



Council

16/54 A meeting of the Council was held in Room 201, Carrington Building, on Friday 25 November 2016 at 10.00 am.

The President
The Vice-Presidents (Mr R.E.R. Evans, Ms S M Woodman)
The Vice-Chancellor
The Deputy Vice-Chancellor
The Pro-Vice-Chancellor (Professor G. Brooks)
The Pro-Vice-Chancellor (Mr V. Raimo)
The Pro-Vice-Chancellor (Professor R. Van de Noort)

Mr T. Bartlam
Mr T. Beardmore-Grey
Professor J. Board
Professor L. Butler
Mr B. Cooper
Mr K. Corrigan
Lord Crisp
Mrs P. Egan
Dr O.B. Kennedy

Mrs K. Owen
Professor J.R. Park
Mr S.C.C. Pryce
Miss P. Oppenheimer
Dr B. Rawal
Mr S.P. Sherman
Professor S. Walker
Mrs S.L. Webber

The Chief Strategy Officer and University Secretary

In attendance:

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

Apologies were received from Dr P. Erskine, Dame Moira Gibb, Mrs M. Hargreaves, and Mr H.W.A. Palmer.

16/55 The President welcomed Professor Butler, Mr Corrigan, Professor Park, and, in her absence, Mrs Hargreaves to membership of the Council.

The President thanked members for attending the dinner and discussion of the University's strategic priorities, which had been held on the previous evening. The Council joined the President in thanking the Chief Strategy Officer for having facilitated a constructive and valuable discussion.

The President paid tribute to Mr Christopher Fisher, his predecessor as President, for his leadership of the University through a period of major organisational

change, and he outlined how he wished to build on Mr Fisher's legacy. The President explained that he intended to ensure that the Council had a fuller understanding of the context of the issues under consideration, to enable greater engagement of the Council in the development of the University's strategic thinking, and to draw more effectively on the collective expertise represented in the Council. He had also asked the Vice-Chancellor to consider how the Council might develop a better insight into the work being undertaken in Schools. The President affirmed Council's commitment to strengthening the University's contribution to the knowledge economy, its research, the satisfaction of its students, and its financial viability.

The President noted that the external requirements placed on universities' governing bodies were increasing, and that, in order to fulfil its responsibilities, the Council would need to engage more deeply with a wider range of the University's work. He considered that the Council could usefully review the remits of some committees to ensure full coverage and avoid duplication, and more broadly reflect on its ways of working. He indicated that, over the next twelve months, he would be conducting an appraisal of members of Council, and that, in turn, members would appraise him in his role as President.

16/56 The minutes (16/34-16/53) of the meeting held on 11 July 2016 were confirmed and signed.

Items for note

16/57 Membership and Terms of Reference (Item 4.1)

The Council received a statement of its Membership and Terms of Reference.

16/58 Disclosure of Interests (Item 4.2)

The Council noted a paper from the University Secretary in regard to Disclosure of Interests.

16/59 Freedom of Speech Annual Report (Item 4.3)

The Council received the Freedom of Speech Annual Report.

16/60 Report on the Exercise of Vacation Powers (Item 4.4)

The Council noted that there had been no occasion to exercise the Vacation Powers.

16/61 Report of the Strategy and Finance Committee (Item 4.5)

The Council received the report of the meeting of the Strategy and Finance Committee held on 10 October 2016 relating to items for report.

Resolved:

1. "That the Freedom of Speech Annual Report, now submitted, be received;"

2. "That the Report of the Strategy and Finance Committee held on 10 October 2016 relating to items for report, now submitted, be received."

16/62 Documents sealed and to be sealed (Item 4.7)

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."

16/63 Deaths

The Vice-Chancellor reported the death of Emeritus Professor Eric Roberts, who had served in a number of leadership roles at the University from 1968 until his retirement in 1995, after which he had been re-appointed on a part-time basis. He had been Dean of the Faculty of Agriculture and Horticulture and subsequently Pro-Vice-Chancellor, and had made an outstanding contribution to the University's development.

Main items of business: matters for discussion and decision

16/64 Presentation by the Pro-Vice-Chancellor (Teaching and Learning) (Item 5.1)

The Pro-Vice-Chancellor (Professor Brooks) made a presentation to the Council on teaching excellence (copy inserted in Minute Book).

