MINUTES OF COUNCIL
FRIDAY 4 JULY 2014

Present: Mr D Burn (Chair), Professor D Clarke, Councillor S Cook, Mr R Cowap, Dr E Crawley, Professor G Foster, Mr A Garrad, Dr M Hamlin, Mr Paul Hand, Sir Ronald Kerr, Ms P Lawrence-Archer, Professor N Lieven, Mr T Macdonald, Dr J Manley, Professor R Middleton, Mr B Morton, Professor G Orpen, Ms C Peck, Ms A Phillips, Mr T Phipps, Mr A Poolman, Mr B Ray, Mr M Saddiq, Ms V Stace, Ms A Stephenson, Professor Sir Eric Thomas, Dr T Thompson, Ms Sorana Vieru, Mr J Wetz.

In attendance: Miss L Barling (Clerk), Professor Nishan Canagarajah, Mr D Fletcher, Mr P Finch, Dr H Galbraith, Ms R Geller, Ms Katy Gullon, Mr G Gregory, Mr A Nield, Ms S Paterson, Ms L Robinson, Professor J Squires.

Apologies: Dame Denise Holt and Mr Colin Green.

1. Welcome and announcements
1.1 The Chair welcomed the following people who were attending the meeting as observers:
   - Mr David Fletcher, the external consultant who had been appointed to lead the Council Effectiveness Review;
   - Ms Katy Gullon, who would be commencing as Head of Governance on Monday 7 July 2014, taking over from Mrs Kelly Dudley who was going on maternity leave and permanently leaving the University at the end of July 2014. Council members thanked Kelly for her many years of service and wished her well for the future.
   - Professor Nishan Canagarajah, the incoming PVC Research.

1.2 The Chair welcomed Mr Neil Bradshaw from RED and Ms Kate Miller from the Centre for Public Engagement, both of whom were attending in support of the strategic items, and also the three new Sabbatical Officer members on Council Mr Tom Phipps, Ms Alice Phillips and Ms Sorana Vieru as this was their first meeting.

1.3 The Chair of Council, on behalf of Council, thanked the following people:
   - Dr Trevor Thompson, representative of the non-professorial academic staff and Professor Gary Foster, representative of the professorial staff who were attending their final Council meeting before concluding their term.
   - Cllr Simon Cook whose term of office was coming to an end on 31 July 2014. Members were keen that he continued to engage with the University in other ways. Cllr Cook was being replaced by Cllr Brenda Massey who would join Council from 1 August 2014.
   - Council members who had given their time and expertise to sit on various appeals and appointment panels during the year.
   - A special thanks was given to the outgoing Deputy Vice-Chancellor, Professor David Clarke, who was retiring at the end of July. The Chair of Council and the Council collectively thanked Professor Clarke for his support and leadership and wished him all the best for his future retirement.
2. Apologies
2.1 NOTED.

3. Declaration of interests
3.1 Members were reminded that they had an obligation to disclose any pecuniary, family or other personal interest that they had in any matter under discussion at any meeting of Council as soon as practicable.

4. Minutes of meeting on 16 May 2014
4.1 CONFIRMED.

5. Matters arising and actions
5.1 There was nothing outstanding to report.

6. Research Strategy update
6.1 RECEIVED and NOTED: a presentation from the outgoing Pro Vice-Chancellor (Research), Professor Guy Orpen, and the incoming Pro Vice-Chancellor (Research), Professor Nishan Canagarajah (on file).

6.2 The resultant discussion highlighted the following:
   - Council members welcomed the increasing number of collaborative ventures as a result of the GW4 partnership, particularly in relation to Doctoral training. There was also a noticeable increase in partnerships with major external partners as a result of GW4, building on the success of the NCC which had also led to the development of some key relationships with industry.
   - GW4 also offered the University ways of sharing capital investment and there was positive engagement across all four institutions for exactly this purpose.
   - The University was keen to ensure that both undergraduates and postgraduates benefited from exposure to a research environment, with research-informed teaching embedded within curricula.
   - There was clearly much unpredictability around the REF. The University believed that its REF submission was true to its staff and research performance, and true to the ethos of the University. The outcome of the submission would be announced on 18 December and reported thereafter to Council.

