A meeting of the Council was held in Room 201, Carrington Building, on Monday 23 March 2015 at 2.15 pm.

Mr T. Beardmore-Gray
Professor J. Board
Ms T. Corless
Professor B. Cosh
Professor R.H. Ellis
Mr R.E.R Evans
Ms N. Harper
Mr S. Hawker
Dr O.B. Kennedy

Mrs M. Martin
Mr H.W.A Palmer
Dr P.R. Preston (from Minute 15/18)
Mr S.C.C. Pryce
Mr S.P. Sherman
Sir John Sunderland
Professor G.H. Tucker
Professor S. Walker

In attendance: The Chief Operating Officer
The Director of Finance and Corporate Services
The Director of Quality Support and Development

Apologies were received from the Vice-President (Mr R. Dwyer), Mr T. Bartlam, Lord Crisp, Dr P.E. Erskine, Dame Moira Gibb, and Mrs S.L. Webber.

The President reported the deaths of:

Sheila Boyd, who joined the University as Assistant Data Processing Officer in 1971, became Data Processing Officer in 1980, and retired in 1991;

Sir (Basil) John Mason, who received an honorary DSc in 1998;

Carol Prior, who joined the University in 1974 to work in the Student Records Office, became Executive Assistant, and was subsequently Helpdesk Manager for Student and Applicant Services until 2014. She was also Warden of Sibly Hall 2010 – 2012 and of Sherfield Hall 2012 – 2014;
In the absence of Dr Preston, the Council agreed to give early consideration to the Report of the meeting of the Appointments Committee held on 9 February 2015, which was duly received.

The Vice-President (Ms Woodman) reported on the process for the nomination of the next President of the Council, to be appointed with effect from August 2016. Following consultation with all members of the Council, the Vice-President (Mr Dwyer) had spoken individually with three lay members in regard to the Presidency, and one candidate (Dr Preston) had subsequently indicated that he would be willing to be considered for appointment. The Appointments Committee had been supportive of his candidature, but determined that, as part of good governance, a formal interview be held. The interview panel had unanimously agreed to recommend Dr Preston’s appointment. The Vice-President (Ms Woodman) reported that Dr Preston had given detailed assurances as to his other commitments and that he appreciated the workload associated with the role.

The Council noted Dr Preston’s rich experience and achievement in leading a major business, in non-executive roles, and in working with higher education and international organisations, and unanimously approved his appointment. Having joined the meeting, Dr Preston said that he felt honoured and privileged to be asked to serve the Council and the University in this capacity, and that he would seek to ensure the University’s success in teaching, research and knowledge transfer within a secure financial context.

The President reported on the selection process for Lay Members of the Council. The University had received 69 expressions of interest from potential candidates in response to public advertisements. The President and the Vice-Chancellor had shortlisted eight individuals, and interviews had been held in late January and early February 2015. On the basis of the expressions of interest and interviews, the interview panel concluded that three candidates in particular demonstrated the requisite combination of strategic engagement with higher education, an understanding of the role of the lay member both on and outwith a University Council, and a commitment to provide the time necessary to fulfil the role. The Council welcomed the nomination of Mrs Penny Egan, Mrs Kate Owen and Dr Bina Rawal, and noted the range of experience and expertise which they would bring to the role.

Resolved:

1. “That Dr P.R. Preston be appointed as President of the Council, in succession to Mr C.C. Fisher, for a period from 1 August 2016 to 31 July 2019 in the first instance.”

2. “That:
(a) Mr R. Dwyer be reappointed to membership of the Council in Class 2 to serve for a period from 1 August 2015 to 31 December 2015;

(b) Mr R. Dwyer be re-appointed as Vice-President of the Council to serve for the period from 1 August 2015 to 31 December 2015;

(c) Mrs Kate Owen be appointed to membership of the Council in Class 2 (vice Sir John Sunderland) to serve for the period from 1 August 2015 to 31 July 2018;

(d) Mrs Penny Egan and Dr Bina Rawal be appointed to membership of the Council in Class 2 (vice Mr R. Dwyer and Mr S. Hawker) to serve for the period from 1 January 2016 to 31 December 2018;

(e) Mrs S.L. Webber be re-appointed to the Council to serve in Class 2, following the disbanding of Convocation, from 1 August 2015 to 31 July 2018.”

3. “That Professor Emeritus S. Nortcliff be re-appointed to membership of the Court of the University of Bristol for a further period from 1 January 2015 to 31 December 2017.”

4. “That the Report of the meeting of the Appointments Committee held on 9 February 2015, now submitted, be approved.”

15/18 The minutes (15/01-15/15) of the meeting held on 23 January 2015 were confirmed and signed.

