



## MINUTES OF COUNCIL

FRIDAY 7 FEBRUARY 2014

- Present: Ms A Berti, Mr D Burn (Chair), Professor D Clarke, Councillor S Cook, Dr E Crawley, Mr T Flynn, Professor G Foster, Mr A Garrad, Mrs S Goymer, Mr C Green, Mr R Griffiths, Dr M Hamlin, Mr Paul Hand, Dame Denise Holt, 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, Mr A Poolman, Mr B Ray, Mr M Saddiq, Ms V Stace, Ms A Stephenson, Sir Eric Thomas, Dr T Thompson, Mr J Wetz.
- In attendance: Mrs K Dudley (Clerk), Ms Sue Paterson, Mr P Finch, Ms R Geller, Mr G Gregory, Mr A Nield, Ms L Robinson and Professor J Squires.
- Apologies: Dr Helen Galbraith, Mr Roy Cowap and Ms Cindy Peck.

### 1. Welcome and announcements

- 1.1 The Chair welcomed Dame Denise Holt and Mr Paul Hand, both new lay members of Council, to their first Council meeting.
- 1.2 The Chair informed Council that Sir Eric Thomas had recently announced his intention to stand down from the position of Vice-Chancellor at the end of the 2014/15 academic session. The process of finding a successor would be initiated in due course. Details of the appointment process, including the consultation phase, would be circulated to Council for information once it had been finalised.

### 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 15 November 2013

- 4.1 CONFIRMED.

### 5. Matters arising and actions

- 5.1 There was nothing outstanding to report.

### 6. Presentation

- 6.1 The Chair of the University's Personnel, Health and Safety and Equality and Diversity Committee, Mr Bob Morton, introduced a presentation on "People and People Strategy at Bristol. Mr Morton reminded Council that the University was currently reviewing and refreshing its People Strategy. Once the Strategy had been considered by the Personnel and other key committees, it would be presented to Council for consideration and final approval. It was anticipated that this would be concluded later in 2014. Mr Guy Gregory, HR Director, then delivered the main presentation (on file).

- 6.2 The discussion which followed highlighted these points:
- There was agreement that the development of a strong 'psychological bond' between staff and the University would continue to be a critical part of creating a positive working environment. It would be important for staff to feel that they belonged to a single organisation and to be proud of that organisation.
  - The University had made significant progress in establishing effective 'cascading' communication channels for staff. There was, however, more work to be done on improving 'bottom-up' communications. It was agreed that it would be important to consult staff about what they wanted in terms of communications. Different staff responded well to different communication channels, e.g. some people preferred to use social media whilst others were more comfortable with the more traditional newsletter-style approaches. The University should try to cater for these preferences.
  - The University was striving to create an environment for staff which nurtured and channelled energy and ambition in an appropriate way. This approach had, in the past, fostered high performing units throughout the University.
  - It would be important to develop a culture which afforded academic units sufficient flexibility to respond to changes in the research/funding agendas but that also allowed for disinvestment in areas of activity that were working less effectively.
  - The University was reviewing its performance management policies and guidance to make it clearer where responsibility for each stage of the process sat. The role of the line manager would continue to be pivotal in performance management and the University wished to empower managers to tackle problems as they arose.

## 7. Presentation

7.1 The Pro Vice-Chancellor (Research) introduced a presentation on the University's Research Institutes (URIs) (**on file**). The following staff then outlined the work and strategy of their respective URIs:

- (a) Professor Jeremy Tavare, Director of Elizabeth Blackwell Institute for Health Research.
- (b) Professor Rich Pancost, Director of the Cabot Institute.

- 7.2 The discussion which followed highlighted these points:
- Both institutes had enjoyed considerable success since their establishment. They had developed excellent reputations with internal and external research partners and with the relevant funding bodies. The URIs were continuing to deliver significant benefits to the University in terms of attracting funding and also by developing strong links with external partners. Links between Bristol schools and faculties continued to develop and strengthen and this was widely considered to be a very positive outcome for the University.
  - The Institutes aimed to attract funding which would allow them to sustain and expand the delivery of key thematic research but at the same time would make a financial contribution to the faculties across which the Institutes worked. A longer-term aim was to generate money to build capacity within the URIs. External funders were keen to exploit synergies between their ventures and were beginning to put financial resource into this. The URIs were optimistic that they would be well placed to access this funding.
  - It would be important to ensure that the University was well placed to respond to key global societal challenges. It would not, however, be sensible to try to re-shape the structure of the University in response to current challenges as they would, of course, change over time. It was felt to be more important to continue to focus on developing a strong disciplinary intellectual base at Bristol as this would translate into the delivery of high quality inter-disciplinary research.

