
Minutes of the 321st COUNCIL meeting, Wednesday, 14th October 2020 (by videoconference)

PRESENT:	Dame Yve Buckland (Chair)	
	Professor Alec Cameron	Ranjit Dhindsa
	Dr Melanie Gibbs	Professor Helen Higson
	Toby Lewis	Professor Gill Nicholls
	Dr Sue Noffke	Dr Rob Perrins
	Dr Vij Randeniya	Neil Scott
	Harry Sheppard	Professor Paul Topham
	Dr Jason Wouhra	Dr Mike Wright
IN ATTENDANCE:	Professor Ruth Ayres	Richard Billingham
	Professor George Feiger	Professor Simon Green
	Professor Sarah Hainsworth	Saskia Loer Hansen
	Professor Anthony Hilton	Gary Hughes
	Mark Smith	John Walter (Secretary)

GOVERNANCE MATTERS

WELCOME

20/1 RESOLVED:

To join the Pro-Chancellor in welcoming Professor Paul Topham, to his first Council meeting following his appointment as the Senate's representative for a two-year term commencing on 1st August 2020. Members of the Executive who were in attendance by invitation of the Pro-Chancellor were also welcomed.

DECLARATIONS OF INTEREST

20/2 NOTED:

That Dame Yve Buckland currently served as Chairman of the Board for the Royal Orthopaedic Hospital NHS Foundation Trust and Chairman of the Board for the Dudley Group Trust; and Toby Lewis currently served as Chief Executive of Sandwell and West Birmingham Hospitals NHS Trust; these organisations were engaged with and potential partners for the College of Health and Life Sciences (Minutes 20/20-22). There were no other new declarations of interest from members of Council or from those in attendance with respect to any agenda items.

COUNCIL MEMBERSHIP 2020/21

20/3 RECEIVED:

Paper CO/20/1, the Council membership list for 2020/21, noting that a vacancy remained for a representative of the Academic Assembly, for which an election process was ongoing.

COUNCIL SCHEDULE OF BUSINESS 2020/21

20/4 RESOLVED:

To endorse a draft Schedule of Council Business for 2020/21 (Paper CO/20/2), noting that this was intended to be a working document which would be updated as necessary to reflect strategic developments and priorities as the year progressed.

MINUTES

MINUTES

20/5 RESOLVED:

To approve the Minutes of the 319th and 320th meetings of the Council, held on 17th June and 21st July 2020.

MATTERS ARISING

20/6 RECEIVED:

Paper CO/20/3 being a report on matters arising from the minutes of the 319th and 320th meetings of the Council.

Engagement Portfolio - Presentation to Council (Minute 19/159)

20/7 NOTED:

That a presentation on the Engagement Portfolio had been made to members of Council and the Chancellor by relevant Executive members on 10th July 2020.

2020/21 Budget and Strategic Financial Forecasts for 2020/21 to 2024/25 (Minute 19/163)

20/8 NOTED:

That the 2020/21 Budget and Strategic Financial Forecasts for 2020/21 to 2024/25 had been submitted to the Office for Students.

Council's Key Performance Indicators (Minute 19/165)

20/9 NOTED:

That updated Council's Key Performance Indicators would be presented to the 26th November Council meeting.

Report from the Audit and Risk Committee (ARC) (Minute 19/170)

20/10 NOTED:

That the minutes of the ARC meeting of 10th June 2020 were included in the resources and background material for this meeting.

Senate Effectiveness Review: Proposed Scope and Methodology (Minute 19/177)

20/11 NOTED:

That the Pro-Chancellor had approved the appointment of Alice Hynes (on recommendation from the Provost) as the external person to lead the effectiveness review of the Senate. Alice was a senior consultant with considerable experience of HE governance and the ways in which corporate governance (overseen by Council) and academic governance (overseen by Senate) operate within HE institutions. The Provost was in the process of establishing the task group to undertake the review, which would involve a range of methods to collect information including a survey, interviews and focus group meetings, including with members of Council. The review would be forward looking in making recommendations that would help to equip the Senate to work effectively and efficiently within the new regulatory environment and at a time when the modes and content of academic delivery were changing rapidly. The aim was to submit a final report on the review to the January 2021 meetings of Senate and Council.

