for submission of the Access and Participation Plan Monitoring Return, was 28th February 2020. The Pro-Chancellor and the Chair of Nominations and Remuneration Committee had previously been authorised by Council (27.11.19) to sign off the return prior to its submission.

Vice-Chancellor and Chief Executive's Report

19/90 RECEIVED:

Paper CO/19/38 and an oral report from the Vice-Chancellor and Chief Executive, noting the following points:

i) University Reorganisation

- Following Council approval (27.11.19), implementation of the academic restructuring into three Colleges was proceeding well and was on track to be in place for the start of the next academic year.
- Professor Sarah Hainsworth and Professor George Feiger had been appointed as PVC/Executive Deans of the College of Engineering and Physical Sciences (CEPS) and the College of Business and Social Sciences (CBSS) respectively. A search process had been established to appoint the PVC/Executive Dean for the College of Health and Life Sciences (CHLS) and a search company had been appointed to assist the University with this search. Professor Ruth Ayers had been appointed as PVC Education, a new role established to provide strategic leadership for the education mission of the University, including curriculum, pedagogy, modes of programme delivery, educational technology, and teaching and learning spaces.
- Significant work was being undertaken on defining the organisational structures of the Colleges, and progressing the task of making appointments to new positions. Work was also being undertaken to clarify functions at the University, College and School/Department levels, and to define key business processes.

- An independent Council member asked about the appointment process used for the senior roles and whether Council members had been involved. It had been decided to appoint the existing Executive Dean of EAS School as the Executive Dean of CEPS, as the two roles were substantively similar. It was decided to appoint the existing Executive Dean of ABS as the Executive Dean of CBSS, as the Business School would form the major component of the new College and the role of Executive Dean of the LSS School was vacant. The Pro-Chancellor had been consulted about and had endorsed both these appointments. The Pro-Chancellor and an independent external member would be involved in the appointment of Executive Dean for CHLS. The appointment process for senior officers was set out in the University Ordinances. It was agreed that the appointment process should be reviewed by the Nominations and Remuneration Committee (NRC).

ACTION: *The appointment process for University senior officers as set out in the Ordinances to be reviewed by the NRC*

ii) Strike Action

- The University had experienced eight days of strike action taken by some members of the UCU from 25th November 2019. Across the period of the strike action, approximately an average of 100 staff had been on strike (from a workforce of approximately 1700). While participation was generally low, and most students were unaffected by strike action, some students were particularly impacted in those disciplines where the activity was concentrated. The SU President confirmed that students generally felt that the University had been more effective in passing on information to students whose classes were cancelled, obviating the need for them to travel into the University unnecessarily. Given the variation in impact across the student cohort, based primarily on their area of study, the University has decided to make an *ex gratia* payment to the most affected students (identified as final year students who were affected across two or more modules) of £100, in recognition of the disruption they had experienced. The UCU had flagged 14 days of possible further strike action commencing in February, and the University was well advanced in making plans to mitigate its potential impact on students.

iii) Brexit and Political Developments

- Following the General Election, the government had gained the necessary support in Parliament for the UK to exit the EU at the end of January. There should be limited short-term impact during the transition period to the end of 2020. Impact on participation of UK universities in EU research and student exchange programmes, and the fee arrangements for EU students at UK universities, would be addressed in the negotiations between the UK and EU regarding their future relationship over the balance of 2020.
- Pending a cabinet reshuffle, the incumbent ministers (Gavin Williamson, Secretary of State for Education, and Chris Skidmore, Universities Minister) remained in place.

iv) China and Hong Kong

- The Vice-Chancellor reported that some tensions had emerged on campus in recent months which reflected the political situation in Hong Kong (HK). The Executive had received reports on this and had agreed that the University should continue to allow peaceful protests on campus in accordance with its duty to uphold freedom of expression and academic freedom, and in line with Prevent legislation. The University would not permit concurrent counterdemonstrations from people holding alternate views, but would allow them to protest at a different time, provided they sought appropriate authorisation from the University through the regular events approval procedure. Notwithstanding the University's empathy for students concerned about their safety, Aston did not permit students to cover their faces to hide their identities during events on campus, including protests and demonstrations. This did not conflict with a student's right to cover their face as part of religious observance. In line with its charitable status, the University would continue to maintain a neutral position on conflicts across the world. The fact that

the Aston campus was accessible to members of the public, presented a particular challenge to the University's control of activities and those who participated in them. University Officers should continue to liaise with Students' Union Officers in relation to the HK situation.

