

## UNIVERSITY OF GLOUCESTERSHIRE

## UNIVERSITY COUNCIL

## Minutes of the meeting held on 11 May 2021 at 11.30 am via Microsoft Teams.

**Membership:**

Ingrid Barker (until C.21.65)	✓
Luc Brown	✓
Peter Bungard	✓
Paul Crichard	✓
Nicola de longh (Chair)	✓
Chris Fung	✓
Steve Gardiner	A
Stephen Marston	✓
Steve Mawson	✓
Stephen Maycock	✓
Dr Andrew Misiura	✓
Imaani Mitchell	✓
Mehjabeen Patrick	A
Daniel Ramsay	✓
Dr Adeela Shafi	✓
Pamela Sissons	✓
Elonka Soros	A
David Soutter	✓
The Rt Revd Robert Springett	✓
Dr Peter Warry	✓

**Board Apprentices:**

Julia Hopkins	✓
Sophie Perret	✓

**In attendance:**

Professor David James	Dean (Academic Development)
Camille Stallard	Chief Financial Officer
Dr Matthew Andrews (Officer)	University Secretary and Registrar
Penny Gravestock (Minutes)	Assistant Secretary to Council

**C.21.50 Prayer**

The Rt Revd Robert Springett opened the meeting with a prayer.

**C.21.51 Welcome and Apologies**

Received: apologies for absence from Stephen Gardiner and Julie Walkling (who were both attending an Advance HE training event), and from Mehjabeen Patrick and Elonka Soros.

**C.21.52 Business of the Agenda**

Noted: that there had been no requests to unstar any items on the agenda and that therefore it would be assumed that papers C/42/21 – C/45/21 had been noted as stated

**C.21.53 Declarations of Interest**

Noted: that there were no declarations of interest.

**C.21.54 Minutes of the meeting held on 13 April 2021**

Resolved: the minutes were agreed as an accurate record of the meeting held on 13 April 2021.

**C.21.55 Matters Arising**

Noted: that there were no matters arising.

**C.21.56 Chair's Business (C/33/21)**

C.21.56.1 Noted: that since the last meeting, there had been no decisions made by circulation, no exercise of delegation, nor any use of the company seal.

C.21.56.2 Received and noted: the Chair's report, outlining key meetings and focus areas since 13 April 2021. The University Secretary and Registrar updated Council on the response to the recent

governance effectiveness review, noting that Council had approved the full action plan at the previous meeting. It was noted that one of the main ways to take forward the plan was through a series of workshops. A tender exercise had been undertaken to identify a facilitator for the workshops, and Jim Benson from AUA Consulting had been appointed. He had held discussions with the Chair and Secretary to establish how to arrange the workshops, but that diary restrictions had meant that the timings would slip slightly. The workshops would cover board cultures, structures, the relationship between Council and the Executive, and how to build reflection into governance practice. The Chair encouraged members to attend all three events if possible.

- C.21.56.3 Received: updates from each of the Committee Chairs on key discussions held at recent meetings:
- a. Council Chairs' Group, 23 April 2021;
  - b. Finance and General Purposes Committee, 27 April 2021;
  - c. Council and Foundation Standing Group, 28 April 2021.

- C.21.56.4 **CONFIDENTIAL:** *University of Gloucestershire Professional Services Ltd: Equality Impact Assessment (C/46/21)*  
This was discussed under Confidential Business.

### **C.21.57 Students' Union Update (C/34/21)**

- C.21.57.1 Received and noted: the Students' Union (SU) update, noting in particular:
- a. the latest campaigns, particularly those supporting student mental health. The annual Destressfest campaign was highlighted, noting the support for students to help them relax on the run up to exams and dissertation submission;
  - b. the annual Varsity event with University of Worcester;
  - c. the plans for the combined Gnomies and Sports Awards, and the annual Student-led Staff Awards;
  - d. the governance work underway to redefine the Full Time Officer roles and reshape the SU's democratic forums to ensure that it was easier for students to engage;
  - e. that the new Officers would be starting soon and would join Council at its Away Day;
  - f. the SU's involvement in plans for the development of the new Gloucester campus;
  - g. the need to provide safe space for students to socialise, particularly for new students starting in September 2021 who may be less accustomed to night life culture than previous cohorts;
  - h. the continued work to establish an independent advice service for students, noting the aim for it to be in place for the new academic year.

- C.21.57.2 Considered: concerns regarding new students starting in September 2021 who may have a lack of experience and awareness of socialisation due to pandemic restrictions, particularly in the area of consent. In response to a query, it was noted that the SU were involved in monthly planning sessions for induction, led by Student Services, which did include discussions around the issue of consent.