7. Engaged University Strategy
7.1 RECEIVED: A presentation from the Pro Vice-Chancellor (Research) and the Pro Vice-Chancellor (Education) setting out the 2014 University’s Engaged University Strategy (on file). A supporting paper had been circulated with the main Council papers (reference CN/14/048).

7.2 The resultant discussion highlighted the following:
   - In the existing financial environment, it was even more important to raise the profile of the city nationally and internationally by ensuring that all institutions within it worked strongly together. Members agreed that the University’s work and the innovation it produced should reflect on the city, and help to raise its profile in terms of city marketing. The European Green Capital in 2015 was a huge opportunity for both the city and the University.
   - Council members welcomed this strategy and were particularly encouraged by the idea of co-production.
   - The University was currently considering how better to embed engagement within the curriculum and what was the appropriate assessment for it. This was particularly important in the context of the biomedical review.
• Members emphasised the importance of evaluating the impact of the strategy once implemented.

7.3 APPROVED: the Engaged University Strategy.

8. Chair’s Report

8.1 RECEIVED and NOTED: (reference CN/14/049).

8.2 Members noted that Mrs Sharon Goymer, lay member of Council, had resigned as a member of Council. There were no immediate plans to fill the vacancy as the University was awaiting the outcome of the effectiveness review. Council members thanked Mrs Goymer for her valuable contributions.

8.3 The recent elections for the two academic staff vacancies on Council had resulted in the appointment of two new Council members from 1 August 2014:
• Dr Sally-Ann Kitts, Senior Lecturer in Hispanic Studies (to replace Dr Trevor Thompson) and;
• Professor Stephen Mann, Professor of Chemistry (to replace Professor Gary Foster).

Appointment of the Vice-Chancellor

8.4 APPROVED: the proposal that the title of the next Vice-Chancellor should be ‘Vice-Chancellor and President.’

Effectiveness Review

8.5 NOTED.

Court review

8.6 The first Court review group meeting had now taken place and a further meeting was planned for the end of July 2014. An update would be provided at the next Council meeting.

9. Vice-Chancellor’s report

9.1 RECEIVED: (reference CN/14/050).

Life Sciences Building

9.2 The Deputy Vice-Chancellor informed Council that practical completion for the building had taken place on 30 June 2014, but that further work was still required to fix some snagging and to finalise the landscaping. Council members paid tribute to the Bursar and his team for their hard work and also to the academic lead, Professor Gary Foster, for his vision, energy and constant dedication.

Biomedical Review

9.3 Council members noted the progress report and made the following comments:
• It was essential that the University learn key lessons from other GW4 institutions who had undertaken similar reviews. For example, Cardiff University had recently completed a large-scale review of its medical education programme.
• The world of healthcare and medicine was changing dramatically and this review was a fantastic opportunity to move the medical curriculum to something more relevant in ten years’ time. It was important not to just focus on the now, but to look ahead to the long-term future of medicine.
• Communication was extremely important – staff were keen to know when the changes were going to happen, and in particular when the leadership structure was to be agreed.
Appointment of Dean of Engineering
9.4 NOTED: the appointment of Professor Andrew Nix as the new Dean of Engineering from 1 August 2014, replacing Professor Nishan Canagarajah.

Visiting Professors
9.5 APPROVED: The appointment of the following Visiting Professors:
(1) Professor Stuart Whittington, in the Faculty of Science for an extended two-year period;
(2) Professor Thorkild Sorenson, in the Faculty of Science for a period of four years.

Update on National Pay Negotiations
9.6 The HR Director advised that negotiations had concluded with agreement of a 2% pay award for 2014/15.

Update on alumni relations and fundraising activities
9.7 NOTED. A further update would be presented to Council next year.

Admissions update
9.8 Members agreed that the admissions report should be less detailed in the future.

Health and Safety Matters
9.9 NOTED.

Recent Grants and Awards
9.10 NOTED.

9.11 The Vice-Chancellor informed Council of a recently published report which looked at the potential of clusters for growth across the country. The report reviewed the barriers to growth that they face, and, most importantly, set out actions to overcome these barriers. More information was available on this website: http://www.centreforcities.org/research/2014/07/02/industrial-revolutions/

Financial Matters
10. Finance update
10.1 RECEIVED: (reference CN/14/051).

