

COUNCIL

MINUTES OF THE MEETING HELD ON 24 NOVEMBER 2017

Present: Dr Mike Burrows, (Chair), Geoff Bean, Phil Cusack, Garry Dowdle, Ben Gallop, Zamzam Ibrahim, Professor Helen Marshall, John Merry, Ian Moston, Sean O'Hara, Professor Sheila Pankhurst, Margaret Rowe, Tom Russell and Emily Voss-Bevan.

Apologies: Amina Helal, Sam Plant, Professor Susan Price and Joyce Redfearn.

In attendance: Julie Charge (Director of Finance), Louise Edwards Holland (Director of Human Resources), Dr Sam Grogan (PVC Student Experience), Andrew Hartley (Director, Legal and Governance from min COU 17.109 – 17.110), Jackie Njoroge (Director of Strategy), Professor Richard Stephenson (Deputy Vice-Chancellor) and Jo Makin (Secretary).

COU.17.98 **MEMBERSHIP**

Councillor John Merry was welcomed to his first Council meeting. Councillor Merry had joined the Council as the Salford City Council representative in place of Councillor Longshaw.

COU.17.99 **MINUTES OF THE PREVIOUS MEETING (COU/17/76):**

Confirmed the minutes of the meeting of Council held on the 13 October 2017.

COU.17.100 **MATTERS ARISING FROM THE MINUTES**

Noted: the update on the previous meetings actions appended to the minutes. There were no other matters arising which were not included elsewhere on the agenda.

COU.17.101 **CHAIR'S ACTION:**

Reported that no actions had been taken by the Chair since the 13 October 2017 meeting.

COU.17.102 **STARRED ITEMS:**

Confirmed that agenda items 2 (Schedule of Attendance), 21 (Confirmed minutes of the Audit & Risk Committee 29 September 2017 and Unconfirmed minutes of the Audit & Risk Committee 2 November 2017), 22, (Confirmed minutes of the Finance & Resources Committee 29 September 2017 and Unconfirmed minutes of the Finance & Resources Committee 2 November 2017), 23 (Unconfirmed minutes of the Governance Nominations & Ethics Committee 28 September 2017) 24 (Unconfirmed minutes of the Remuneration Committee 29 September 2017), 25 Unconfirmed minutes of the Student Experience Committee 28 September 2017), and 26 (Use of the University Seal) would be noted without discussion.

COU.17.103 **ANNUAL ACCOUNTABILITY RETURNS – SUMMARY OF REQUIREMENTS (COU/17/77)**

Received: the summary of HEFCE annual accountability requirements.

COU 17.104 **ANNUAL ASSURANCE RETURN (COU/17/78)**

Considered: the Annual Assurance Return to HEFCE.

Resolved: that the Assurance return be **approved** for submission to HEFCE, subject to the removal of the word 'No' in the comments box aside the third statement, leaving the

comments box blank.

COU 17.105 **ANNUAL QUALITY ASSURANCE REPORT (COU/17/79)**

Considered: the Annual Quality Assurance Report to Council.

Noted: 1) that the appendix outlined additional information relating to employability and satisfaction outcomes;

2) that approval by HEFCE would enable entry into TEF.

Resolved: that the report be **approved** for submission to HEFCE.

COU 17.106 **FINANCIAL STATEMENTS (INTEGRATED REPORT) FOR THE YEAR ENDED 31 JULY 2017 (COU/17/80)**

Considered: the financial statements for the year ending 31 July 2017.

Reported:

- i) that the report was very different from previous versions in its style;
- ii) that the University had an operating surplus of £6.5 million, consistent with projections. The £23 million pension adjustment did not affect the surplus and was indicative of the volatility of the pension environment;
- iii) that the University had performed well this year with annual income at £204 million;
- iv) that the Greater Manchester Pension Fund was showing a £1.8 million shortfall;
- v) that the dispute with the building contractors concerning the final New Adelphi build costs was now resolved, with contingent liability being replaced with probable position to settle, reflected in the financial accounts.

Noted: that thanks were due to the Finance team for their excellent work.

Resolved: that the Financial Statements be approved for submission to HEFCE subject to the Committee membership section being reviewed.

[ACTION 1: Executive Director of Finance]

COU 17. 107 **AUDIT AND RISK COMMITTEE ANNUAL REPORT (COU 17/81)**

Considered: Audit & Risk Committee's annual report to Council.

Resolved: that the Audit & Risk Committee annual report be **approved** for submission to HEFCE.

COU 17. 108 **EXTERNAL AUDIT HIGHLIGHTS MEMORANDUM AND MANAGEMENT LETTER (COU/17/82)**

Considered: External Audit Highlights Memorandum and Management Letter.

Resolved: that the Audit Highlights Memorandum and Management Letter be **approved** for submission to HEFCE.

COU 17.109 **LETTER OF REPRESENTATION FROM COUNCIL TO THE EXTERNAL AUDITORS (COU/17/83)**

Considered: the Letter of Representation from Council to the External Auditors.

Resolved: that the Letter of Representation to the External Auditors be **approved** for submission to HEFCE.

COU 17. 110 **PREVENT ANNUAL REPORT (COU/17/84)**

Considered: the University's annual report to HEFCE on the measures being undertaken to discharge the Prevent counter-terrorism duty.

Reported:

- i) that the University's practice around Prevent has focused on student welfare and support for all vulnerable students.
- ii) that the report made reference to the context of the Manchester Arena attack.

Resolved: that the Prevent annual report be **approved** for submission to HEFCE following the removal of the word 'mediocre' on page seven.