Muscat University – Change of Partnership Agreement (Minute 19/180)

20/12 NOTED:

That as requested at the 17th June Council meeting, a confidential briefing paper was circulated to Council members (3.7.20) on the rationale behind the agreed teach out of Aston University programmes in collaboration with Muscat University and the financial implications.

STRATEGIC ISSUES

STRATEGIC REFLECTIONS

20/13 RECEIVED:

Paper CO/20/4 together with an oral report from the Vice-Chancellor and Chief Executive, which outlined progress with and achievements of the beneficiary-led University Strategy, and some reflections on the impact that Covid-19 was having on its delivery. The following points were noted:

- The Engagement portfolio and structure had been developed to respond more effectively to the need of beneficiaries.
- For students, employability had been identified as the central value proposition and Aston was now consistently top-ranked for value-add and social mobility as demonstrated by the TEF Gold rating, Economist ranking, LEO, and Guardian value-added table.
- For external organisations, the business engagement structure had been established which was having success in developing new and additional business offerings including Degree Apprenticeships and Knowledge Transfer Partnerships.
- Aston had developed a Civic Charter, in order to publicly mark its commitment to the Region and Society and to help meet the overarching aims of the University Strategy. One of the key features of a Civic University was to partner with other universities, colleges and anchor institutions (such as NHS and large employers) for the good of the local community.
- The new academic college structure had consolidated strengths in Business, Health, and Engineering. Aston was positioning as a focussed university of technology. New complementary disciplines were being introduced (Civil Engineering from 2020; new Computer Science programmes, such as cybersecurity, from 2020; and new Health initiatives: Medical School launched with funded places from 2018, a Nursing proposal under development, and new higher prescribing and physician associate proposals in train). Non-core disciplines were under review.

- Considerable progress had been made with the strategy to diversify revenue streams and markets, with a view to reducing reliance on home UG enrolments, but this had been impacted by Covid-19, particularly in relation to recruitment of international students. Diversification from a reliance on China was progressing slowly (but accelerated by Covid). Off-shore international enrolments had faced business model challenges and Covid had led to withdrawal from joint programmes with Muscat University. New programmes had been introduced to capture Home PGT market share. Aston On-line was showing steady growth (albeit with all offerings from the Business School). Degree apprenticeships were also growing in enrolments and the range of offerings from Engineering and Business.
- The strategy of increased focus for research was progressing well. A new research strategy had been launched with four key themes: Impact; Collaboration; Excellence; and Sustainability. Four Aston Research Institutes had been established which were now the major focus of investment and research activity. Research grants won had increased from £20 million to £30 million in 4 years to 2020. Aston was now very well-placed for 2021 REF.
- The key learnings of COVID for universities to-date included the rapid rise in the importance of technology and on-line. The future offer would involve “blended” learning, with on campus programmes increasingly having on-line components. There would be a higher acceptance of flexible working (including from home) and on-line working and meetings. Capital investment would be likely to shift away from physical estates towards technology. There was a growing need for a more balanced and sustainable business model. The current mismatch between fixed expenditure (payroll) and volatile income (international enrolments) was highlighted by Covid. The historical cross-subsidy between long-term projects (research) and short-term income (international enrolments) was no longer sustainable due to the increasing volatility of revenue streams. There was an increasing need to diversify revenue streams, markets, and modes of delivery. It had become apparent that when markets shrank, competition intensified - with declining international student fees, the stronger brands had taken market share in UK markets. In this context a firm focus on meeting the needs of beneficiaries and understanding competitive advantages was essential.
- In summary, the impact of Covid-19 had been to reinforce the major themes of the University Strategy to focus on the needs of beneficiaries, and to prioritise investment in the areas of strength. There was a need to continue to review the impact of Covid and how this might influence the nature and pace of the delivery of the Strategy. There might be new areas of activity that the University should now consider. The University had generated considerably more revenue this year despite the impact of Covid, and it would be necessary to consider how this could be invested in University priorities for development without contributing to the continuance of an inflexible cost model.
- The Covid situation was still evolving and could potentially continue for many months to come. Also, the impact of Brexit remained very uncertain. Agility and speed of response to risks and opportunities would be essential. Maintaining the quality of services and a distinctive offer (based on widening participation, social mobility and excellent student outcomes) was essential in maintaining market share in an increasing competitive environment. Developing a more flexible cost base and workforce would be required to enable Aston to respond to rapidly changing circumstances. The effective use of technology and on-line delivery could enable the University to retain market share and to exploit new markets.
- It was intended to review and refresh the University Strategy and its implementation over the next six-month period.
- Council members asked if students had started to question whether they were receiving value for money in the context of blended and on-line learning, and if there had been any requests for fee refunds as a result – this might become even more of an issue in the light of challenges to graduate employability as a consequence of Covid-19 and its impact on the global economy. The SU President reported that students appreciated the need for blended and on-line learning to keep students and staff safe during the pandemic; however, they also were keen to ensure that they received value for money for the