10.2 NOTED:
- The finance dashboard for May 2014;
- The successful completion of the renegotiation of the Barclays loan agreements and creation of a new £50m revolving credit facility with RBS, giving the University sufficient headroom to countenance further capital investments;
- The latest pension developments.

10.3 There was a typo on page 34 of the paper – the table referred to ‘minimum ratio of operating cashflow to gross income’ and should refer to ‘minimum ratio of operating cashflow’.

10.4 *COMMERCIAL IN CONFIDENCE*

10.5 APPROVED: the acquisition of Beacon House (previously occupied by Habitat) at a cost of £5.95m. Fit out/refurbishment costs would be of the order of £3m - £4m giving a total cost of £9m - £10m.
10.6 Members agreed that it was important for the University to consider how the Beacon House investment was most appropriately communicated to its staff and students.

10.7 **COMMERCIAL IN CONFIDENCE**

10.8 **COMMERCIAL IN CONFIDENCE**

10.9 ** COMMERCIAL IN CONFIDENCE**

10.10 Members noted the commercially sensitive nature of the paper and discussions.

Financial Forecasts
10.11 RECEIVED: (reference CN/14/052).

10.12 APPROVED: the University of Bristol financial forecasts 2013/14 to 2016/17 (subject to final checks and amendments) for submission to HEFCE.

Finance Committee Report
10.13 RECEIVED and NOTED: (reference CN/14/053).

HEFCE Financial Memorandum and Agreement on Institutional Designation
10.14 RECEIVED: (reference CN/14/054).

10.15 NOTED:
- That a revised HEFCE Financial Memorandum had been published and would come into effect from 1 August 2014 and;
- The new voluntary Agreement on Institutional Designation that would run from 1 August 2014 to 31 July 2017.

Endowment Report: Sigmund Gestetner Fund
10.16 RECEIVED: (reference CN/14/055).

10.17 NOTED: the report circulated with the meeting papers explained the background to a proposal to vary the terms of the Sigmund Gestetner Fund, which was created by donations in 1994 and 1996 as a permanent endowment to support research into senile dementia at the University of Bristol.

10.18 The report had been considered in detail by the Finance Committee which was satisfied with the approach.

10.19 APPROVED: the passing of a Trustee Resolution (included in the meeting papers) approving the proposed lifting of the permanent endowment restrictions to enable both the capital and income of the Fund to be used for the charitable purposes for which it was created. A copy of the resolution, signed by the Chair of Council and the University Secretary was attached to the minutes (see Annex A).

UBU Budget 2014/15
10.20 RECEIVED: (reference CN/14/056).

10.21 Mrs Cindy Peck, Union Trustee nominated by the University, advised Council that the Trustees had approved the budget subject to Council’s approval.


Committee reports

Page 5 of 12
11. Estates Committee (spotlight slot)
11.1 RECEIVED and NOTED: (reference CN/14/058).

11.2 The Chair summarised the Committee’s key workstreams, priorities and challenges, the highlights of which were:
- There was a good balance of skills and experience on the committee.
- The gender balance on the committee still required improvement but it had marginally improved from 100% male to 70% male, 30% female compared with previous years.
- Capital projects had been presented to the committee within an appropriate time frame so that effective decisions could be made and at the right time in the cycle.
- The committee had a positive relationship with the senior executive team.
- The link between the Estates Committee and the Finance Committee was working well.

12. Personnel, Equality and Health & Safety Committee
12.1 RECEIVED: the committee report and the People Strategy.

12.2 NOTED: the report from the Personnel, Equality and Health & Safety Committee (reference CN/14/059).

12.3 The Chair of the Committee emphasised the importance of the CREATE scheme and the critical nature it played in the future success of the University.

12.4 APPROVED: the University’s People Strategy for 2014 – 2016 (reference CN/14/059).

12.5 RECEIVED and NOTED: the Health and Safety Annual Report (reference CN/14/060).

12.6 Members noted that the 100% increase in slips and falls reflected an increase in reporting rather than an increase in incidents. The University was also actively encouraging the reporting of near-misses.

13. Student Affairs Committee
13.1 RECEIVED and NOTED: the Student Affairs Committee report from its meeting on 9 June 2014 (reference CN/14/061).