### **C.21.58 CONFIDENTIAL: Vice-Chancellor's Report (C/35/21)**

- C.21.58.1 Received and noted: a paper updating Council on major developments affecting the University since the meeting held on 13 April 2021. The following were highlighted:
- a. an update on the University's response to the pandemic, noting in particular:
    - the recent announcement by the Government which meant that the final cohorts of students could come back on campus. It was noted that, as the majority of teaching had finished, work was underway to provide social learning opportunities as well as access to tutors and resources;
    - the work being led by the Student Registrar to help students get ready to start in September 2021 as well as the formal induction on their arrival. Online resources were being made available through MyGlos for every applicant accepted by the University for them to work through in preparation for university;
    - timetable preparations, working on the basis that social distance requirements would not continue (but with plans in place in case they did);
    - identifying what academic provision and student services should continue to be provided online, based on what had been learnt during the pandemic;
  - b. the latest sector policy developments, noting announcements being made that day about legislation on skills and academic freedom of speech in universities;
  - c. the consequences of the skills legislation for institutions such as Gloucestershire, which was likely to give both opportunities and risks, due to the development of the role of further education colleges;
  - d. the creation of a new role in the Office for Students to uphold freedom of speech in universities, noting that sanctions could be applied;

- e. the University's work to move forward with the growth plan and Debenhams development. The Vice-Chancellor noted lessons learnt from previous initiatives, particularly where growth targets had not been achieved. It was reported that details of the programme management and workstreams were outlined in the paper, and that further information would be presented to Council as part of its discussions at the Away Day at the end of June 2021;
- f. student retention and profile data, noting in particular the improvement seen in retention. It was noted that achievement varied between Schools, so the University Secretary and Registrar was leading work to improve retention across the institution;
- g. the opportunity for a further development in Germany with a long-established University partner, the Fachhochschule de Mittelstands.

C.21.58.2 Considered: the importance of understanding the evidence base for the growth plans. This led to a discussion about plans for the away day considered under C.21.64.

**C.21.59 CONFIDENTIAL: March Financial Performance Report and Forecast 3 (C/36/21)**

This item was discussed under Confidential Business.

**C.21.60 CONFIDENTIAL: 2021/22 University Budget (C/37/21)**

This item was discussed under Confidential Business.

**C.21.61 Operating Plan and Institutional KPIs 2020/21 –March Update (C/38/21)**

C.21.61.1 Received: an update on the performance of the Operating Plan for 2020/21, as considered by Audit and Risk Committee (ARC). The Chair of ARC highlighted the good progress made, particularly during such a difficult period of time. The Chief Financial Officer noted that the only non-finance related Key Performance Indicator (KPI) that had been rated as red was for student retention, and that improvements had been seen in this area. Graduate employment was also highlighted as a potential risk area and was being monitored.

C.21.61.2 Considered: the initial Graduate Outcomes data received for the University, that showed a small increase in unemployment and a small decrease in professional employment. At that time, the sector data was not available for benchmarking so it was uncertain if changes were due to the pandemic. It was suggested that a briefing session on employability should be arranged for Council following the appointment of the new Director of Student Employability.

C.21.61.3 Noted: 2020/21 performance as considered by Audit and Risk Committee in March 2021.

**C.21.62 Risk Management Report (C/39/21)**

C.21.62.1 Received: the Risk Register and Action Plan as considered by ARC in March 2021. The Chair of ARC highlighted the changes since the previous version had been considered, and noted particular focus on the dashboard and four red risks. It was noted that the University Executive Committee had subsequently discussed additional changes to the Register, including risks related to the purchase of the former Debenhams building in Gloucester, and that an updated Register would be presented to ARC and Council at their meetings in June 2021.

C.21.62.2 Resolved: Council is asked to receive and approve the updated Risk Register and Action Plan.

**C.21.63 University of Gloucestershire Professional Services Ltd**

C.21.63.1 *Articles of Association (C/40a/21)*

C.21.63.1.01 Received: the Articles of Association for University of Gloucestershire Professional Services Ltd (UoGPSL). It was noted that the Company had been incorporated on 28 April 2021, and that the Articles had been based on the model for private companies limited by shares contained in Schedule 1 of the Companies (Model Articles) Regulations 2008. The University Secretary and Registrar confirmed that the Articles had been prepared by the University's legal advisers, Pinsent Masons, and that they would also be considered by the Board of the company at its first meeting.

C.21.63.1.02 Considered:

- a. confirmation of the legal advice taken to produce the Articles;
- b. a query regarding the provision in the Articles for both the appointment of Alternate Directors and for proxies, and the difference between them. It was agreed that the University Secretary and Registrar would seek clarification.