tuition fees they paid. The Vice-Chancellor reported that the HE sector generally appeared to be consistent in opposing any proposal that tuition fees should be reduced. A reduction in tuition fees would ultimately lead to a need for HEIs to reduce their costs, which could result in staff reductions possibly impacting on the level and quality of service to students. Aston would continue to invest heavily in supporting widening participation, student placements, graduate outcomes and social mobility, which, if successful, would demonstrate to students and parents that their fees were a worthwhile investment in their future success. The Provost indicated that Aston was striving to ensure that quality of the new blended and on-line education was actually an improvement on what was offered previously, particularly in terms of actively engaging students rather than relying on PowerPoint presentations which encouraged students to be more passive in their learning. The on-line and blended that Aston provided was not cheaper to operate than traditional methods, particularly given the small class-size and the consequent need to repeat classes. It was proving difficult to find sufficient student placements given the Covid-related downturn in the economy, and the University was striving to offer a range of alternative opportunities for students to gain work experience.

- The University was using a variety of means to ascertain how students were feeling about the education they were being provided, including more frequent pulse surveys and focus groups. It was suggested that student panels could be arranged at subsequent Council meetings to enable members to gauge student opinion.

ACTION: Vice-Chancellor and Pro-Chancellor to agree the nature and timetable for the review and refresh of the University Strategy

Student Recruitment and Financial Update versus 2020/21 Budget

20/14 RECEIVED:

Paper CO/20/5 together with a presentation from the Deputy Vice-Chancellor Engagement (DVCE), and Chief Operating Officer (COO) on the latest student recruitment position for 2020/21, following A Level results and clearing, and an updated view of commercial activity. A 'flash' forecast for income had been prepared along with revised operating budgets. The paper also summarised changes to the capital programme and the subsequent impact on the financial position for 2020/21 and future-years' cash position.

20/15 [FOI exempt/commercially confidential]

Council congratulated the Executive and all staff involved in achieving such a positive recruitment and financial position.

RETURN TO CAMPUS AND COVID-19 UPDATE

20/16 RECEIVED:

The Executive Director of HR and Organisational Development reported on the return to campus and the start of the academic year, and on the status of Covid-19-related developments.

- Welcome week and the first teaching week had finished with reports of far more engagement in interactive sessions, such as on-campus teaching and personal tutor meetings than was expected, and perhaps more than was normally experienced at this stage. While large groups were being taught online, all students had access to small group on-campus teaching, including discussion groups, laboratories and clinics.
- The University's first priority continued to be to protect the health and well-being of students, staff and visitors to the campus. A comprehensive range of measures was in place on campus to control the spread of infection. Student-facing staff who were working on campus were advised to follow the Covid-safe guidelines to keep themselves, their colleagues, students and the wider community safe. The majority of

students were complying with the guidelines and adopting the Aston Together commitment. There had been some incidents where people largely from outside the University, had congregated in large numbers for parties in the student residences; these had been quickly dispersed by the campus safety team.