13.2 An updated cover sheet for CN/14/06/Part A was tabled. The updated cover sheet constituted the written report from the University Secretary required by Statute 17 for Council to make amendments to Ordinances (in this case, Ordinance 24).

13.3 Members noted that the Secretary’s Office had advised that certain responsibilities which were ostensibly within the Student Affairs Committee’s remit were in fact more appropriately discharged by others. In particular it was noted that:
   (a) The Finance Director should monitor and review the financial affairs of the Union and approve its annual funding; and
   (b) Monitoring the conduct of elections should be undertaken by the Union’s Returning Officer who should report annually to the Deputy Registrar (Academic Services) who in turn should report directly to Council.

13.4 Further, Council was already aware that the Union had amended its Memorandum and Articles of Association (now known simply as the Articles of Association) to remove
references to specific Sabbatical Officer Roles. This change had been approved by the Chair of Council under his power to take decisions between meetings and subsequently reported to Council at its meeting on 7 February 2014.

13.5 Given the changing role of the Student Affairs Committee and the amendments to the Articles, the Secretary’s Office advised that Council approve the amendments to the documentation contained within the meeting paper pack.

13.6 APPROVED by SPECIAL RESOLUTION: the proposed amendments to Ordinance 24 which were as follows (reference CN/14/061/Part A):

Revisions to Ordinance 24

University of Bristol Students’ Union

Background
1. Pursuant to the provisions of the Charter of the University of Bristol (referred to in this Ordinance 24 as the "University"), there will be a union of students of the University known as the "University of Bristol Students’ Union" (the "Union").

2. The Union will be established as a company limited by guarantee in order to promote the charitable object of the advancement of education of students at the University for the public benefit by:
   (a) Promoting the interests and welfare of students at the University during their course of study and representing, supporting and advising its members.
   (b) Being the recognised representative channel between students and the University and any other external bodies.
   (c) Providing social, cultural, sporting and recreational activities and forums for discussion and debate for the personal development of its members.

3. The Union will be registered as a charity by the Charity Commission for England and Wales (the "Charity Commission") in accordance with the Charities Act 1993. The Union will also be a "students' union" within the meaning of the Education Act 1994 (the “Act”).

Management and control

4. The Union will be managed and controlled in accordance with the provisions set out in its memorandum of association (the "Memorandum") and articles of association (the "Articles") from time to time. While the provisions of Ordinance 24.5 to 24.12 (inclusive) describe certain of the provisions of the Memorandum and Articles, it is the Memorandum and Articles which regulate the governance of the Union.

5. The Memorandum and Articles provide that the Union will be under the management and control of a group of trustees (together the “Trustees”) made up of:
   (a) The "Sabbatical Trustees" being up to six of the Sabbatical Officers elected appointed by secret ballot of the members of the Union who are specified in the Union Bye-Laws as also holding office as Sabbatical Trustees.
(b) "Student Trustees" elected by a student council (the "Student Council") elected by the members of the Union.
(c) "Co-opted Trustees" appointed by the Trustees themselves.
(d) "Nominated Trustees" appointed by the Council of the University (the "University Council").

The Trustees
6. The Trustees are the company directors (under company law) and charity trustees (under charity law) of the Union. All of the powers of the Union are exercisable by the Trustees, who may delegate some of their powers to an executive committee (and one or more other committees) in accordance with the Articles. The Trustees have the power to make, repeal or alter a set of rules (the "Rules") to regulate the management, administration and working practices of the Union. The Trustees have the power, acting jointly with the Student Council, to make, repeal or alter a set of bye-laws (the "Bye-Laws") to regulate the working practices of the Union that are not dealt with in the Rules.

Membership
7. Every full-time and part-time student of the University will be entitled to become a member of the Union (by becoming a member of the charitable company by which it is constituted), unless they give notice in accordance with the Articles that they choose not to be a member of the Union. The University and the Trustees from time to time are also members of the Union.

Major union offices
8. The "major union offices" for the purposes of Part II, Education of the Act 1994 are set out in the Articles (as they may be amended from time to time). The holders of the major union offices may, if they wish, withdraw from their course of study at the University during their period of office.