## **8. Chair's report**

- 8.1 RECEIVED and NOTED (reference **CN/14/001**).
- 8.2 APPROVED: the appointment of Professor Guy Orpen to the post of Deputy Vice-Chancellor from 1 August 2014.
- 8.3 APPROVED: the appointment of a Visiting Professor (reference **CN/13/001**).
- 8.4 APPROVED: delegation of authority to the Membership Appointments Group (MAG) in respect of:
- (i) The appointment of Vice-Chairs to Council committees (although Council would continue to be responsible for the appointment of Chairs of Council committees on the recommendation of the MAG).
  - (ii) The approval of minor changes to Council committees' terms of reference.
- 8.5 Council members also noted the following points:
- The Chair was discussing with the senior team the possibility of appointing an external reviewer to undertake a formal review of Council's effectiveness in 2014 or 2015.
  - The Chair of Council had used Chair's Powers, in accordance with Ordinance 3, to approve the following:
    - (i) The award of an Honorary Fellowship to Dr Moger Woolley.
    - (ii) Amendments to the University of Bristol Students' Union's Memorandum and Articles of Association. The changes removed specific reference to the Sabbatical Officer posts. They also moved the Memorandum of Association to a schedule – as a result of the Companies Act 2006 – together with a number of consequential amendments to the definitions clause.
  - Once the dates of Council and Council committees had been set within the University's Committee Schedule, it would be important not to change them. If Chairs found that they would no longer be able to attend an agreed meeting date, they should invite their Vice-Chair to stand in for them.
  - There would be six Council meetings in 2014/15 (there had been five in 2013/14). The "additional" September/October 2014 meeting would serve as an induction/development day for Council members. There would also be an opportunity for Council to consider any urgent business on the day.
  - The Chair would be visiting one School from each of the six faculties over the course of the next six months. Once the dates of the visits had been finalised, the Governance Office would circulate them to all Council members. Any members who wished to attend the visits would be most welcome.
  - The MAG had considered student and staff representation on Council committees and would make formal recommendations to Council in due course. The aim of the exercise would be to achieve optimal representation where possible. The Chair informed Council members that, in the meantime, any member of Council would be welcome to attend any Council Committee meeting if they felt it would be useful and/or interesting. He asked that they contact the chair of the relevant committee to ask for permission before attending.

## **9 Vice-Chancellor's report**

- 9.1 RECEIVED (reference **CN/14/002**).
- 9.2 The following points were noted:

- Appointments
- 9.3 The process of appointing a new Pro Vice-Chancellor (Research) to replace Professor Orpen (once he had become Deputy Vice-Chancellor) from August 2014 had commenced. Council would be asked to approve this appointment in due course.
- Biomedical Review
- 9.4 Terms of Reference for the review were being finalised. The Vice-Chancellor hoped that the review would be concluded by the end of March 2014. The final review report would be shared with Council once it became available.
- GW4 – collaboration with Bath, Cardiff and Exeter
- 9.5 NOTED.
- Update on IT Action Plan and IT Advisory Group
- 9.6 NOTED. The Registrar informed Council that it would have sight of the new IT Strategy early in the next academic year.
- Update on national pay negotiations and industrial action
- 9.7 NOTED.
- 9.8 The HR Director reported that strike action had taken place earlier that week. The Trades Unions had not yet reported their next steps.
- Admissions update
- 9.9 NOTED.
- 9.10 The University of Bristol had seen a drop in the number of undergraduate overseas applications. The reasons for this were not yet known and further investigation would be necessary.
- Capital Projects Update
- 9.11 NOTED.
- 9.12 Completion of the Life Sciences Building had been further delayed and the official opening ceremony would now be postponed until the Autumn. The University would review the penalty clause structure that it used within its buildings contracts to ensure that the risk of such delays could be minimised in future.
- League tables
- 9.13 NOTED.
- National Student Survey (NSS) results 2013
- 9.14 NOTED.
- Assessors under the Public Interest Disclosure Policy
- 9.15 NOTED.
- Health & Safety Issues
- 9.16 NOTED.
- Recent Grants and Awards
- 9.17 NOTED.

## **10. Financial Matters**

### Pensions

- 10.1 NOTED (reference **CN/14/003**).
- 10.2 Council thanked the Finance Director for his informative and clear account of the current pensions situation.
- 10.3 The seriousness of the USS financial position, its significance to the University and the need for fundamental structural change to the scheme were noted and agreed.
- 10.4 In response to a query, the Finance Director explained that current legislation meant that individual Council members did have certain liabilities in relation to the University's pension schemes. In theory, the Pensions Regulator could make a pensions contribution order if it was proved that they had individually or collectively acted irresponsibly.