**ACTION: University Secretary and Registrar**

- C.21.63.1.03 Resolved: Council received and approved the Articles of Association for the new subsidiary company established to employ new professional services staff.
- C.21.63.2 *Service Agreement (C/40b/21)*
- C.21.63.2.01 Received: the Service Agreement to define the operating relationship between the University of Gloucestershire and University of Gloucestershire Professional Services Limited. The Chief Financial Officer confirmed that advice from both Pinsent Masons and KPMG had been received in the development of the Agreement, noting its importance as evidence about the relationship for HMRC.
- C.21.63.2.02 Resolved: Council received and approved the Service Agreement for the new subsidiary company established to employ new professional services staff.
- C.21.64 Council Away Day 2021 (C/41/21)**
- C.21.64.1 Received: the draft programme for the Away Day to be held on 28 and 29 June 2021. The University Secretary and Registrar reported that the programme was designed to allow time to discuss the Ambition Plan, plans for growth in student numbers, the role of each School in achieving the Ambition Plan, and the development of the new University Strategy in the light of the Mission, Vision, and Values. Time on the second day had been given to a discussion about the student experience and a formal meeting of Council. He noted that there would not be time to consider issues such as board culture that had come out of the recent effectiveness review, and that therefore separate governance workshops were being arranged.
- C.21.64.2 Considered:
- a. the need for Council to see the evidence base for the growth plan targets. It was suggested that Heads of Schools should present to Council in similar formats so that comparisons could be made and the context understood, and that information should be made available before the event to enable more time for discussion on the day. It was also suggested that groups could be used to enable more in-depth discussion about one or two School strategies, rather than the whole of Council considering all Schools;
  - b. the opportunity to learn from previous initiatives and how other institutions had succeeded in their growth plans, and to ensure that the University had the right resources and competencies to achieve its plans;
  - c. a concern regarding the student session on the second day, noting that it would be preferable to involve representatives from the Students' Union rather than an external presenter to ensure that issues related to students at Gloucestershire;
  - d. the need to ensure that staff were brought on board with the Ambition Plan and to start the development of the new Vision and Strategy with a focus on staff engagement;
  - e. the importance of using the event as an opportunity to meet with staff and other members of Council, and a request that attendees moved seats during the dinner to maximise mixing.
- C.21.64.3 Resolved: Council considered the draft agenda for the Away Day and noted that any further comments could be passed to the University Secretary and Registrar after the meeting.
- C.21.65 CONFIDENTIAL: Social Media Strategy 2021-22\* (C/42/21)**  
This item was discussed under Confidential Business.
- C.21.66 Health and Safety Annual Report 2019/20\* (C/43/21)**  
Received and noted: the annual Health and Safety Report for 2019/20.
- C.21.67 Annual Chaplaincy Report\* (C/44/21)**  
Received and noted: the annual Chaplaincy Report.
- C.21.68 Council Schedule of Business (C/45/21)**
- C.21.68.1 Resolved: Council considered the Schedule of Business, and noted recommendations for future briefing sessions on the use of social media, and employability.  
**ACTION: University Secretary and Registrar**
- C.21.68.2 Noted: that consideration was being given as to how to operate meetings over the next year. It was reported that the University had agreed to a 'Teams First' approach, but that it was important that Council was offered some opportunities for in-person meetings. It was noted, therefore, that the Schedule outlined the dates for meetings to be held on campus and those that would be run via Microsoft Teams.

**C.21.69 Minutes from Council Committees\***

Noted: that the minutes from the following meetings would be available from <https://connectglosac.sharepoint.com/sites/UniversityCommittees>:

- a. Finance and General Purposes Committee, 27 April 2021;
- b. Council and Foundation Standing Group, 28 April 2021.

**C.21.70 Any Other Business**

CONFIDENTIAL: *Council Membership: Approval of second terms (C/47/21)*

Resolved: on the recommendation of Governance and Nominations Committee, Council agreed to appoint Chris Fung and Mehjabeen Patrick to a second term of office as External Council Members commencing on 16 May 2021 and ending on 15 May 2025.

**C.21.71 Date of Next Meeting**

Council Away Day: Monday 28 and Tuesday 29 June 2021

**UNIVERSITY OF GLOUCESTERSHIRE**

**UNIVERSITY COUNCIL**

**Action list for the meeting held 11 May 2021**

Minute number	Action	Responsibility
C.21.63 C.21.63.1 C.21.63.1.02	University of Gloucestershire Professional Services Ltd <i>Articles of Association</i> b. a query regarding the provision in the Articles for both the appointment of Alternate Directors and for proxies, and the difference between them. It was agreed that the University Secretary and Registrar would seek clarification.	University Secretary and Registrar
C.21.68 C.21.68.1	<i>Council Schedule of Business</i> <u>Resolved:</u> Council considered the Schedule of Business, and noted recommendations for future briefing sessions on the use of social media, and employability.	University Secretary and Registrar