

**MINUTES OF THE UNIVERSITY COUNCIL MEETING  
HELD ON TUESDAY 23<sup>RD</sup> NOVEMBER 2021  
CCU103, CHURCHILL HOUSE**

**Present:** Canon Dr J. Turnbull (*President*), Dr M. David (*Deputy Chair*), Professor J. Alcolado, Mrs C. Bond, Dr D. Briggs, Professor S. Broomhead, Mr M. Clinton, Sir Neil Cossons, Councillor R. Daniels, Professor C. Forsdick, Mrs J. France-Hayhurst, Professor H. O’Sullivan (*Deputy Vice-Chancellor & Provost*), Mr J. Rankin (*CSU President*), Professor E. Simmons (*Vice Chancellor*) and Mrs S. Verity.

**Apologies for absence were received from:** Mr F. Ball, Ms K. Howell, Mr N. Jenkins, The Very Revd Dr T. Stratford, The Rt Revd M. Tanner and Dr A. Seeney,

**In attendance:** Dr H. Galbraith (*PVC Student Experience*), Mr J. Moores (*Registrar*), Mr R. Waddington (*PVC Resources & Chief Financial Officer*), Mr A.J. Parker (*Committee Secretary*) and Mrs S. Sheppard-Walwyn (*Executive Assistant to the Vice-Chancellor*)

	ACTION
<p><b>3358 DECLARATION OF INTEREST</b> Professor Broomhead and Councillor Daniels declared interests in matters pertaining to initiatives at Warrington and Cheshire West &amp; Chester Council respectively.</p>	
<p><b>3359 ATTENDANCE AND MEMBERSHIP</b></p> <p>(a) Professor John Alcolado (Academic Staff Representative) was welcomed to his first meeting.</p> <p>(b) Other membership items would be dealt with in the Minutes of the Nominations &amp; Governance Review Committee meeting held on 21<sup>st</sup> October 2021 (<i>minute 3366</i>).</p>	
<p><b>3360 ANNUAL IMPLEMENTATION OF SCHEME OF GOVERNMENT:</b></p> <p>(a) The Secretary informed Members of the requirement under the Instrument of Government to elect a member as President until the first ordinary meeting in the following year.</p> <p>Nominations for the office of President had been invited and one nomination had been received, in respect of Canon Dr Turnbull, who indicated his willingness to continue to serve and from whom a statement (Appendix 01) was received. There being no further nominations, IT WAS RESOLVED to elect Canon Dr Turnbull as President of the University Council until the first ordinary meeting in 2022/23.</p> <p>The President took the Chair.</p>	

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- (b) In accordance with the Instrument of Government the President reported that nominations for the office of Deputy President had been invited and one nomination had been received, in respect of Dr Meredydd David, who indicated his willingness to continue to serve and from whom a statement (Appendix 02) was received. There being no further nominations, IT WAS RESOLVED to elect Dr David as Deputy President of the University Council until the first ordinary meeting in 2022/23.
- (c) The list of current Chairs of Committees as noted on the agenda was received.

**3361 MINUTES OF THE PREVIOUS MEETING OF THE UNIVERSITY COUNCIL**

The minutes of the meeting of the University Council held on Tuesday 6<sup>th</sup> July 2021 (Appendix A) were received and approved.

**3362 MATTERS ARISING FROM THE MINUTES**

**3346 Vice-Chancellor's Report:** it was noted that matters arising from the July 2021 meeting would be addressed in the Vice-Chancellor's Report to this meeting (*see minute 3363*).

**3363 VICE-CHANCELLOR'S REPORT**

The Vice-Chancellor's Report (Appendix B) was received and discussed and focussed on the key matters impacting the University.

- (a) **Recruitment 2021/22:** Recruitment of Home and EU students was lower than budgeted although would be offset by increased international recruitment. The projected growth in Level 4 student recruitment had been adversely impacted by grade inflation at Level 3 which resulted in the loss to higher tariff institutions of applicants who were holding insurance offers. A change in Government policy had also prevented growth in nursing students. It was highlighted that the number of 'continuing students' that had yet to enrol was higher than budgeted and work was being undertaken in order support these students return to their studies. It was acknowledged that Covid-19 had contributed to this issue, although there were underlying issues that needed to be addressed in order to improve progression. The University had implemented a number of measures in this regard and improving progression and retention remained a key priority. Changes had been made to the Personal Academic Tutor (PAT) system and pilot projects were being run in order to change academic delivery in order to engender a sense of community and the creation of friendship groups. Enhanced activity by both the University and CSU was also being undertaken to integrate international students to the region and University. Promoting the City of Chester 'purple flag' status as a vibrant and safe city had been beneficial in this regard.