- The University was now producing rolling seven-day aggregate statistics on Covid-19 cases which would be published on the Aston website. There were currently 54 students from the c15,000 student population who had tested positive for the virus and three staff from the c1,950 University staff. There had been no reportable outbreaks to-date and no discernible patterns of infection.
- Students who were resident in ASV and were self-isolating were being supported by zoom meetings and regular phone calls, whilst students not resident in ASV were being supported by phone. A team of volunteers was available to deliver food/shopping whether the student was based in ASV or not. Aston Nourish was delivering food boxes and meals to students in ASV. Emergency food packs were being provided to students who requested them.
- Student Services (including counselling, mental health and disability support and student advice) were taking place on campus and online.
- The Library had been open since 10th August and had now moved to more extensive opening hours, including at the weekends. Students were able to access printing, computing and laptop borrowing resources from the Library, as well as the usual e-text and print book borrowing. A protocol was now in place for the Library to flag up if extra study space was needed. Monitoring was operating twice a day and there was a protocol to open other PC areas in a controlled way. This was particularly important to give some variety to students who had to spend a good deal of time in their relatively small rooms in the halls of residence.
- Regular communication emails were being posted to new and returning students covering subjects such as Covid safety, Covid symptoms and what to do if they had these or tested positive, social distancing, face coverings, Birmingham restrictions, wellbeing and mental health, enrolment and re-enrolment, welcome week events, etc. This was freeing up staff time to enable immediate responses to student feedback and queries. A recent question and answer session with students had revealed the need to reissue the guidance to students about how to act appropriately in various Covid-related situations.
- The University was continuing to work closely with the Students' Union in responding to queries and in making life on campus as vibrant as possible.
- The University was continuing to support the city-level response to the Covid-19 situation. Officers attended the daily command meeting with the Birmingham City Council's public health team. A walk in Covid-19 test centre located on Carpark 6 had been opened today. Signage guiding people to the test centre around the campus had been arranged.

PRESIDENT OF THE STUDENTS' UNION REPORT

20/17 RECEIVED:

Paper CO/20/6, together with an oral report from the SU President, noting the following points:

- Students had a lot of concerns about COVID-19, but the general feeling was that the University was handling the situation well, especially compared to other universities. Students wanted as many on-campus contact hours as possible to get them out of their student accommodation. Because they are spending more time indoors some students were suffering from boredom and poor mental health.
- The Union was supporting students by ensuring that they were aware: of the government guidelines and of the University's support services and broader policies; that they were aware they could still engage with their clubs and societies whilst remaining safe; running student groups such as the International Buddy Scheme;

making the SU building Covid compliant so that it could open to students; and guaranteeing that placement students in the SU would be employed as paid staff rather than as volunteers.

- This year's Welcome Week was entirely virtual due to Covid. The SU held many online events, such as Netflix parties, a club and quiz night, several "Intro to the SU" and Q&A Facebook live sessions, Birmingham city tours, a disco and bingo night, an escape room event and "Together We're Stronger" events for commuter students, postgraduate and international students, and LGBT+ students. One hundred Aston Aunties were recruited to help deliver these events and support new students. Attendance was relatively low but those that did take part said they really enjoyed them and made friends. The SU bar had also been open for students in their "bubbles", and the virtual clubs and societies fair ran successfully for two weeks. Social media was a big part of the Welcome Week campaign and the SU's pages received a good level of engagement.
- In collaboration with Aston University's Afro Caribbean Society, the SU organised a number of educational, fun and empowering virtual events for Black History Month, such as Netflix parties, panel discussions and talks from experts. The SU had also successfully launched the Black Lives Matter section of the SU website, which was full of resources, articles, and charities and foundations to support, among other things.
- The President emphasised the critical importance of the SU and the University continuing to communicate with each other about the COVID-19 situation on campus, and working closely together to support the students through the pandemic.
- Council member asked if the mental health support being provide to students was sufficient and effective. The President reported that the University Counselling and Mental Wellbeing Service on campus provided excellent support – physical meetings, virtual meetings or phone conversations were preferred by students. Students were less complimentary about the effectiveness of the on-line mental health resources that were being provided (eg White Board and SilverCloud). The DVC Engagement reported that the use of the Service was monitored and staffing resources would be enhanced where necessary. Council members suggested that the recruitment of mental health first aiders from among the student body would be a very positive way to help respond to the increase in demand for mental health services.