Ordinance 2.1: The Colleges of the University

19/91 RESOLVED:

To approve a change in the title of the College of Medical and Life Sciences to the College of Health and Life Sciences, within Ordinance 2.1: The Colleges of the University.

President of the Students' Union's Report

19/92 RECEIVED:

Paper CO/19/39, which provided a summary of the learning points and actions arising from the student-led session at the previous meeting, and an oral report from the President of the Students' Union (SU) on topical student-related issues. The following points were noted:

i) Student-Led Session at Council (27.1.19)

- Students had very much welcomed the opportunity to meet with Council members to discuss issues of concern to them. The SU and the University had developed an action plan to address the issues and actions identified at the meeting. For example, SU Officers were working with the Placements Team to identify placements for students in subject areas where placements were traditionally difficult to find, including shorter-length placements. The new PVC Education was currently reviewing the provision of flexible study space and would be making recommendations for how and where this should be provided. The implementation of the new College structure would include the adoption of more consistent and higher quality support systems for personal tutoring, student placements and academic timetabling.

ii) Academic Societies

- The SU was endeavouring to ensure that every course offered at Aston was linked to an academic society, membership of which helped engender a feeling of belonging to an academic community with positive academic and social benefits for students. The SU was considering ways to ensure the longevity of the academic societies, for example, via the use of academic staff to act as academic champions who could provide continuity from one year to the next.

iii) Security of Campus

- The SU President reported that there appeared to be fewer security incidents on campus this year compared to previous years. There had been a noticeable increase in the police presence around the campus which appeared to have been effective in reducing crime and incidents of violence. However, a number of students had been attacked in areas of Birmingham away from the campus. Council members were assured that Aston students received a briefing during their induction from the Campus Police Officer on how to minimise the risk of being a victim of crime or violence. The University was continuing to liaise with other partners in the Learning Quarter in lobbying Birmingham City Council for support in tackling crime and antisocial behaviour in the area.

iv) Support for Students

- The SU, in collaboration with the University, was providing students with free water, juice, fruit and cereal bars for breakfast during the January examination period.
- The Athletic Union Ball was to be held at the Edgbaston Cricket Ground (1.2.20).
- The SU was very pleased that the University had invested in Big White Wall, an online support tool that students experiencing mental health problems could use anonymously day or night. The SU was helping to raise awareness of this service.

- The SU president had met with a focus group of degree apprenticeship students to discuss how the SU could better support their needs, including: identification of course representatives, negotiating a gym membership packaged suited to their pattern of attendance of the University, and provision of a degree apprenticeship society to help generate a sense of community and reduce the feeling of isolation felt by some students.
- The SU would be participating in a national network of student groups working to improve the lives of refugees in the UK. This reflected the work the University undertook to support refugees as part of its Access and Participation Plan.

Pro-Chancellor and Chair of Council's Report

Annual Performance Review of Council Members

19/93 RECEIVED:

An oral report from the Pro-Chancellor that a new process for annual review of Council members was to be launched shortly. This would include a 360 degree review for the Pro-Chancellor conducted by the Deputy Chair, in which all Council members would be asked to provide feedback via an on-line form. Individual members would also be asked to complete a self-review form for discussion in one-to-one meetings to be arranged with the Pro-Chancellor over the next month.

ACTION: *Director of Governance*

STRATEGIC ISSUES

College of Engineering and Physical Sciences

19/94 RECEIVED:

A presentation (paper CO/19/40) from Professor Sarah Hainsworth, PVC and Executive Dean of progress with the development and implementation of the strategy for the new College of Engineering and Physical Sciences in serving the needs of its three beneficiary groups: students, external organisations, and the region and society.

