



Council

MINUTES AND ACTION FOR PUBLICATION

16 April 2020
13:00-15:30hrs
Virtual meeting via Teams

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Council Meeting

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1.	Chair's Introduction CNL/20/03)
2.	Minutes of the Meetings of 27 February 2020 (CNL/20/28) and Matters Arising - Students' Guild
3.	Vice-Chancellor's Report
4.	Finance - - Cash and Liquidity (CNL/20/29) - Financial Projections (CNL/20/30) - Bank Covenants (CNL/20/31)
5.	USS Consultation (CNL/20/32)
6.	Executive Governance (CNL/20/33)
7.	Report from Senate
8.	Report from Audit Committee
9.	Dual Assurance
10.	Matters brought forward from Part II (CNL/20/34)
11.	Chair's Closing Remarks

Attendees

Present

Sarah Turvill	Pro Chancellor and Chair
Professor Sir Steve Smith	Vice-Chancellor
Richard Atkins	Pro Chancellor
Jo Binding	Independent Member
Gerry Brown	Independent Member
Dr Sarah Buck	Pro Chancellor
Graham Cole	Independent Member
Nicholas Cheffings	Independent Member
Andrew Greenway	Independent Member
Patrick Hoyle	President, Students' Guild
Professor Mark Goodwin	Deputy Vice-Chancellor (Global)
Professor Andrew McRae	Senate Representative
Salam Katbi	Independent Member
Professor Janice Kay	Provost
Professor Caroline MacEwen	Independent Member (from 13:30hrs)
Sir John O'Reilly	Independent Member
Alison Reed	Independent Member
Joe Rigby	Exeter President, Falmouth and Exeter Students' Union
Professor Wendy Robinson	Senate Representative
Alison Rose	Professional Services Representative
Dr Anni Vanhatalo	Senate Representative

Apologies

Glenn Woodcock	Independent Member
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Secretary

Mike Shore-Nye	Registrar and Secretary
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In attendance

Jane Chafer	Director, Communications, Recruitment and Marketing
Andrew Connolly	Chief Financial Officer
Joff Cooke	Chief Executive Officer, Students' Guild
Professor Neil Gow	Deputy Vice-Chancellor (Research & Impact)
Jacqueline Hodges	Deputy Secretary to Council (Minutes)
Linda Peka	Director, College Operations
Professor Tim Quine	Deputy Vice-Chancellor (Education)
Imelda Rogers	Director, Human Resources

1. CHAIR'S INTRODUCTION

The Chair welcomed Council members to the meeting and noted apologies from Glenn Woodcock. The meeting was the first held virtually by Microsoft Teams and the Chair advised that should members wish to raise questions or comment during discussion of items, to use the Chat facility. Members who wished to raise any questions about items noted under part ii were invited to do so by email and a full written response would be shared with all Council members.

[Secretariat's note: Comments from Chat have been incorporated into these minutes to reflect the points raised in parallel to the main discussion]

2. MINUTES OF THE MEETING OF 11 DECEMBER 2019 AND MATTERS ARISING

The minutes of the December meeting were approved subject to amendments to the digital measures suggested for the MI Pack and clarification of the Guild's role in the induction process for new students. An update was provided on actions, highlighting that some work had been delayed due to reprioritisation of effort to deal with the response to Covid-19.

i. Students' Guild

The President, Exeter Students' Guild and Chief Executive Officer, Students' Guild, provided an update on progress since the discussion at the last meeting of the Guilds' annual accounts and financial position. It was explained that following the last Council meeting, the University had written to the Guild Trustees and a joint operations group had been established between the Guild and members of the University's senior management to look at what the Guild does. An external review was under consideration and the ongoing internal review process was progressing well. The CEO also notified Council that following receipt of a job offer, he had handed in his notice and the process was underway to look for a new CEO. Interim arrangements were being put in place.

The Registrar added that the University's letter had stated its support for the Guild and an interim substantive replacement for the CEO. It also offered external support to address the issues with the SUSS pension scheme and commitment to participate in the Joint Operations Group.

The CEO and President, Exeter Students' Guild thanked Council for its engagement and support to resolve the issues raised.

3. VICE-CHANCELLOR'S BRIEFING

The Vice-Chancellor provided a briefing to Council on the University's response to the pandemic and its impact on the University and HE sector.

The Vice-Chancellor praised the teams dealing with the response to the developing crisis, noting that enormous amounts of work had been done and expressing huge gratitude to those involved. A summary was provided on the major impacts on recruitment of home and international students for the next academic year and work being undertaken by the University in mitigation, with confirmation given that both the Chair of Council and incoming Vice-Chancellor had been kept informed across developments and were in support of the positions taken.

4. FINANCE

The Chair advised members that a Finance Sub Committee of Council was to be established with the purpose of keeping the cash and liquidity position under constant review. The Committee would review projections under various scenarios and make recommendations to Council on those scenarios. Membership was to consist of the Pro-Chancellors, Nicholas Cheffings and Alison Reed (as Dual Assurance leads for Risk and Finance respectively). Should any other members wish to join, they were advised to notify the Deputy Secretary to Council.

DECISION: Council approved the establishment of a Finance Sub Committee with its Terms of Reference to be presented at the May Council meeting for approval.

The Chief Financial Officer (CFO) outlined the university's financial position, as set out in the supporting papers -

- Cash and Liquidity (CNL/20/29)
- Financial Projections (CNL/20/30)
- Bank Covenants (CNL/20/31)

5. USS CONSULTATION (CNL/20/32)

Council discussed the response to the latest consultation and approved the proposed response.