[ACTION 2: Director of Legal & Governance]

COU 17. 111 **VICE-CHANCELLOR'S REPORT (COU/17/85)**

Considered: a report from the Vice-Chancellor on key issues affecting the University.

Reported:

- i) that a new metric had been announced to sit alongside the Teaching Excellence Framework (TEF) and the Research Excellence Framework (REF): The Knowledge Exchange Framework (KEF) will focus on knowledge transfer and commercial outcomes;
- ii) that the recent Budget did not provide any further clarity on fees and the 2019/20 undergraduate tuition fee remains unknown;
- iii) that there is potential that cheaper to teach subjects may attract a lower fee, with STEM fees increasing;
- iv) that the Office for Students (OfS) consultation on the regulatory framework for higher education closes on the 22 December 2017. The OfS will replace HEFCE in April 2017;
- v) that the Manchester Science Festival was a great success, with discussions ongoing around having all three Manchester universities heavily involved;
- vi) that the USS superannuation pension scheme will bring significant challenges to the University, proposed scheme changes will result in industrial action. Plans will be implemented to minimize impact on the student experience;
- vii) that the StREAM learning analytics pilot is underway but it is too early to report on outcomes;
- viii) that the OfS consultation on the regulatory framework will change the governance expectation. Collective induction and training for Council members and the Senior Leadership Team will be provided.

COU 17.112 **COUNCIL EFFECTIVENESS REVIEW – GOOD GOVERNANCE INSTITUTE RECOMMENDATIONS' (COU/17/86)**

Considered: the full Good Governance Institute Report.

Reported: that the report fulfilled the CUC requirement to undertake a periodic governance review, with the last report having been undertaken in 2014.

Noted: work had been undertaken in progressing the recommendations contained within the report and that whilst there was input needed from the new Chair of Council, it was important this should not impede continuing progress.

Resolved: that the recommendations from the report be drawn into a table with timeframes and interdependencies attached and brought to GNEC. **[ACTION 3: University Registrar]**

COU 17.113 **GREATER MANCHESTER MEDICAL SCHOOL (COU/17/87)**

Considered: a progress report to date on the Greater Manchester Medical School.

Reported:

- i) that the relationship with Manchester Metropolitan University remained strong;
- ii) that the GMC submission had been made on the 23 November 2017, but

- iii) Council could instruct withdrawal from this submission;
- iv) that both the University of Salford and Manchester Metropolitan University agreed that obtaining 100 HEFCE student numbers as a minimum in March 2018 was critical to the success of the venture;
- v) that the timeframe was tight and the Gateway points within the business case illustrate this;
- vi) that the Greater Manchester Medical School could not be pursued as a sole venture by either institution in the time frame that remains;
- vii) that concern pertaining to the banking covenant would require further work to mitigate risk and that it was proposed that the Finance & Resources Committee support this focused work.

Noted:

- i) the view that achieving cross disciplinary working would be of benefit to students and the NHS alike;
- ii) the view that the sufficiency of managerial and leadership capacity within the University, in view of the additional demands which would be placed on it by this initiative, would need to be kept under review;
- iii) the view that managing the relationship with Manchester Metropolitan University would be a key priority;
- iv) the view that the student experience be continuously considered and reviewed;
- v) that no further financial support, other than funds already committed was required at this time to continue with the bid;
- vi) the view that the NHS governance in the region is changing and this may provide opportunities.

Resolved:

- i) to approve the progress made to date and continue with the project as outlined in the business case and Gateway reviews;
- ii) that the learning from other institutions that have collaborated on a medical school, including international student registration, be shared;
- iii) that the banking committee structure timelines be included in appendix 1.

[ACTION 4: Deputy Vice Chancellor]
[ACTION 5: Executive Director of Finance]

COU 17.114 VALUE FOR MONEY ANNUAL REPORT (COU/17/88)

Received: the Value for Money report.

Reported: the HEFCE requirement to have the Value for Money report approved by Council has now ceased and that future reports will take a different format.

Noted: that measurement of expenditure was not a measurement of value for money.

COU 17. 115 COMMITTEE CHAIRS' REPORT (COU/17/89)

Received: the Committee Chairs' report.

Reported: two areas of risk from the Audit & Risk Committee

- i) quoracy;
- ii) the changes to the regulations around requirements of ongoing registration of students.

Noted: the introduction of this report, which highlighted key risks in a more focused way and which was intended to replace discussion around the minutes of Committee meetings.

COU 17.116 REPORT FROM SENATE (COU/17/90)

Received: the report from Senate.

Reported: two key areas of debate at Senate

- i) Quality Assurance report;
- ii) TEF outcomes and analysis of lessons learnt from the previous TEF submission, including the acknowledgment that the provider statements had proved as important as the metrics.

Noted: the report contents and the request that future Senate reports be in the same format as the Committee Chairs' report [see minute 17.115 above].

COU 17.117 **ANY OTHER BUSINESS**

RECRUITMENT OF CHAIR OF COUNCIL AND COMMITTEE MEMBERS

Interim Chair of Council, Dr Mike Burrows, announced that the Chair of Council and Council Member recruitment and selection process had been successful and that a report would be presented to GNEC on the 30 November 2017 as to the successful candidates. Recommendations from GNEC would come to Council on the 15 December 2017 and the successful candidates would attend the 15 December 2017 Council meeting as observers.

COU 17.118 **DATE OF NEXT MEETING**

The next meeting would take place on Friday 15 December 2017.