Arising on the Minutes:

Minute 15/08: Charter, Statutes and Ordinances

The President reported that the necessary documentation relating to the reform of the Charter, Statutes and Ordinances had been submitted to the Privy Council, and that the University was awaiting a formal response.

Minute 15/09: Reports of the Strategy and Finance Committee

The Chief Operating Officer reported that the proposed settlement had been concluded with the College of Estate Management, and included a stipulation that the College would depart from the University campus not later than July 2016.

15/19 Report of the Strategy and Finance Committee (Item 2(a))

The Council received the Report of the meetings of the Strategy and Finance Committee held on 2 March 2015 relating to items for report.
Resolved:

“That the Report of the meeting of the Strategy and Finance Committee held on 2 March 2015 relating to items for report, now submitted, be received.”

15/20 Documents sealed and to be sealed (Item 2(b))

The Council received a list of documents sealed and to be sealed.

Resolved:

“That the Council approve the action taken by the Officers and Members in affixing the University Seal to documents sealed since the last Ordinary Meeting of the Council and authorise the Seal of the University to be affixed to the documents to be sealed as now reported.”

15/21 Report of the Vice-Chancellor (Item 3)

The Vice-Chancellor:

(a) reported that currently there had been an increase of 21% in undergraduate application relative to the previous year, with a more modest increase in postgraduate taught applications and a slight decrease in postgraduate research applications. The University was now working hard to ensure that the increase in undergraduate applications translated to an increase in the number of applicants placing the University as their first choice. The University was considering the possible growth in student numbers in 2016/17 and beyond, how such growth could be accommodated, and its implications for the nature and ethos of the institution and for the student experience;

(b) reported that the Review of the School of Systems Engineering, which had been notified to members of Council earlier in the term, was progressing in accordance with the set timetable. The Council might be asked to consider recommendations arising from the review in due course;

(c) reported that HEFCE, in determining the formula for research funding, had revised the weighting of 4* and 3* performance from 3:1 to 4:1. While HEFCE had indicated that this would not lead to a greater concentration of research funding overall, the impact of this decision on the University was not yet clear;

(d) reported that the University had received the HEFCE Funding Letter, which had confirmed broadly stable funding for 2015/16, but had given no indication of sector funding in 2016/17;

(e) noted that the Counter Terrorism and Security Bill had now received Royal Assent, and, in its final state, incorporated a number of improvements which more fully respected the autonomy of universities;
(f) reported that the Competition and Markets Authority (CMA) had issued new guidance to universities in respect of consumer law, and that the University would revise its procedures and practices, as necessary;

(g) reported that, having served on the UUK Board as a nominee of the UUK President, he had now been elected to the Board for a further period of three years;

(h) indicated that members of Council would be most welcome to attend Donor’s Day on 25 April and the Degree Congregations on 8-10 July.

Resolved:

“That the Report of the Vice-Chancellor, now submitted, be approved.”

15/22 Presentation to the Council by the Pro-Vice-Chancellor (Mr Raimo) on the Global Engagement strategy (Item 4)

The Pro-Vice-Chancellor made a presentation to the Council on the Global Engagement strategy (copy inserted in Minute Book).

The Pro-Vice-Chancellor explained, in outline, the vision for the University’s global engagement which he was currently developing. Global engagement was ‘part of the University’s DNA’, evidenced by a long and distinguished record of international education and research and by its distinction as the first university to win the Queen’s Award for Exports in the 1980s. The University had notable advantages in developing its global engagement, including a presence in Africa which was unique among UK HEIs, ISLI’s sector-leading expertise in English language teaching/testing, and the global reach of Henley Business School’s international network. Realisation of the vision would mean that the University’s staff and students would have a global outlook and, as a matter of routine, be internationally mobile, that more of the University’s research would involve international collaboration, and that the University would have a growing physical presence on three continents (Africa, Asia and Europe) together with a network of strategic partnerships around the world.

Current risks in relation to global engagement included the over-reliance on Henley Business School which accounted for the largest proportion, by far, of the University’s international student population, and, equally, dependence on China which accounted for 25% of the University’s international students. In order to achieve greater diversity in the international student population, the University would need to consider working with an external organisation to broaden the range of disciplines offered within the International Foundation Programme; such an arrangement would provide greater reach and diversity in recruitment than was possible using the University’s own resources.

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Sir John Sunderland and Mr Sherman enquired about the costs of recruitment agents and their value for money. Mr Raimo acknowledged that there was a tendency in the sector to focus on the income generated by agents without taking full account of costs and margins. He believed that agents would
remain an important conduit for the University’s recruitment of students, but there needed to be greater transparency about the fees paid to agents. He intended to propose that the University make information about agents’ fees available to prospective applicants. Mr Raimo welcomed an invitation to make a presentation to the Audit Committee on the regulatory and financial regime which applied to agents.