2020 NATIONAL SURVEY ACTION PLANS

20/18 Paper CO/20/7 and a report from the Provost and the DVCE on actions taken to-date and planned at School, College and University levels to address the issues arising from the 2020 NSS survey and to make improvements. The NSS task force had met with each College and a session was being arranged with the Students' Union. At these meetings, the Executive Deans and their senior management teams had shown how they had been reflecting on their 2020 NSS and had shared initial action plans. The task force would revisit each College next month to check on progress and provide support where needed. All areas of the survey would be addressed, but particularly attention would be paid to Teaching Quality this year as this was the area which required most strengthening in the NSS and also because it fed so strongly into the TEF. Each College has detailed action plans which were summarised in the report.

2019 NOTED: the following points:

- It was noted that the Office for Students (OfS) had signalled that, whilst they intended to run the NSS in 2021, they would be reviewing it and had not yet decided which metrics would be published as a result. They had indicated that they intended to reduce the burden on institutions and that universities did not need to promote the 2021 survey to students. The Executive believed that this promotion was very important in ensuring that students knew the context of the survey and in encouraging them to use it appropriately in reviewing their university experiences. Even if the NSS had been cancelled, Aston would still wish to seek student opinion about its provision in a spirit of continuous improvement and putting students at the heart of all that we do. At this

time of questions around value for money, Aston needed to ensure that the learning experience, the support and the resources it offered to students were the best it could reasonably provide so as to enable students to maximise their academic and graduate employment outcomes.

- The Provost had handed over the running of the 2021 survey to the DVCE and PVC Education (PVCE). The Provost would concentrate on supporting the Colleges in addressing their 2020 issues until the new survey started in the new year.
- The Executive Deans gave a brief overview of NSS discussions within their Colleges, and in each case the main areas of student concern had been identified and plans developed to address them. The NSS Task Force had identified University-level issues (eg concerns about extenuating circumstances and academic appeals) and was in the process of addressing them. There were a number of relatively simple actions that could be taken to improve student satisfaction: being open and clear with students about what they could expect in terms of service delivery and in turn what was expected of them; sharing assessment criteria with students in advance; meeting deadlines for the turnaround of assessment feedback and marking; delivering the service that was promised and reminding them when this was achieved.

ACTION: *A report on progress with the University and College NSS action plans should be provided for the January Council meeting*

COLLEGE OF HEALTH AND LIFE SCIENCES – STRATEGY AND PROGRESS

20/20 A presentation (paper CO/20/8) from Professor Anthony Hilton, PVC and Executive Dean on progress with the development and implementation of Strategic Priorities 2020 – 2025 for the new College of Health and Life Sciences. The College aimed to be distinguished by excellence in education and research in clinical, healthcare and the life sciences, and to meet the needs of its core beneficiaries through the delivery of outstanding graduate outcomes, opportunities for professional development and impactful research. The College planned to diversify revenue streams through new programmes which were vocationally relevant, aligned with the needs of beneficiaries and in areas where it was possible to leverage a competitive advantage

20/21 NOTED:

- Council members asked if there had been an upturn in interest in health-related programmes in the light of the Covid-19 and the public support for the NHS. Professor Hilton reported that there did appear to have been an increase in interest in health-related programmes and the professional careers that followed from them. Council members asked what constraints operated to limit the College's ability to respond to this increasing demand. It was noted that there was a need to maintain and even enhance the quality of the intake to ensure that students were able to succeed and to secure positive outcomes. The professional bodies also imposed caps and conditions on student numbers. Also, there were some physical constraints, such as the number of laboratories or clinical placements available.
- Council members were pleased to note that the College had achieved its best-ever year for research awards in 2019-20 (£11.84 million).
- One particularly exciting area of potential development was a suite of new programmes in Advanced Clinical Practice (ACP), including ACP Vision Science (2022) through a strategic partnership with Birmingham Midlands Eye Hospital with funding already secured from HEE; and ACP Nursing, ACP Pharmacist and ACP Physician Associate in strategic partnership with Midlands Metropolitan University Hospital.
- The College was proud of and intended to develop its innovative Pathway to Healthcare Programmes which were designed to expand the knowledge, develop the skills and give an insight into university life to those students from underprivileged backgrounds who had ambitions to study a medicine or healthcare related degree.

- The College was having some success in developing partnerships with regional hospitals in relation to relevant areas of research activity and hoped to build on this going forward.

20/22 RESOLVED:

To thank Professor Hilton for the clarity, structure and content of his presentation of the current position of the College and the exciting and innovative plans for its development and how they would be achieved.