19/95 NOTED:

- That a new and more diverse leadership team was leading the positive development of the College including improvements to the student experience (as shown by improved Student/Staff Ratios, NSS scores and TEF Gold ratings for 4 subject areas); the development of a more attractive portfolio of vocationally relevant programmes (eg Civil Engineering, Cyber Security, Quantity Survey and Artificial Intelligence) which was achieving growth in undergraduate and postgraduate student numbers; expansion of the breadth research capability of staff leading to significant growth in research grants and awards; increasing collaboration with business partners (eg through Knowledge Transfer Partnerships, collaborative research and sponsored PhDs); excellent preparations for the REF 2021 with a significant increase in the proportion of returnable staff; and a strong financial performance to budget.
- That challenges for the College going forward were to: improve NSS scores in certain areas; ensure that all staff gained teaching qualifications; achieve Athena Swan Gold; increase investment in technical support in new areas; grow PGT student numbers and improve the quality of the PGT offering; to develop new and attractive programmes; gain higher visibility internationally and improved QS ranking (at University and College level); and recruit high quality leadership into Computer Science (particularly Cyber) and Civil Engineering.
- That the College planned to: grow work-based learning; enable a greater number of students to take up placements; enhance graduate employability; and offer more on-line

and CPD programmes. The College was also considering how it could improve the pipeline of students for priority subjects such as mathematics. Consideration was also being given to the adoption of a more flexible first year to provide first year students an opportunity to experience a range of engineering areas before deciding on which specialism to follow later in their programme.

- That Council members asked to what extent Brexit was anticipated to impact on the College's future research income levels. Going forward, the UK Government had pledged to dedicate 2.4% of GDP to research and development by 2027, much of which would be channelled through industry. The College's excellent links and collaborative track record with industry, should leave it well placed to exploit such new funding opportunities.
- That the College would be seeking assistance from the University to support its development and growth.
- That Council members were encouraged to attend CityFest Urban Futures at the Birmingham Museum and Art Gallery on 8th July 2020. CityFest would explore the technologies that would sit at the heart of future cities, via hands-on demonstrations, small group workshops and public lectures. 5,000 school children were expected to attend, and CityFest would support the attendance of 1,000 pupils from the most disadvantaged local regions.

19/96 RESOLVED:

- To thank Professor Hainsworth for her interesting and data-driven presentation of the excellent progress being made by the College and its leadership team.
- That the Council should receive regular strategy reports from the Executive Deans going forward.

University Key Performance Indicators

19/97 RECEIVED:

Paper CO/19/41, presented by the Chief Operating Officer, which provided a report on the University's ten beneficiary KPIs to measure performance and three financial KPI's for the 2018-19 reporting cycle. Each executive KPI sponsor had also provided updated targets and forecast measures for the 2019-20 reporting cycle.

[FOI exempt/commercially confidential]

19/99 RESOLVED:

- That Council should consider and approve the KPI targets for 2020/21 at its 27th June 2020 meeting.
- That, in future, any proposal to reduce a University KPI target should be accompanied by a clear rationale and be subject to approval by Council.

ACTION: Vice-Chancellor and Chief Operating Officer

Management of Strategic Risk

19/100 RECEIVED:

Paper CO/19/42, presented by the Chief Operating Officer, which provided a report on the University strategic risk register and associated papers that had been considered by the Audit and Risk Committee (ARC), including:

- A table summarising the current profile of the business as usual risks.
- The Risk Register identifying, Inherent risk, Current (Mitigated) risk and Target (On Action Completed) risk. The risk profile table included arrows denoting movement in the risk since the last review.

- Revised risk appetite statement, which better reflected the current University Strategy - the number of ratings had been reset at 4: High, Moderate to High, Low to Moderate, and Low. Suggested rating definitions were also included.
- Assessment of strategic risks against target strategic outcomes. This has been further developed to show the sub-risks below each individual Strategic risk.
- Extract from minutes of Audit committee (16.10.19) concerning the University's Risk Appetite Statement and Risk Register.
- Draft Assurance map, to identify areas where external assurance could be obtained for key control aspects.

19/101 NOTED:

- That the University Strategy involved the diversification of income streams, which entailed moving into new markets which inevitably involved some additional risk and the Executive had agreed that it would be necessary to increase the risk appetite in certain areas. ARC members had suggested that the risk register should indicate those risks which might never be entirely eliminated despite the mitigating action taken by the University.
- That School risk registers and support area risk registers had been developed and reviewed by the Executive, and would be considered at the next ARC meeting.

[FOI exempt/commercially confidential]

- That the Pro-Chancellor undertook to discuss the risk register and the risk appetite with the Chair of ARC, to ascertain if there were any further issues that needed to be brought to Council's attention.