In response to a question from Mr Evans, Mr Raimo outlined the fee arrangements for international student exchange, which were financially neutral, and indicated that a substantial increase in international students would benefit the entire student community.

In response to a question from Mr Beardmore-Gray, Mr Raimo explained that the University’s processes for business development were being enhanced by bringing together at an earlier stage the range of expertise necessary to ensure that proposed arrangements were robust and viable.

15/23 Reports of the Strategy and Finance Committee (Item 5)

The Council received the Reports of the meetings of the Strategy and Finance Committee held on 2 March 2015 relating to items for discussion and decision.

In regard to item 5(a)(i), An Update on Activity as part of the University Strategy, the University Secretary reported that the strategic projects and initiatives had become part of the University’s normal business, and that, in consequence, oversight of the University Strategy was now exercised directly by the University Executive Board and the University Strategy Board had been disbanded.

In regard to item 5(a)(ii), Efficiency and Effectiveness Programme, the President noted that the programme was now at the mid-point chronologically, that major costs had been incurred, and that the anticipated benefits were due to be realised, beginning in the current year and at a substantially higher level in 2015/16 and thereafter; however, the forecast savings in the current year fell short of the budget. The Strategy and Finance Committee and the Audit Committee were monitoring progress and had requested more detailed information to support their oversight.

Mr Hawker indicated his concern, which he believed was shared by other lay members, that the current and previous reports of the programme did not provide sufficiently detailed information for the Council to take an informed view on the progress of the programme and assure itself that the programme was on track and on budget and the anticipated savings would be achieved. Mr Sherman confirmed that the Audit Committee shared this concern, and Dr Preston suggested that detail on the distribution of expenditure and savings would usefully inform the evaluation of risk. Mr Beardmore-Gray endorsed the view that a clearer understanding of the current state of the programme was needed, and considered that it would be better to recalibrate the risk and rebase expectations, if necessary, at this stage rather than later.

The President affirmed the importance of reducing costs and meeting the budget for the Efficiency and Effectiveness Programme, and for the material increase in operating surplus in 2015/16 to be achieved.
The Vice-Chancellor acknowledged these concerns and undertook to circulate to Council, in advance of its next meeting, a fuller report which provided more granular financial information, analysed stream-by-stream, and a critical evaluation of performance and risks. Following the circulation of the report, an informal meeting of the Council would be held, if deemed necessary, to discuss any concerns in relation to the progress of the programme.

In regard to item 5(b), University Capital Investment Programme, the President noted the opportunities identified in the paper, and the need, in each case, for a careful evaluation of the benefits and risks;

In regard to item 5(c), Financial Report: January 2015, the President confirmed that the forecast operating surplus for the Academic Group remained REDACTED S.43 and emphasised the prime importance of achieving the budget;

In regard to item 5(d), Report of the Health and Safety Committee, the Deputy Vice-Chancellor reported that the Committee was maintaining effective oversight of health and safety across the University;

In regard to item 5(e), CUC Code of Governance, the President noted that the publication of the CUC Code of Governance offered an opportunity to reflect on governance models. He reported that consideration was being given to extending the remits of the Remuneration Committee and Appointments Committee to include further matters relating to employment and governance respectively, and that the composition of the Student Experience Committee might be enhanced by the inclusion of more lay members.

In regard to item 5(f), Draft Revised Employment Policies and Procedures, the University Secretary reported that informal indications suggested that the University and College Union broadly supported the draft revised procedures, but they were now subject to a formal consultation.

Resolved:

“That:

(a) the following reports, now submitted, be received:

   (i) An update on activity as part of the University Strategy
   (ii) Efficiency and Effectiveness Programme;

(b) the paper entitled University Capital Investment Programme, now submitted, be received;

(c) the Financial Report for January 2015, now submitted, be received;

(d) the Report of the Health and Safety Committee, now submitted, be received;

(e) in respect of the CUC Code of Governance:
(i) a group be established to consider the implementation of the Code;

(ii) the group make recommendations through the Strategy and Finance Committee to the Council in July as to which parts of the Code had, in its opinion, already been met, and, in respect of the other parts, how and on what timescale they should be met;

(iii) the group consist of three lay members of Council (Mr Dwyer, Dame Moira Gibb, and Dr Preston);

(f) the Draft Revised Employment Policies and Procedures, to be effective from 1 August 2015, now submitted, be approved, subject to any minor amendments, which would be brought to the next meeting of the Council.”

15/24 Report of the Student Experience Committee (Item 6)

The Council received the Report of the meeting of the Student Experience Committee held on 9 February 2015.

In regard to item 2, it was noted that the Council was being invited to receive rather than approve the RUSU audited accounts.