20/23 [FOI exempt/commercially confidential]

20/25 [FOI exempt/commercially confidential]

20/26 [FOI exempt/commercially confidential]

20/27 [FOI exempt/commercially confidential]

STRATEGY REPORTS

The Vice-Chancellor left the meeting at this point

PRO-CHANCELLOR AND CHAIR OF COUNCIL'S REPORT

20/28 The Pro-Chancellor and Chair of Council's Report reported on recent developments:

- Through the summer period the Pro-Chancellor had continued to receive reports and have discussions with the Vice-Chancellor and other Executive members about Covid-19, student recruitment, the move to on-line recruitment, NSS results and league tables. She had also kept the Chancellor informed about such developments. Regular situation reports had also been circulated to Council members.
- The Pro-Chancellor and Dr Vij Randeniya would be attending the CUC Autumn Mini Plenary meeting on 15th October.
- The Remuneration and Workforce Strategy Committee (RWFSC) had approved a recommendation from the Pro-Chancellor to extend the Vice-Chancellor's current term of office, due to end on 4th September 2021, to run concurrently from that point for a further 5-year term. The existing salary and other terms would be consistent with the current contract and terms and conditions of employment. Council members asked if the RWFSC has benchmarked the Vice-Chancellor's salary and other terms against comparable organisations. The Chair of RWFSC reported that the Committee had employed external consultants to undertake a benchmarking exercise for all Executive roles, and had taken action to rationalise a variety of different benefits into a more standard, straightforward and transparent package of benefits. The Vice-Chancellor's package was commensurate with his duties and responsibilities and comparable to similar positions in the sector.

The Vice-Chancellor re-entered the meeting at this point

REPORTS FROM COMMITTEES

Report from the Audit and Risk Committee (ARC)

20/29 RECEIVED:

An oral report from the Chair of ARC that the following key issues had been discussed at the ARC meeting earlier on 14th October:

- ARC had received the Annual Report from the University's Internal Audits, PwC, which had contained the audit opinion of "generally satisfactory with some improvements required". PwC had reported that Aston's control environment did generally appear to be improving in the face of some significant changes in the risk landscape, including those arising from Covid-19.
- ARC had recognised a general improvement in the University's approach to health and safety and business continuity. The Committee had asked for a report at the next meeting on assurance about the effectiveness of Covid-19 health and safety arrangements.
- The effectiveness of data quality management had been highlighted negatively in two recent internal audit reports. PwC's had given "Needs Improvement" ratings in its reports focused on data quality and on the data quality management arrangements in respect of ESFA Funding compliance and of the HESA Student and Transparency returns.
- ARC had requested a report from the Executive on progress with the Aston People Strategy, including the scope for the forthcoming internal audit of performance management.
- ARC would be reviewing the risk register at its next meeting, which would include risks associated with the USS pension deficit, as well as an update in the light of the implications of Covid-19 and Brexit.

Report from the Finance and Risk Committee (FIC)

20/30 RECEIVED:

Paper CO/20/10 and an oral report from the FIC Chair on the FIC meeting held on 6th October 2020, noting:

- FIC had discussed the Vice-Chancellor's Strategic Reflections presentation. A significant challenge was how the University could take long-term decisions (eg about capital investment in the estate and technology) at a time when there was considerable short-term volatility in terms of potential income streams. In this context the development of a more flexible cost base would be necessary to enable the University to respond quickly and with agility to challenges and opportunities ahead.
- FIC had considered a thought-provoking paper from the COO which highlighted the need to reappraise the assumptions underpinning the current Estate Strategy in the light of the impact of the Covid-19 pandemic. FIC members felt that it was timely and appropriate to review the overall University Strategy and its delivery in the light of Covid-19, and that its sub-strategies, such as the Estates Strategies, should then be reviewed to ensure that they remained in synch with the overall Strategy. Members felt that, notwithstanding the need to invest more in its digital infrastructure, the University would need to continue to invest in the physical estate in order to maintain the attractiveness of the institution to new and existing staff and students.
- FIC Members felt strongly that Aston should continue with design of the New Building and to seek planning permission. At that point, consideration should be given as to how external funding could be leveraged to support the delivery of an iconic building at the heart of the developing City centre and adjacent to the HS2 terminal. Investment in such a building could help to demonstrate commitment to and confidence in a forward-looking and strong organisation, as well as enhancing the experience of students, staff and external beneficiaries.
- FIC had agreed to accept the recommendations from a recent review of fire safety on campus, including that the University should elevate the current campus 'Life Preservation' strategy to a 'Building Preservation and Business Continuity' level. This was to a standard higher than the statutory minimum required, but was prudent in the light of the need for a robust approach to the preservation of business continuity given the level of activity within a single Main Building. FIC endorsed the proposal that