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It was very early in the cycle for 2022 applications, although numbers to date were higher when compared to same point last year and attendance at the October Open Day at Chester had been positive with greater numbers than in 2019. The ambition remained to grow applications and thus reduce reliance on Clearing.

- (b) **Medicine:** Following an online approval event on 14th October 2021 the GMC had given approval for the University to proceed to recruitment to the MB ChB programme under the University of Warwick academic partnership. A further on-site visit by the GMC panel would be undertaken before Christmas. The Government had not yet opened a competition for more funded student numbers and therefore the focus in year one would be on international recruitment, with a target of 50 students. The Council welcomed this positive news.
- (c) **Warrington:** Discussion with Warrington Borough Council continued in relation to planning issues relating to the Padgate site and Cushman & Wakefield continued to advise on potential schemes for the site. The fit out of the Time Square property had been delayed and the tender for the refurbishment of the Remond House was in the process of being evaluated. Teaching at the Padgate site would continue until the end of the 2022 summer term.
- (d) **Science & Engineering Provision/Thornton:** The Investment Partner Prospectus for TSP had been launched with expressions of interest received and tender submissions by 21st January 2022. A recommendation of a preferred Investment Partner was expected during week commencing 31st January 2022. It was also reported that HyNet had been approved by the Government as a Track One Cluster, and would add significant value to the TSP proposition as there would now be the opportunity to bid for hydrogen-related development on the Thornton site. The University would also lead on the green skills partnership for the HyNet consortium.
- (e) **Staffing:** Following a ballot, UCU had notified the University of strike action and action short of a strike on 1<sup>st</sup> – 3<sup>rd</sup> December 2021. SET were reviewing impact and would implemented measures in order to minimise any adverse effect on the student experience.

Professor Paul Bissell had been appointed as PVC (Research and Innovation) and would join the University in January 2022. There had also been a successful appointment to the post of Head of Legal Services.

- (f) **Strategy/KPIs:** Further work had been undertaken to develop and articulate the Citizen Student Strategy, incorporating feedback from Council at previous meetings and planning days. An eBook version was presented and discussed. A revised Strategic Planning cycle for 2022/23 would also be launched in the coming weeks with the resulting Faculty and Professional Services plans designed to support the overall Strategy.

IT WAS RESOLVED to approve the Citizen Student Strategy.

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(g) **LIS Maturity Assessment:** The interim Executive Director of Digital Transformation had completed an initial maturity assessment of the University's Learning and Information Services provision. A number of shortcomings in the planning and deployment of resources had been identified and SET had agreed an action plan. External assistance would also be used to improve cyber security and implement more rigorous testing to identify system weaknesses. The service would be reorganised to better meet the needs of the University.

**3364 CHESHIRE WEST & CHESTER COUNCIL – PARTNERSHIP AGREEMENT**

A draft Partnership Agreement between the University and Cheshire West & Chester Council was received and discussed. (Appendix C). It was highlighted that both organisations had a strong track record of working together towards shared ambitions and priority areas of work would include education and skills, health and wellbeing and community relations to name a few. The Agreement sought to enhance and provide greater coherence between existing partnership efforts, and would be widely communicated once finalised. The University Council welcomed the agreement.

IT WAS RESOLVED to endorse support for the Partnership Agreement which would be signed by both the President and Vice-Chancellor.

It was also highlighted that a recent University community newsletter (copy tabled) had been distributed to some 14,000 local residents.

**3365 STUDENT UNION PRESIDENT'S REPORT**

Mr Rankin spoke to the CSU President's report (Appendix D). The focus of work to date had been the creation and support for a number of key campaigns and initiatives. Of particular note was the 'Students as Partners' campaign and the 'Proud to be' event, together with the work undertaken in collaboration with the University on the Social Capital Project which aimed to grow and support the development of students from specific non-traditional groups.