19/102 RESOLVED:

- i) That Council should devote part of the next Council/Executive Away Day to reviewing the risk register and the Council's risk appetite.
- ii) That, in future, each Council meeting should focus on an in depth review of an individual strategic risk area.

ACTION: *Chief Operating Officer*

[FOI exempt/commercially confidential]

External Review of Council's Effectiveness

19/105 RECEIVED:

Paper CO/19/44, presented by the Pro-Chancellor, containing a summary of the Final Report of the External Review of the Effectiveness of Council and its Committees, which had been conducted by ShakespeareMartineau. The Report reflected comments of the Nominations and Remuneration Committee (NRC). The report included an appendix containing principal recommendations which were designed to ensure that there was a good flow of information, clarity of role and effective communication throughout Council's activities and its dealings with the Executive, Senate and the wider staff and student community, so that members were in a position to offer robust and informed challenge and support.

19/106 NOTED:

- That members were pleased that the Report had not identified any major shortcomings in governance or the effectiveness of Council and its committees. The report indicated that the governance of the University had improved considerably in recent years; interviewees spoke of governance being "on a journey", accelerated by the changes to the

membership of Council in 2017 and the arrival of the new Vice-Chancellor and the current Pro-Chancellor and Chair of Council. Governance was compliant in terms of current sector guidance, and examples of good practice had been identified.

- That the Report identified a number of areas in which the effectiveness of Council and its subcommittees could be increased going forward: i) to develop the Council's work and oversight of the adoption of the Aston Strategy 2018-2023; ii) to ensure compliance with the new HE regulatory framework and the requirements of the Office for Students as regulator, and with current governance best practice; iii) to enhance the Council's oversight of academic governance, included stronger links with the Senate and the Schools.
- That the Report recommended that Council should review the membership of subcommittees with a view to appointing staff and/or student members, particularly to the NRC. Council members agreed that the University should strive to engage students in decision-making processes, but were not convinced that this could be achieved most effectively by providing committee membership to a small number of students. It was agreed that the NRC in discussion with the SU President and Chief Executive should consider the adoption of mechanisms that could help ensure the effective participation of students in decision-making.

19/107 RESOLVED:

- To endorse a proposal that the full Report of the External Review, which included a number of additional "housekeeping" recommendations to improve the operational effectiveness of Council and its committees, should be considered by the NRC at its next meeting. The NRC would develop a prioritised action plan for taking forward the recommendations for discussion at a future Council meeting. NRC should also consider the report's appendix on the remuneration of Council members and make a recommendation thereon to Council.
- That the remit of the NRC should be split into two new committees, one focussed on Nominations and Governance, and the other on Remuneration and Workforce Strategy. NRC should prepare their terms of reference and membership.

ACTION: *Director of Governance*

STRATEGY REPORTS

References from Committees

Report from the Finance and Infrastructure Committee (FIC)

19/108 RECEIVED:

Paper CO/19/45 which summarised issues considered at the ARC meeting held on 14th January 2020 (the full minutes of which were included in the Resources and Background Material for this meeting). Issues discussed by FIC included:

- FIC recommended to Council that part of the Council/Executive away day should focus on a review of the University's strategic plans and operating model in the light of the challenges facing Aston and the HE sector. This arose from a discussion of the comments received from FIC and Council members regarding the draft OfS Financial Return which highlighted the fact that funding for students was not expected to keep pace with the increase in costs facing the University.
- FIC had received a report on fire safety arrangements at Aston Student Village which was operated by Unite Students (with whom Aston has an annual nominations agreement) and had received reassurance that the student accommodation had been reviewed by two independent competent fire safety assessors and found to be fit for habitation. Subsequent to the FIC meeting, initial results of cladding and insulation tests completed by BRE to BRE 135 standard, confirmed that some of the cladding panels were non-fire resistant High Pressure Laminate (HPL) but the insulation was Kingspan

Kooltherm K15 Rainscreen Board which did meet the standards of BRE 135. Unite Students were considering further risk evaluation and actions to mitigate the risk levels. Until this had been resolved special measures would continue to be implemented, including active fire patrols and modified cause and effect programming for the fire alarms. As the external make up of HPL was between 10% and 20%, the current fire risk was considered to be low. The resolution of outstanding issues identified in the last fire risk assessment had been progressing, from 22 at the time of reporting to FIC to seven (at 17.1.20); one of these outstanding actions was for Aston to close out and the remainder were low risk. Council members noted that a large number of Aston students lived off campus in accommodation provided by a range of other commercial providers, which could potentially have increased fire risk associated with external cladding. It was the responsibility of those commercial providers to ensure that their buildings were fully compliant with fire safety regulations. Vij Randeniya agreed to provide the University guidance on fire safety arrangements.