In regard to item 4, Ms Harper indicated that the costs of accommodation were a significant concern for the student body, and welcomed the continuing discussion between RUSU, the University and UPP in relation to rental increases and the inclusion of low-cost options within any further expansion of accommodation.

Resolved:

1. “That, with reference to item 2, the RUSU Audited Accounts, now submitted, be received.”

2. “That the Report of the meeting of the Student Experience Committee held on 9 February 2015, now submitted, be approved.”

15/25 Report of the Remuneration Committee (Item 7)

The Council received the Report of the meeting of the Remuneration Committee held on 9 February 2015.

Resolved:

“That the Report of the meeting of the Remuneration Committee held on 9 February 2015, now submitted, be approved.”

15/26 Report of the Senate (Item 8)
The Council received the Report of the meeting of the Senate held on 11 March 2015.

In regard to item 6, the Vice-Chancellor outlined the benefits and challenges associated with the new academic structure. In response to a question from Mr Palmer, the Vice-Chancellor explained that the new academic structure and the new resource allocation model were aligned, that Schools would have increased powers and responsibilities, and that the creation of Research Deans and Teaching and Learning Deans would provide more visible leadership in these areas. In response to a question from Mr Beardmore-Gray, the Vice-Chancellor confirmed that Heads of School would normally be internal appointments, but that, where there was good reason, the role would be advertised externally, as had been the case recently in respect of the Heads of School for the Institute of Education and for the School of Law.

In regard to item 4, the Vice-Chancellor reported that the Joint Committee of Council and Senate for Honorary Degrees had recently agreed by correspondence a recommendation that the Honorary Degree of Doctor of Business Administration be conferred upon Mr David Roberts, Chairman of Nationwide Building Society.

Resolved:

1. “That, with reference to item 1, the following be accorded the title of Visiting Professor:

   School of Biological Sciences
   Dr Dominic Behan (Arena Pharmaceuticals) for the period ending 31 March 2018;

   School of Chemistry, Food and Pharmacy
   Professor David Thomson (MMR Ltd) for a further period ending 31 March 2018;

   Dr Tim Hanlon (Berkshire Healthcare NHS Foundation Trust) for the period ending 31 March 2018;

   School of Literature and Languages
   Professor Barry O’Sullivan (British Council) for the period ending 31 March 2018;

   Professor Zygmunt Baranski (University of Notre Dame) for a further period ending 30 September 2017;

   School of Systems Engineering
   Professor Matthew Baker (Alcatel-Lucent) for a further period ending 31 March 2018.”

2. “That, with reference to item 2, under the provisions of Ordinance XXIV, the title of Professor Emeritus be conferred upon Professor Paul Croll with effect from 1 January 2015.”
3. “That, with reference to item 3, each of the following be accorded the title of Honorary Fellow for a period of five years with effect from the date indicated:

   Dr Susan Malvern (1 January 2015)
   Mr Roderic Vaughan (1 February 2015)
   Mrs Ruth Salisbury (1 February 2015).”

4. “That, with reference to item 4, the Honorary Degree of Doctor of Science be conferred upon Emeritus Professor Ian Mills.”

5. “That, with reference to item 4, the Honorary Degree of Doctor of Business Administration be conferred upon Mr David Roberts.”

6. “That, with reference to item 5, Professor Victor Becerra be appointed as Acting Head of the School of Systems Engineering for the period to 31 July 2015.”

7. “That the Report of the meeting of the Senate held on 11 March 2015, now submitted, be approved.”

15/27 Report of the Audit Committee (Item 10)

The Council received the Report of the meeting of the Audit Committee held on 19 February 2015.

In regard to item 4, it was noted that the matters relating to the Efficiency and Effectiveness Programme had been considered under the reports of the Strategy and Finance Committee (Minute 15/23).

In regard to item 5, Mr Sherman, as Chair of the Audit Committee, reported that the external audit team provided by KPMG had executed their work efficiently and represented good value for money, and, in consequence, the Committee recommended that KPMG be reappointed as the University’s external auditors.

Resolved:

1. “That, with reference to item 4, the appointment of KPMG as external auditors to the University be confirmed for the financial year ending 31 July 2015 and that their remuneration be settled with the Chairman of the Audit Committee.”

2. “That the Report of the meeting of the Audit Committee held on 19 February 2015, now submitted, be approved.”

15/28 Date of the final meeting of the Council in the Session 2014-15

Monday 13 July 2015 at 2.15pm.
Provisional dates for meetings of the Council in the Session 2015-16

Friday 20 November 2015 at 2.15pm
Friday 22 January 2016 at 2.15pm
Monday 21 March 2016 at 2.15pm preceded by a meeting of the Court in the morning
Monday 11 July 2016 at 2.15pm.