Professor Brooks outlined the contribution of teaching and learning to the achievement of the University Strategy and the University's ambitions continuously to improve students' academic experience. A Teaching and Learning Strategy Board had been created to lead a bolder and more strategic approach to the development of teaching and learning, and it was now overseeing a portfolio of major projects which addressed key issues, such as Assessment and Feedback, Electronic Management of Assessment, and the Future Student. Professor Brooks explained how this work enabled the University to meet the changing expectations of students and the rapidly developing higher education environment. He concluded by providing an account of the Teaching Excellence Framework and its future development and indicating the key themes of the University's submission.

As RUSU President, Mr Cooper was pleased to confirm that he and the RUSU Education Officer were engaged in a constructive dialogue with the Vice-Chancellor and Professor Brooks about teaching excellence with the purpose of identifying and understanding the most effective practice and areas which could be improved. RUSU was opposed to the increase in fees and its link to performance in the TEF, but it equally recognised the need to ensure that sufficient resource was available to the University to sustain educational excellence. Mr Cooper believed that RUSU and the University were now working with common purpose towards a TEF which more truly measured teaching excellence and delivered for students.

In response to a question from Dr Rawal, Professor Brooks explained that discipline-level TEF would not lead to differentiated fees by discipline within an institution, and any permitted increase in fees would apply across the institution.

Lord Crisp noted the major changes in the higher education landscape, including the TEF, and, drawing on his experience of the health services, observed that the organisations best able to meet such challenges tended to be those which had a strong sense of their own identity and independent purpose and which approached change in the external environment as a vehicle to achieve their prior ambitions. In response to a question from Lord Crisp, Professor Brooks and Dr Kennedy confirmed that the personal and social value of education underpinned teaching and learning at the University, and that a key purpose was to enable students to engage with, and contribute to, a rapidly developing world. Schools were currently undertaking a comprehensive curriculum review, which was informed by these principles, and these ideas would be at the heart of the new Teaching and Learning Strategy.

The Vice-Chancellor commended the excellent practice in teaching evident across the University, and encouraged members of the Council to visit Schools and develop a closer understanding of their work and the student experience.

16/65 HEFCE Annual Provider Review (Item 5.2)

The Council received the Quality Assurance and Enhancement Report 2015/16, including the Action Plan.

The University Secretary outlined the context and purpose of the Report, and reported that a Joint Council-Senate Group had considered the Report and commended it to the Council. The Council noted the University's quality assurance and enhancement processes and the strategic projects which formed the basis of the Action Plan. The Council, having considered the Report, confirmed that it was satisfied that, to the best of its knowledge, the methodologies and processes for improving the student academic experience and student outcomes were robust and appropriate, and that the standards had been appropriately set and maintained.

The President noted that the Joint Council-Senate Group would shortly consider how the Senate and Council could best fulfil their responsibilities for quality assurance and enhancement in the context of the new regulatory regime. He looked forward to the Council's closer engagement with teaching and learning issues.

Resolved:

“That the Report on Quality Assurance and Enhancement (2015/16), now submitted, be approved.”

16/66 Report of the Student Experience Committee (Item 5.3)

The Council received the Report of the meeting of the Student Experience Committee held on 3 November 2016.

As Chair of the Committee, Ms Woodman reported that the Committee had considered concerns raised by the RUSU officers that the University's decision-

making processes were increasingly top-down and that the opportunity for students to have genuine impact on larger strategic decisions was limited. The University had acknowledged these concerns and had taken action to ensure that the channels for communication and consultation were strengthened.

In relation to the Teaching Excellence Framework (TEF), Ms Woodman explained that RUSU had passed a resolution to boycott the National Student Survey in support of its opposition to the TEF and its link to increases in the tuition fee. The University was concerned that a boycott, if effective, would deprive the University of feedback from students which informed enhancement activity. She understood that, following the meeting of the Committee, progress had been made towards a resolution of the issue.

The University had taken note of concerns in relation to accommodation and storage space for sports clubs and societies, and was working with RUSU to address these matters. The University was also exploring the possible implementation of a University guarantor scheme, whereby the University would act as a guarantor for students, such as international students or those from low income backgrounds, who were unable to provide the guarantees necessary to rent accommodation.

Mr Cooper affirmed RUSU's commitment to constructive dialogue with the University in respect of the TEF and fee increases. He indicated that the University and RUSU were discussing the possibility that the tuition fee might be frozen at £9250 for an agreed period.

The President of Council confirmed that teaching and learning and the student experience would be a principal focus for the Council.

Resolved:

“That the Report of the meeting of the Student Experience Committee held on 3 November 2016, now submitted, be approved.”