The results of a survey to canvass student opinion on the University's approach to teaching during the first term of 2021/22 and in particular on blended learning had been shared with the SET and highlighted a wish for greater face to face teaching. It was highlighted that the first term had been timetabled with social distancing measures in place and that after Christmas there would be a greater amount of face to face teaching following the planned easing of social distancing in teaching settings. Timetables for the New Year would be issued shortly together with communications on the increased level of face to face teaching.

Work continued to increase participation in societies and engagement with extra-curricular activity. Engagement with the CSU Advise Team continued to grow.

## 3366 REPORTS OF COMMITTEES

Reports from the Chairs of committees were received and considered on the following meetings of the committees by reference to matters listed in a written summary, with the resolutions or other action shown. The draft minutes of the meetings were included amongst the papers for the meeting of the University Council.

### **(a) Planning & Resources Committee (Tuesday 28<sup>th</sup> September and Tuesday 26<sup>th</sup> October 2021) (Appendix E1).**

The University Council noted the following main items:

#### **(i) Draft Financial Forecasts**

The Chief Financial Officer spoke to the updated financial forecasts (Appendix E3) and highlighted that whilst the position over the period of forecast had improved the University would remain in a deficit position until 2023/24 before returning to a surplus in 2024/25. Cashflow remained positive during the course of the forecast with a low point of £8M in April 2023/24.

Further work would be undertaken on the financial forecasts. Initial submission to the OfS was required by 1st February 2022 with final sign off required by 15th March 2022, and as such approval from the University Council would be sought early in the New Year.

#### **(ii) LIBOR Transition Arrangements**

The Chief Financial Officer reported that negotiations with Barclays and Santander had concluded although revised loan agreements had yet to be issued and agreed. Once finalised, agreements would be circulated to the University Council and approval sought via electronic means. It was noted that independent financial advice had been sought and the risk to the University was low.

IT WAS RESOLVED as follows:

- (1) To approve the Modern Slavery Act Transparency Statement 2020/21.
- (2) To approve the Anti-Slavery and Human Trafficking Policy.
- (3) To approve the Prevent Annual Accountability Return 2020/21.

### **(b) Audit & Risk Management Committee (Thursday 30<sup>th</sup> September 2021 and Tuesday 9<sup>th</sup> November 2021) (Appendix F1)**

The University Council noted the following main items:

#### **(i) Risk Management**

The Committee reviewed the Risk Register which had been updated to reflect changes in named roles and risk owners following appointments to the Strategic Executive Team. The impact of Covid-19 continued to be reviewed and four risks (F1, F2, O2 and O7) remained outside the risk appetite.

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A comprehensive review of the Risk Register had commenced in order to better align with the 'Citizen Student' strategy and corresponding KPIs. Alternative methods of capturing and presenting risks were being explored with input from Committee members and the internal auditors, RSM. The Committee recommends approval of the Risk Register to the University Council (Appendix E2b), whilst acknowledging the review being undertaken.

(ii) Internal Auditor's Annual Report 2020/21

The Internal Auditor's Annual Report for 2020/21 (Appendix F3) was received and discussed. RSM confirmed that following the programme of audit work undertaken during the year, a positive overall opinion was given which confirmed that the University had 'an adequate and effective assurance framework'.

(iii) University's Financial Statements for Year Ended 31<sup>st</sup> July 2021 and External Auditor's Audit Report 2020/21

(1) The External Auditor's Report 2020/21 was received and discussed in detail (Appendix F4). KPMG reported that the year-end audit process had been efficient, despite the necessity to undertake much of the work remotely. Discussion focussed on the summary of findings and, in particular, it was highlighted that work to conclude the review of the going concern assessment had yet to be concluded but would be undertaken once the University had agreement from its lenders in relation to revised bank covenant arrangements.

(2) The draft Financial Statements for the year ended 31<sup>st</sup> July 2021 (Appendix F8) indicated a turnover of £122.7M and a deficit of £5.6M. This was an improved position on the forecast deficit of £8.8M submitted to the OfS earlier in the year. Cash and short-term investment balances remained positive at £38.5M.

(3) It was envisaged that work to conclude agreement on bank covenants would be finalised before Christmas, allowing KPMG to conclude its going concern assessment. An extraordinary meeting of the Committee and University Council would be required in the New Year to formally approve the Financial Statements before submission to the OfS by 1<sup>st</sup> March 2021.

(vi) Audit & Risk Management Committee's Annual Report 2020/21

The Committee's draft annual report for 2020/21 was received for information (Appendix E7). The final version would be submitted once the external audit work had been concluded.