'Building Preservation and Business Continuity' items should be completed as per the timescales set out and that the capital plan be adjusted accordingly.

ACTION: Chairs of FIC and RWFSC and the COO to review the planned investments in fire safety arrangements

- [FOI exempt/commercially confidential]
- [FOI exempt/commercially confidential]
- [FOI exempt/commercially confidential]

Report on Matters Considered by FIC on behalf of Council

20/31 [FOI exempt/commercially confidential]

Management Accounts for 2019/20

20/32 RECEIVED:

Paper CO/20/12, the Management Accounts 2019/20 for the period ending at 31st July 2020, which showed an operating surplus of £2.5 million which was £2.4 million adverse of budget.

Report from the Remuneration and Workforce Strategy Committee (RWFSC)

20/33 RECEIVED:

An oral report from the Chair of RWFSC on the RWSFC meeting held on 9th October 2020, noting:

- RWFSC had approved the extension of the Vice-Chancellor's current term of office.
- RWFSC received a report on new terms and conditions of employment.
- RWFSC recommended to Council that delegated responsibility for oversight of health and safety management arrangements should be transferred from RWFSC to FIC.
- RWFSC received a report on the USS pension position. The Committee had agreed that the University should continue to lobby through national and regional bodies for the adoption of a more sustainable operating model for USS.

20/35 [FOI exempt/commercially confidential]

Universities Superannuation Scheme (USS)

20/36 RESOLVED:

That a briefing paper on the current USS position should be circulated to Council members.

ACTION: EDHROD and COO

Report from Nominations and Governance Committee (NGC)

20/37 RECEIVED:

An oral report from the Chair of NGC on the NGC meeting held on 9th October 2020, noting:

- NGC had considered potential changes to the membership of Council and its committees for 2021/22 and, taking into account the skills matrix, resolved that the priority for future recruitment of new independent members should include audit, digital/IT, marketing and global operations.
- NGC considered a long list of potential candidates for appointment as independent members prepared by the Mallory Partners (an executive search company). The Committee had asked the COO and the Secretary to provide Mallory Partners with a

stronger steer in producing a more focused and prioritised short list for consideration at the next NGC meeting.

- NGC endorsed and recommended to Council the approval of an action plan to address the recommendations from the external review of Council's effectiveness undertaken by ShakespeareMartineau.

Council Effectiveness Review Action Plan

20/38 RECEIVED:

Paper CO/20/14, a draft action plan to address the recommendations from the report of the external review of Council's effectiveness undertaken by ShakespeareMartineau on recommendation from the NGC. ShakespeareMartineau's full report was contained in the resources and background material for this meeting.

20/39 NOTED:

- Council had received a summary of ShakespeareMartineau's report in January 2020, and had been pleased to note that the Report had not identified any major shortcomings in governance or the effectiveness of Council and its committees. The report had 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; and iii) to enhance the Council's oversight of academic governance, included stronger links with the Senate and the Schools. The report also included an appendix containing "housekeeping" recommendations 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. Council had asked the NGC to develop a prioritised action plan for taking forward the recommendations.
- NGC had considered each of ShakespeareMartineau's recommendations in some detail over several meetings
- The action plan had been prioritised with the most important issues addressed first, with a range of housekeeping issues dealt with afterwards. More important issues included: clarifying the role of the HE Advisor; appointment of a Senior Independent Governor; enhanced engagement between Council and the Deans and also with other members of the Executive; initiatives to enable members of Council to become more involved in University activity generally; implementation and monitoring of the University strategy and the KPIs; implementation of the new risk methodology and risk register; effective engagement of students and staff in decision-making; the relationship between Council and Senate, and the assurance about the effectiveness of academic governance, quality and standards arrangements; assurance about continuing compliance with the OfS conditions of registration as an HE provider.
- The action plan contains the following appendices which the Council was asked to endorse:
 - A. Procedure for Appointment of Council Members.
 - B. Proposed minor changes to University Statutes, which would be subject to approval by the Privy Council, and Ordinances (refer to Appendix to these minutes).
 - C. Revised Council Operational Guidelines.
 - D. Role Description of Senior Independent Member.
 - E. Revised Role Description of the Deputy Chair of Council.
 - F. Terms of Reference of the Nominations and Governance Committee.
 - G. Terms of Reference of the Remuneration and Workforce Strategy Committee.
 - H. Guidelines on Papers for Council and Committees.