16/67 Report of the Senate (Item 5.4)

The Council received the Report of the meeting of the Senate held on 12 October 2016.

Resolved:

“That the Report of the meeting of the Senate held on 12 October 2016, now submitted, be approved.”

16/68 Intended strategic discussion at the Council in the Spring Term (Item 6.1)

The Vice-Chancellor reported that the University Executive Board had been considering a number of possible capital projects, and that the Council, at its Spring Term meeting, would be invited to have a broad discussion on the range of projects and advise on priorities.

16/69 REDACTED S. 43

In response to question from Mr Corrigan, Professor Van de Noort indicated that the Strategy and Finance Committee would be giving further consideration to indicators for assessing the University's sustainability, including its financial flexibility.

REDACTED S.43

16/70 Report of the Investments Committee (Item 6.3)

The Council received the Report of the meetings of the Investments Committee, held on 4 October and 3 November 2016.

REDACTED S. 43

Resolved:

“That the Report of the meetings of the Investments Committee, held on 4 October and 3 November 2016, now submitted, be approved.”

Items of report

16/71 Report of the Vice-Chancellor (Item 7)

The Vice-Chancellor reported that:

- (a) The University was seeking to understand better the implications of the UK's decision to withdraw from the EU ('Brexit'). The government had guaranteed that the current financial arrangements for EU students would continue for entrants in 2016/17 and 2017/18; in consequence, recruitment of EU undergraduate students in 2016/17 had not been adversely impacted by the referendum outcome. The government had also given assurances in respect of research contracts until the point of withdrawal. The University, together with UUK, was actively making the case for the substantial benefits which higher education brought to the UK economy;
- (b) He had recently visited Beijing Institute of Technology (BIT) and Nanjing University of Information Science and Technology (NUIST), the institutions with which the University ran its largest partnership programmes in China. The first cohort on the partnership programme at BIT was now in its final year and would graduate in the summer, and the Reading-China Academy at NUIST now had 200 enrolled students;
- (c) He had presided at graduation ceremonies for some 300 students at Henley Business School's campus in South Africa. Henley South Africa had more than 1,000 students registered on award-bearing programmes and more than 2,000 on other courses. The profile of Henley South Africa and its influence significantly exceeded the normal expectations for a small, private, international institution;
- (d) The University was a leading member of a consortium which had succeeded in its bid to become part of the Food Knowledge Innovation Community (KIC), a network of universities, research institutes and industrial partners across Europe REDACTED S.43 The Deputy Vice-Chancellor reported that the

University had been chosen as the lead institution for a group including REDACTED S.43 and that membership of the KIC would enable the University to access a stream of EU funding beyond Brexit. The Deputy Vice-Chancellor thanked Professor Christine Williams and Professor Park for their contribution to this significant achievement;

- (e) The Institute of Education (IoE) had been inspected by Ofsted earlier in the Autumn Term and had received a 'Good' classification across all areas of activity. In addition, the IoE had been one of a limited number of institutions to be guaranteed training places for a three-year period, which allowed more coherent planning of provision. The Vice-Chancellor congratulated the IoE on these achievements;
- (f) The Museum of English Rural Life (MERL) had re-opened following a major refurbishment funded by the Heritage Lottery Fund. It was agreed that a future meeting of the Council might be held at MERL;
- (g) REDACTED S.43
- (h) A new staff contract had now been agreed, which meant that the Statute XXXIII procedures could be discontinued.

Resolved:

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

16/72 Annual Report of the Audit Committee to the Council and the Vice-Chancellor for 2015-16 (Item 8.1)

The Council received the Annual Report of the Audit Committee to the Council and the Vice-Chancellor for 2015-16.

As Chair of the Audit Committee, Mr Beardmore-Gray reminded the Council of the Committee's responsibilities and was pleased to report the Audit Committee's satisfaction with the University's arrangements for risk management, control and governance, for value for money (which was also considered under Minute 16/78), and for the management and quality assurance of data.

He advised that the Committee was encouraging the University Executive Board to differentiate more clearly between strategic and operational risk, and that the Committee intended to dedicate more time to examining the process for managing risks which had the potential to have the most significant impact on the University.

The Committee believed that there would be merit in reviewing the roles of the Audit Committee, Strategy and Finance Committee and the Council to streamline risk management, and to clarify the roles of the Audit Committee and the Governance and Appointments Committee in respect of governance issues.