(v) Evaluation of Internal & External Audit Services

The Committee evaluated the internal and external auditors and reported positively. Both auditors continued to demonstrate appropriate challenge and support to the Committee and University. The services of the external auditors would be engaged for 2022/23. A tender for internal audit services would be undertaken in the coming months with

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a recommendation to the University Council at its meeting on 29<sup>th</sup> March 2022.

IT WAS RESOLVED to approve the following:

- 1) Risk Register (Appendix F2b)
- 2) Anti-Fraud Policy & Response Plan (Appendix F5)

**(c) Nominations & Governance Review Committee (Thursday 21<sup>st</sup> October 2021) (Appendix G1)**

The President spoke to Appendix G1 and the University Council noted the following main items.

- (i) Review of Governance: Each Committee would reflect during the Spring term on how the Council could more clearly express its desired impact, the value it adds and the means by which it could assess its own performance. Further work would also be undertaken to assess risk and the University Council's risk appetite.
- (ii) Review of University Council Membership: The services of executive search organisation, Nurole, had been engaged and an advert for two external Council members was currently live on the Nurole website; the deadline for applications was 22<sup>nd</sup> November. Interviews with shortlisted candidates would take place early in the New Year.

Six applications to fill the professional services staff member position had been received and interviews would be held on 10<sup>th</sup> December. Sir Neil Cossons confirmed he would not seek re-appointment for a second term of office.

IT WAS RESOLVED as follows:

- (i) To approve updates to the Terms of Reference of Committees (Appendix G3)
  - (ii) To approve Succession Planning Timescales with the election of President to be held on 29<sup>th</sup> March 2022 (implementation from 1<sup>st</sup> September 2022) and the election of Deputy President on 5<sup>th</sup> July 2022 (implementation from 1<sup>st</sup> September 2022).
  - (iii) To approve the purchase of the 'BoardEffect' Board Paper Management Software System.
- (d) Academic Governance & Student Outcomes Committee (Tuesday 19<sup>th</sup> October 2021) (Appendix H)**  
The Executive Summary of the above meeting was received and noted.
- (e) University Mission Committee (Wednesday 20<sup>th</sup> October 2021) (Appendix I)**  
The Executive Summary of the above meeting was received and noted. It was highlighted that interviews for the post of University Chaplain would take place on 20<sup>th</sup> January 2022; Bishop Mark would sit on the interview panel.

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### 3367 MINUTES OF MEETINGS

The Minutes of the following meetings were received:

- (a) Planning & Resources Committee held on Tuesday 28<sup>th</sup> September 2021 (Appendix J1) and Tuesday 26<sup>th</sup> October 2021 (Appendix J2)
- (b) Audit & Risk Management Committee held on Thursday 30<sup>th</sup> September 2021 (Appendix K1) and Tuesday 9<sup>th</sup> November 2021 (Appendix K2)
- (c) Nominations & Governance Review Committee held on Thursday 21<sup>st</sup> October 2021 (Appendix L)
- (d) Academic Governance & Student Outcomes Committee held on Tuesday 19<sup>th</sup> October 2021 (Appendix M)
- (e) University Mission Committee held on Wednesday 20<sup>th</sup> October 2021 (Appendix N)
- (f) Senate held on Wednesday 15<sup>th</sup> September 2021 (Appendix O)
- (g) SET/University Council Strategy Day, 22<sup>nd</sup> September 2021 (Appendix P)

### 3368 OFFICE FOR STUDENTS (OfS)

An up-dated list of OfS publications (Appendix Q) was received and noted.

### 3369 ANY OTHER BUSINESS

It was highlighted that whilst there were a large number of honorary degree recipients to process, if Council members wished to submit nominations these should be sent to the University Secretary.

### 3370 DATES OF OTHER UNIVERSITY EVENTS

The dates of Graduation Ceremonies in 2022 were noted. Council members were encouraged to attend.

### 3371 DATES AND TIMES OF FUTURE MEETINGS

**Next meeting: Tuesday 29<sup>th</sup> March 2022, 9.30 am (via Teams)**

- Followed by the Founders' Day Service  
(Speaker: Rt Revd Mark Tanner, Bishop of Chester)

**Future meeting commencing 9.30 am:**

Tuesday 5<sup>th</sup> July 2022 (F2F, CCU103, Churchill House, Queen's Park)