Budget
9. The Trustees must obtain the approval of the University Council of the budget for the Union in respect of each financial year before, or at the earliest possible date after, the start of the financial year in accordance with the Articles. Where the approval of the University Council has not been obtained before the start of the financial year, the Trustees may implement and act upon the draft budget notwithstanding that it has yet to be approved by the University Council but will agree any changes to the draft budget which may be required by the University Council in order to obtain its approval at the earliest possible date after the start of the financial year.

Annual members’ meeting
10. There will be an annual members’ meeting held once in each Academic Year on the date set aside in the University calendar to be free of teaching and otherwise in accordance with the Bye-Laws.

Chief executive
11. There will be a chief executive of the Union appointed jointly by the University Council and the Trustees. The chief executive will enter into a contract of employment with the Union.
Union Advisers
12. There will be legal and financial advisers to the Union appointed jointly by the University Council and the Trustees. The responsibility of the advisers will be specified in the Articles (as amended from time to time).

The University’s role
13. The University Council is obliged by Part II, Education Act 1994, of the Act to take such steps as are reasonably practicable to secure that the Union operates in a fair and democratic manner and is accountable for its finances. In order to comply with this duty, certain powers are reserved to the University Council by the Memorandum and Articles. The University Council has published a Code of Practice setting out the steps taken to fulfil the requirements of the Act.

Funding
14. The University may make financial contributions to the Union of such amounts and at such intervals as the University Council determines from time to time. The Trustees may make recommendations to the University Council in relation to such funding which the University Council may act upon (at its absolute discretion).

15. The University may make such arrangements (including such terms as to the payment of rent, repair and such other matters as may be agreed from time to time by the University and the Union) for the use or occupation of such parts of the University’s premises by the Union as the University Council determines from time to time.

Student Affairs Committee
16. There will be a joint committee of the University Council and the Student Council called the “Student Affairs Committee”. Subject to the provisions of Ordinance 24.17 below, the membership and terms of reference of the Student Affairs Committee will be laid down by the University Council and may be amended from time to time by the Student Affairs Committee with the prior approval of the University Council.

17. The functions of the Student Affairs Committee in relation to the Union shall include but not be limited to:

(a) monitoring reports on the financial and any other material affairs of the Union provided by the Trustees at such intervals and in such format as the Student Affairs Committee may determine from time to time and reporting on such financial and other material affairs to the University Council in order to enable it to monitor whether such financial affairs of the Union are properly conducted; reviewing the liaison arrangements between the University and the Union to ensure that they are operating effectively; and

(b) monitoring the conduct of all elections to major union office and reporting on such elections to the University Council in order to enable it to monitor whether such elections are fairly and properly conducted; acting as a critical friend to both the University and the Union, in particular in relation to their educational and student aims.

(c) receiving and scrutinising the budget for the Union for any financial period and reporting on the budget to the University Council in order to allow it to decide whether to give its approval in accordance with the Articles; and

(d) receiving recommendations from the Trustees in relation to funding for the Union and reporting on those recommendations to the University Council.

Alterations to Ordinance 24
18. Ordinance 24 may be altered by the University Council from time to time and in such manner as the University Council determines.

Statutory references
19. Any reference to a statute or statutory provision in this Ordinance 24 includes any statute or statutory provision which modifies, consolidates, re-enacts or supersedes it.

3 July 2009

13.7 APPROVED: the proposed amendments to the University’s response to the Code of Practice required pursuant to section 22(3) Education Act 1994 (reference CN/14/061/PartA).

13.8 APPROVED: the proposed amendments to the terms of reference of the Student Affairs Committee (reference CN/14/061/PartA) which were:

a) Rename the Financial and Legal Advisors referred to in the Articles as the Financial and Legal Contacts, together with further clarification of their roles.

b) Allow the Nominated Trustee (who is nominated by Council) to appoint a Representative to attend Trustee meetings in his or her absence.

c) Amend the references in the Articles to the role of Student Affairs Committee to reflect changes to its role proposed in the other paper before Council.