In relation to economy, efficiency and effectiveness, the Committee considered the University's arrangements to be adequate and effective, but highlighted a number of areas, in particular relating to the management of the Efficiency and Effectiveness Project where there appeared to have been shortcomings. The Committee had concluded that improvements could be made to the governance,

management and assurance on large projects with a view to achieving better value for money in future.

The Vice-Chancellor thanked Mr Beardmore-Gray and his colleagues on the Committee for their diligence and engagement in this work. The Vice-Chancellor observed that the management of strategic risk required careful management of its operational manifestations, and assured the Council that the University took seriously risk management in all its aspects. He acknowledged the need to improve the governance and management of the largest projects, and reminded the Council that the University now routinely held post-project reviews which informed the management of future projects.

Mr Beardmore-Gray reported that the Audit Committee had conducted a self-appraisal exercise. The Committee had concluded that it was adequately resourced and was undertaking its work in an appropriate manner. In reviewing its membership, the Committee had regard to the combination of skills required to ensure the continuing effectiveness of its work, and the nomination of Mr Luke Holt, considered under Minute 16/72, had been informed by this consideration.

16/73 Management Letter and Audit Highlights Memorandum from KPMG for the year ended 31 July 2016 (Item 8.2)

The Council received the Management Letter and Audit Highlights Memorandum from KPMG for the year ended 31 July 2016, which had been submitted previously to the Audit Committee.

16/74 Draft letters of Management Representations to the University's Auditors (Item 8.3)

The Council received the Draft Letters of Management Representations, which had been submitted previously to the Audit Committee.

16/75 Letter of Support (Item 8.4)

The Council received the Draft Letter of Support in respect of the University's subsidiary companies.

16/76 Financial Statements for the year ended 31 July 2016 (Item 8.5)

The Council received the Financial Statements for the year ended 31 July 2016, which had been submitted previously to the Audit Committee and to the Strategy and Finance Committee.

The Council noted that the Financial Statements conformed with the new accounting standard FRS102, and commended the Director of Finance and Corporate Services and her team for their effective management of the transition to the new requirements.

The Council noted that the University Group income in 2015-16 included income from the disposal of the Shinfield West site, which amounted to REDACTED S.43 . The Council recognised that it had tended to focus on the surplus associated with the Academic Group, and agreed on the need to maintain a broader view across the University Group.

16/77 Annual Assurance Return to HEFCE (Item 8.6)

The Council received a copy of the Annual Assurance Return to HEFCE, for approval.

16/78 Value for Money (Item 8.7)

The Council received the Value for Money Report 2015-16, and considered that the arrangements for promoting efficiency, economy and effectiveness were satisfactory and that value for money was being sought and achieved in respect of both public and other funds.

16/79 Financial Report: October 2016 (Item 8.8)

The Council received the Financial Report: October 2016. The Director of Finance and Corporate Services explained that the format of the Management Information Pack had been revised to focus more on the School Income and Expenditure and the Service Costs, which better supported the principles of accountability underpinning the Sustainable Planning System.

REDACTED S.43

16/80 Revolving Credit Facility (Item 8.9)

REDACTED S.43 The Council was invited to allow the legal documentation to proceed and to authorise the Chief Operating Officer and the Director of Finance and Corporate Services to sign the final agreement on behalf of the University.

16/81 Financial Regulations (item 8.10)

The Council received draft amended Financial Regulations, which incorporated changes in title and some minor process changes. The amendments included provisions which would enable the Chief Operating Officer and the Director of Finance and Corporate Services to be authorised to act on the University's behalf in relation to the proposed revolving credit facility.

Resolved:

1. "That the Annual Report of the Audit Committee to the Council and the Vice-Chancellor for 2015-16, now submitted, be approved;"
2. "That the Management Letter and Audit Highlights Memorandum from KPMG for the year ended 31 July 2016, be received;"
3. "That the President and the Chief Operating Officer be authorised to sign the Letters of Representation to KPMG and that the Chief Operating Officer be authorised to sign the letters of support for the University's subsidiary companies;"
4. "That the Financial Statements for the year ended 31 July 2016, now submitted, be approved and adopted;"

5. “That it be confirmed that in all material respects the University has conducted its affairs during the year ended 31 July 2016 in accordance with its status as a charity and that the Vice-Chancellor be authorised to sign the Annual Assurance Return to HEFCE to this effect;”
6. “That the Value for Money Report for 2015-16, now submitted, be approved;”
7. “That the Financial Report: October 2016, now submitted, be received;”
8. “That the proposed terms of the credit facility offered REDACTED S.43 , now submitted, be approved, and that the Chief Operating Officer and the Director of Finance and Corporate Services be authorised to sign the final agreement;”
9. “That the draft Financial Regulations, now submitted, be approved.”