### Financial Update

- 10.5 RECEIVED: (reference **CN/14/004**).
- 10.6 The Finance Director outlined progress on negotiations of revised financing facilities with Barclays and RBS. Council was reminded that Finance Committee had previously scrutinised the detail of this report, including the proposed Revolving Credit Facility (RCF). Finance Committee had been fully supportive of the proposals.
- 10.7 The RCF was intended to provide a financial "safety net" and therefore provide the University a much greater level of financial flexibility. The RCF was not intended to for the long-term financing of capital projects.
- 10.8 CONFIRMED: Council's agreement with the proposed future financing strategy which included renegotiation of the existing Barclays loans and the creation of a £50m Revolving Credit Facility with RBS/Natwest.
- 10.9 APPROVED: The addition of Andrew Grice (the University's new Deputy Finance Director) as a bank signatory.
- 10.10 APPROVED: The new 'call back' list for the University's RBS/Natwest accounts.

### Financial Regulations

- 10.11 RECEIVED (reference **CN/14/005**).
- 10.12 The Chair of the Finance Committee assured Council that the Finance Committee had reviewed this document in detail and had been impressed with the thoroughness and clarity of it. The Finance Committee wished to recommend Council's approval of the new Financial Regulations.
- 10.13 APPROVED: The revised Financial Regulations as set out in the report.

## **11. Senate Report**

- 11.1 RECEIVED (reference **CN/14/006**).
- 11.2 APPROVED BY SPECIAL RESOLUTION: the amendments to Ordinance 19 as set out in the report.

## **12. Closure of the MSc in Meat Science and Redundancy Impact**

- 12.1 RECIEVED (reference **CN/13/007**).

12.2 AGREED: That the circumstances relating to the closure of the MSc in Meat Science were such that redundancy procedures should be instituted in accordance with the University's redundancy procedure, as set out in Ordinance 27.

**13. Annual and Committee reports**

Ethics of Research Committee Annual Report.

13.1 RECEIVED (reference **CN/14/008**).

13.2 As the Ethics of Research Committee was this Council meeting's "spotlight committee", the Chair, Professor Nick Lieven, took a few moments to introduce the report and to summarise the key work of the Committee.

13.3 The main remit of the Ethics of Research Committee was noted to be research governance. This work was extremely important to the University because if problems or errors in research governance occurred, it could result in loss of licenses and certificates, for example, the Human Tissue Act licence, which in turn would mean that the University was no longer able to conduct research in human tissue-related areas. Non-compliance could also result in significant reputational risk for the University. Good practice and transparency in research governance was also noted to be an increasing expectation of external funders.

13.4 Until December 2013, the Ethics of Research Committee had been chaired by the Pro Vice-Chancellor (Research). However, the University had felt that this could present some conflict of interest as the PVC (Research) was ultimately responsible for the University's overall Research Strategy and acted as its champion for research integrity. It had been agreed, therefore, that a Pro Vice-Chancellor other than the PVC (Research) should chair this Committee to monitor delivery on its institutional commitment to research integrity and good governance. At present, it would be the PVC (International) who filled the role.

Annual Report: Chair Appointments 2012/13

13.5 NOTED (reference **CN/14/009**).

Audit Committee Report

13.6 NOTED (reference **CN/14/010**).

Estates Committee Minutes

13.7 NOTED (reference **CN/14/011**).

Finance Committee Minutes

13.8 NOTED (reference **CN/14/012**).

Student Affairs Committee Report

13.9 NOTED (reference **CN/14/013**).

Annual Meeting of Court Report

13.10 NOTED (reference **CN/14/014**).

Faculty of Science Annual Report

13.11 The Dean of the Faculty of Science, Professor Tim Gallagher, presented his Faculty's Annual Report to Council (on file). His written Annual Report had been circulated with the Council papers (reference **CN/14/015**).

13.12 The discussion which followed highlighted these points:

- The Faculty was keen to expand its links with SMEs. A number of Schools had, for example, developed investment advisory groups. The Doctoral Training College had provided a good vehicle for attracting external funding support and interest, often from industry.
- The Faculty had found that its colloquium series had been a very effective way of engaging with staff and students from all over the University. This had recently included a series of lectures with external speakers and the involvement with Science Faculty staff in talks at local schools.
- The challenge for the Faculty to deliver a profitable financial position was noted. The Faculty includes a wide range of disciplines with different financial characteristics. Chemistry and Physics were identified as specific financial challenges given their high cost characteristics relative to the relative the HEFCE and the Research Councils' funding approaches.
- The Dynamic Labs model had proved to be very successful and it was hoped that this would continue to attract interest from overseas and commercial partners. The Faculty was investigating the possibility of working with an E-publisher to further promote this model.

#### **14. Standing Items**

##### Equality and Diversity Implications

- 14.1 Council did not feel that 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. Council agreed that the change in the name of the Personnel and Health & Safety Committee to address equalities issues was welcomed.

##### Communications and Consultation

- 14.2 Council did not feel that the business discussed at the meeting had raised any communications and/or consultation issues which had not been appropriately addressed by report authors and/or relevant sub-committees.

#### **15. Date of next meeting**

- 15.1 The Council Away Day would be held on Thursday 13 March 2014. The next meeting of Council would be held on Friday 14 March 2014, venue to be confirmed.