19/109 RESOLVED:

- i) That part of the Council/Executive away day should focus on a review of the University's strategic plans and operating model in the light of the challenges facing Aston and the HE sector.

ACTION: Chief Operating Officer

- ii) That the University should continue to liaise with Unite Students in ensuring that outstanding issues identified in the last fire risk assessment were resolved, and to ensure that Aston Student Villages remained safe and fit for occupation until the status of the cladding was established and resolved.
- iii) That the Students' Union Officers and the Director of Health and Safety and Business Continuity should review the guidance issued to students seeking private accommodation, to ensure fire safety issues were fully and properly addressed.

ACTION: Director of Health and Safety and Business Continuity, and SU President

Estates Strategy - Update

19/110 RECEIVED:

Paper CO/19/46 and a presentation from the Chief Operating Officer which provided an update on the development and implementation of the University Estates Strategy (Option 5A adopted in 2018), including the development of the Campus Vision and Masterplan and consideration of the location of the new building and development opportunities.

[FOI exempt/commercially confidential]

Digital Strategy Update

19/112 RESOLVED:

To defer consideration of a Digital Strategy Update to the next Council meeting.

Referred by the Nominations and Remuneration Committee

Annual Report of the Nominations and Remuneration Committee (NRC)

19/113 RECEIVED:

Paper CO/19/48 which summarised the NRC's Annual Report to Council for 2018/19 (the full Report was contained in the Resources and Background for the meeting as paper CO/19/53).

18/114 RESOLVED:

To approve the NRC's Annual Report to Council for 2018/19 and to endorse:

- i) its data-driven and transparent approach to the remuneration of the Vice-Chancellor and senior staff.
- ii) the recommendation that the NRC continued effectively to discharge its responsibilities as set out in its terms of reference.

Office for Students – Regulatory Compliance

Late Payment of fees to the Designated Quality Body

19/115 RECEIVED:

Paper CO/19/49 which outlined the reasons why the University had failed to make the payment of the annual fees to the Quality Assurance Agency (QAA), which is the OfS's Designated Quality Body, by the payment deadline. The requirement to meet this deadline was underpinned by the general ongoing condition of OfS registration G3 and a failure to do so therefore potentially constituted a breach of this condition of registration. On this occasion OfS had decided not to reach a formal regulatory finding in relation to this missed deadline. However OfS would record this instance of lateness and may consider this further should Aston fail to meet future regulatory deadlines. OfS required the University to submit to the OfS the record of a discussion at a Council meeting of the reasons the deadline was missed and the steps that would be taken to ensure that future deadlines were met.

The University had made the payment on the 16th August, a little over a month after the 10th July due date. Aston University was one of 250 providers who failed to pay the annual fee to the QAA by the required deadline. The reason for the late payment was due to the subscription being new, so there was a delay in identifying who was responsible for it and who had to raise the purchase order. The responsibilities for this had now been confirmed (ie the Provost's Office) and the necessary purchase order and payment would be raised on time going forward. The Director of Finance would also maintain a watching brief of the timings for these payments, and ensure that the payments were made.

19/116 NOTED:

That PwC, the Internal Auditors, were currently undertaking a review of the University's compliance with the OfS conditions of registration.

DATE OF NEXT MEETING

19/117 NOTED:

That the Council would next meet at 1:30 pm on Wednesday, 18th March 2020. The Council/Executive Away Day would be held on Tuesday, 12th May (from 6:00 pm evening session and dinner) and Wednesday, 13th May 2020 (from 9:00 am - 3:30 pm).

REVIEW OF 316th MEETING

19/118 NOTED:

Members had been impressed with the quality of the presentation of the CEPS strategy. They had also welcomed the useful contribution of the SU President to discussions other than in the context of her normal report to Council.

JGW/4.12.19