13.9 Council reviewed the Articles of Association of the University of Bristol Student’s Union (the “Union”) pursuant to section 22(2)(b) Education Act 1994 as detailed in the meeting papers and:

- CONFIRMED that it was satisfied that the review undertaken by the Union, the sub group and the Secretary’s office would have ensured that the current constitution was fit for purpose and that any recommended changes to the Articles were dealt with by the proposed amendments to the Articles and;

- REQUESTED that the Union confirm its position with regard to the proposed amendments to its Articles as soon as possible and any amendments included points a) to c) above.

14. Remuneration Committee Report
14.1 RECEIVED: a tabled paper (reference CN/14/062).


14.3 The ACE (Academic Career Equalities) Group had now looked at the report presented to Remuneration Committee on Grade M pay data by gender (as mentioned in the report to Council) on 2 July (i.e. after the Remuneration Committee meeting but before the Council meeting).

15. Ethics of Research Committee Report
15.1 RECEIVED and NOTED: (reference CN/14/063).

15.2 APPROVED: the revised University Research Governance and Integrity Policy.
A Green Paper on Clinical Trials Amendments was due to be published in 2016, which would have an impact on how the University administered its processes in this area. The Research Governance and Integrity policy would, therefore, be presented to Council again in 2 years’ time.

### Membership Appointments Group

16.1 **RECEIVED and NOTED:** (reference CN/14/064).

16.2 **APPROVED:** the renaming of the Group from ‘Membership Appointments Group (MAG)’ to ‘Membership Appointments and Governance Group (MAGG)’.

### Other Reports

#### Senate Report

17.1 **RECEIVED:** (reference CN/14/065). An updated version of document CN/14/065 was also tabled. This updated report constituted the written report from the University Secretary required by Statute 17 for Council to make amendments to Ordinances (in this case, Ordinance 19).

17.2 **NOTED:** the key business discussed by Senate at its meeting on 16 June 2014.

17.3 **APPROVED BY SPECIAL RESOLUTION:** (nem. con.) an amendment to Ordinance 19 – Summary of Academic Awards - as outlined the paragraph below. This was a consequence of the creation of a range of new academic programmes:

- **Education Committee Report**
  1. Senate approved an update to Ordinance 19 – Summary of Academic Awards to include:
     (i) Graduate Certificate – Social Sciences and Law
     (ii) MSci – Social Sciences and Law
     (iii) MLibArts – Arts

### Tuition Fees 2015/16

18.1 **RECEIVED:** (reference CN/14/066).

18.2 **NOTED:** the undergraduate and postgraduate tuition and bench fees for 2015/16 which had also been approved by UPARC in May 2014 and Senate in June 2014.

18.3 **AGREED:** that next year it would not be necessary for Council to receive such a detailed report. Instead it would receive information about the process the University undertook to agree the pricing strategy. The Chair of the Strategic Pricing Group would consider this further.

### Faculty of Medical and Veterinary Sciences Annual Report

19.1 **RECEIVED and NOTED:** (reference CN/14/067).

19.2 The biennial presentation led by the Dean, Professor George Banting, was deferred due to time constraints.

### Faculty of Medicine and Dentistry Annual Report

20.1 **RECEIVED and NOTED:** (reference CN/14/068).

### Committee Schedule 2014/15

21.1 **RECEIVED and NOTED:** (reference CN/14/069).

### Standing Items
Equality and Diversity Implications
22.1 Council did not feel that any of the business discussed at the meeting had raised any equality and/or diversity issues which had not been appropriately addressed by report authors and/or relevant sub-committees.

Communications and Consultation
22.3 Council did not feel that the business discussed at the meeting had raised any communications and/or consultation issues which had not been or would not be appropriately addressed by report authors and/or relevant sub-committees. Council members noted the importance of appropriately communicating the decision about Beacon House and also communicating the USS pension changes.

RESERVED BUSINESS
23. Student Academic Appeal
23.1 RECEIVED: (reference CN/14/057).

23.2 APPROVED: the recommendations contained within the report.

23.3 AUTHORISED: the Chair of Council to exercise his powers to approve the recommendations of a Committee of Council in a second student appeal case, which had been decided by a Committee of Council but where a report had not yet been finalised. Decision will be reported back to Council after the summer.

23.4 Members were reminded that the information contained within the reports were strictly confidential.

Date of next meeting
The next meeting of Council would be held on Friday, 3 October 2014.