16/82 Report of the meeting of the Strategy and Finance Committee held on 10 October 2016 relating to items for discussion and decision (Item 9.1)

The Council received the Report of the meeting of the Strategy and Finance Committee held on 10 October 2016 relating to items for discussion and decision.

Professor Van de Noort reported that undergraduate enrolments in 2016 represented an REDACTED S. 43 relative to 2015 REDACTED S. 43 ; the sector average enrolment showed REDACTED SEC 43 Within this figure, there had been REDCATED S.43 in Home/EU students and, reflecting a sector-wide trend, REDACTED S.43 international students REDACTED S.43 which could be attributed to difficulties in obtaining visas and a perception that the UK no longer welcomed international students, and to the growing tendency among sponsoring bodies to restrict scholarships to those universities with a world ranking in the top 100. The University was considering how the decline might be addressed.

Resolved:

“That the Report of the meeting of the Strategy and Finance Committee held on 10 October 2016, now submitted, be approved.”

16/83 Report of the Appointments and Governance Committee (Item 10)

The Council received the Report of the meeting of the Appointments and Governance Committee held on 10 October 2016.

The President reported the appointment of Samantha Foley as Chief Financial Officer. Ms Foley was currently Director of the Government Finance Academy and had previously been Finance, Commercial and Policy Director of the Department of Culture, Media and Sports.

REDACTED S 40

The Council noted that the Committee was reviewing the membership of the University Court with the intention that its membership mainly comprise the most strategically important stakeholders with whom the University wished to engage

beyond attendance at the annual meeting. The Vice-Chancellor reported that the meeting of the Court in March would be the first to be chaired by the new Chancellor and that he would be offering his reflections on the current higher education environment.

Resolved:

1. “That Mr Luke Holt be appointed to the Audit Committee (*vice* Mr Richard Buller) for the period from 1 January 2017 to 31 December 2019;”
2. “That the Report of the meeting of the Appointments and Governance Committee, held on 10 October 2016, now received, be approved.”

Routine items for approval

16/84 Prevent Duty Annual Report to HEFCE (Item 11)

The Council received the Annual Report on the Prevent Duty, which set out the University’s actions in response to HEFCE’s initial assessment of the University’s arrangements in respect of Prevent, provided the Risk Assessment and Action Plan, and presented evidence of ongoing engagement with, and active implementation of, the Prevent Duty. The Council noted that no cases had been referred beyond the University.

Miss Oppenheimer reported that RUSU was opposed to the Prevent Duty due to concerns about the surveillance of students and the restriction of access to a range of materials, but she assured the Council that RUSU would continue to cooperate with the University in its fulfilment of its statutory obligations. The President noted that the Prevent Duty incorporated a number of checks and balances, and that the University was committed to acting appropriately in relation to all stakeholders.

The University Secretary advised members that they were able to undertake the University’s online Prevent training, if they wished, but they were not required to do so.

Resolved:

“That the Prevent Duty Annual Report to HEFCE, now submitted, be approved, and that the President of Council be authorised to sign the Prevent monitoring annual report governing body declaration.”

16/85 Ordinances and Scheme of Delegations (Item 12)

The Council received, for approval, draft amendments to the Ordinances and, for note, amendments to the Schedule of Delegations. The draft amendments to the Ordinances served to remove reference to the Chief Operating Officer, an office which would imminently become defunct, to include reference to the Chief Financial Officer, and to include the Prevent Duty as a specified policy of the University.

Resolved:

“That draft amendments to the Ordinances, now submitted, be approved, and that a note on amendments to the Scheme of Delegations, now submitted, be received.”

16/86 Appointments of Deans to Committees (Item 13)

The Council received nominations of Deans to serve on the NIRD Trust Committee and the Student Experience Committee.

Resolved:

1. “That the Research Dean (Food) be appointed to the NIRD Trust Committee (*vice* the Dean of the Faculty of Life Sciences);”
2. “That Professor C.L. Furneaux (*vice* Dr A. Callaghan) be designated as the Teaching and Learning Dean in attendance at the Student Experience Committee.”

16/87 Retirements

The President noted that Ms Wright, Director of Finance and Corporate Services, would soon be retiring from the University and noted that Mr Savage would shortly be leaving his role as Chief Operating Officer to assume a portfolio of senior responsibilities. The President thanked them for their outstanding contribution to the University and to the Council over many years.