- I. Delegation of Authority to the Pro-Chancellor and Chair of Council and to the Deputy Chair.
- J. Role Description of the Chair of Audit and Risk Committee.
- K. Role Description of the Chair Finance and Infrastructure Committee.

20/40 RESOLVED:

To approve the proposed action plan and NGC's recommendations in response to the report of the external review of Council's effectiveness; and that NGC should oversee its implementation.

ACTION: Secretary and COO

DATE OF NEXT MEETING

20/41 NOTED:

That the Council would next meet at 1:30 pm on Thursday, 26th November 2020.

REVIEW OF 21ST COUNCIL MEETING

20/42 NOTED:

That the Chair invited members to submit any suggestions on how to improve the effectiveness of Council meetings to herself or the Secretary. One member suggested that it would be useful to identify a straightforward way by which members could indicate their views on a proposal during virtual meetings when it was not possible to see all members on screen; asking members to raise virtual hands was suggested as one possible approach.

JGW/22.10.20

Appendix: Amendments to University Statutes and Ordinances

Appointment of Independent Members of Council

Statue 4.4 to be amended as follows:

- 4.4 The members in Class 2 shall be appointed by the Council for a term of up to three years **in accordance with procedures prescribed by the Council from time to time.** ~~on the recommendation of a Nominations Committee appointed by the Council and chaired by the Pro-Chancellor and Chair of Council, and~~ They shall be eligible for re-appointment for a second term of three years and exceptionally a third term of three years. ~~The Committee shall have regard to the need to provide an appropriate balance of skills and experience for the Council to fulfil its objectives and to ensure that its composition reflects the diversity of the University's constituency and society more generally~~

Pro-Chancellor and Chair of Council

Ordinance 1.3.2 to be revised as follows:

- 1.3.2 The Pro-Chancellor and Chair of the Council shall hold office for an initial term of ~~five~~ **three** years and shall be eligible for reappointment for a ~~further five year term at the end of the initial five year term.~~ **second term of three years and exceptionally a third term of three years.**

Nominations and Governance Committee

Ordinances to be revised to reflect the new title of Nominations and Governance Committee as follows:

- 1.2.2 The Chancellor shall be appointed by the Convocation on the joint recommendation of the Council and the Senate. Prior to making the recommendation to Convocation, the Council and Senate shall consider a report from the Nominations **and Governance** Committee.
- and
- 1.3.1 The Pro-Chancellor and Chair of Council and such other officers as the Council may consider necessary from time to time shall be appointed by the Council on the recommendation of the Nominations **and Governance** Committee.

Reserved Business

Ordinance 2.9.1 be revised to reflect the current practice of Council and Senate, as follows:

- 2.9.1 The membership of appropriate University committees should make provision for full student members with voting rights. ~~It may be necessary to exclude students from certain committees or parts of committee meetings defined as "Reserved Business" which are concerned with confidential information concerning individual members of staff or students, or the appointment of internal and external examiners.~~

Senior Officer Membership of Committees

Ordinance 2.10.2 to be revised to reflect current Terms of Reference of Committees as **follows**:

- 2.10.2 The Chancellor, the Pro-Chancellor and Chair of Council and the Vice-Chancellor and Chief Executive shall **be entitled to attend meetings** ~~be ex officio members~~ of any committee of the Council. The Vice-Chancellor and Chief Executive and the Deputy Vice-Chancellors shall be ~~ex officio members of~~ **entitled to attend meetings of** any committee of the Senate and ~~non-voting ex officio members~~ of any College Management Team.