DECISION: Council approved the response to the latest USS consultation on valuation methodology and risk appetite.

6. EXECUTIVE GOVERNANCE (CNL/20/33)

The Registrar and Secretary gave a summary of the new arrangements put in place as mentioned earlier in agenda during the VC's Update. He explained that the accompanying papers described the University's agile response to the Covid-19 and ensuring delivery with alignment with strategic goals.

7. REPORT FROM SENATE

Senate representatives provided a summary from March's Senate meeting, noting a strong emphasis on EDI and the response to staff and students concern about racist incidents. Freedom of speech was also discussed.

8. REPORT FROM AUDIT COMMITTEE

The Chair of the Audit Committee provided an update from March's Audit Committee meeting. He noted that the Committee would be looking at the recommendations made by the Finance Sub Committee ahead of Council's discussion and approval. Discussions on preparedness for the onset of Covid-19, success planning for with KPMG following the retirement of the University's current external audit contact and a future review of insurance arrangements were highlighted as topics of discussion. The Chair also thanked the Vice-Chancellor for his presentation to the Committee and for his preparedness in always in making himself available to the Committee to answer questions and address concerns in an open manner.

9. DUAL ASSURANCE REPORT

Due to the meeting overrunning, it was not possible for Dual Assurance leads to provide updates from their portfolios, but the Chair confirmed to members that Dual Assurance meetings should continue to take place and more time would be provided on the next agenda for leads to discuss activities within their groups.

10. MATTERS BROUGHT FORWARD FROM PART II (CNL/20/34)

Council approved the following papers

- Amendment to Statutes / Chair of Council Extension of Term (CNL/20/37)
- Affixing the Seal (CNL/20/38)
- Nominations Committee Report: February 2020 (CNL/20/39)
- Bill Douglas Cinema Museum Annual Report (CNL/20/40)
- Exeter University Foundation Annual Report and Financial Statements 2018/19 (CNL/20/41)
- University Terms and Academic Calendar 2020-21 (CNL/20/42)
- Amendment to Ordinances:
 - Master of Public Health (MPH) Proposal for new award title to be included in the University's Credit and Quality Framework (CQF), Ordinances and Regulations (CNL/20/50)
 - Health, Wellbeing and Support for Study Procedure minor amendments (CNL/20/51)
 - Membership of the Doctoral College Management Group: Minor Ordinance Revision (CNL/20/52)

Council noted the following papers

- Climate Emergency Update (CNL/20/35 and CNL/20/35A)
- Management Information Pack (CNL/20/36)
- Provost Commission Update (CNL/20/43)
- Positive Working Environment Action Plan Update (CNL/20/44)
- Audit Committee: Minutes 31 October 2019 (CNL/20/45)
- Academic Promotions Report (STRICTLY CONFIDENTIAL) (CNL/20/46)
- Student Cases Annual Report (CNL/20/47)
- Capital Investment Group: Minutes 03 February 2020 (CNL/20/48)
- EDI Termly Report (CNL/20/49)

17. CHAIR'S CLOSING REMARKS

The Chair thanked members for their support moving to virtual meetings and noted that the Secretariat were keen to hear feedback on ways of making meetings as effective as possible. A short feedback form was to be sent out following the meeting to gather any thoughts and members were encouraged to complete it.

The next meeting of Council was reconfirmed for 21st May and would also take place via Microsoft Teams. Council members were made aware that the Joint Meeting of Council and Senate which was planned for 20th May was to be cancelled for practical reasons, so that date can come out of diaries.

COUNCIL & COMMITTEES

REGISTER OF INTERESTS 2019/20

Members

Sarah Turvill	Willis Towers Watson (Director of UK Subsidiary; Pensioner); Yarmouth (IOW) Harbour (Commissioner); Grays Inn (Bencher)
Sarah Buck	BSW Consulting (Consultant; part-time); Institution of Structural Engineers (Ethics Committee member); Joint Board of Moderators (Accreditation Visits)
Richard Atkins	Department for Education (Engaged as FE Commissioner)
Professor Sir Steve Smith	UUK (Board Member); Russell Group (Board Member); UCAS (Chair of Board); Heart of the South West LEP (Board Member);
Professor Janice Kay	Royal Devon & Exeter NHS Foundation Trust (Non-Executive Director); Advance HE (Board Member); Office for Students (Deputy Chair Teaching Excellence Framework); Office for Students (Chair – Teaching Excellence Framework (Subject Level Pilot))
Professor Mark Goodwin	<i>Cornwall and Isles of Scilly LEP (Board Member)</i>
Jo Binding	National Union of Students (Trustee, Chair of Finance Committee); The Student View (Chair of Trustees)
Gerry Brown	NovaQuest Capital (Chairman); IQVIA (Shares)
Nicholas Cheffings	Hogan Lovells International LLP (Consultant to the firm); PRIME Commitment Ltd (Chair); Making the Leap (Chair); CareTech Charitable Foundation (Trustee); ISLP-UK (Trustee); British Paralympic Association Parallel Club (Chair)
Graham Cole	Coldharbour Technology (University of Exeter working with Coldharbour)
Andrew Greenway	None
Patrick Hoyle	Exeter University Students' Guild (President)
Salam Katbi	Department for Education (South West Regional Co-ordinator for Prevent)
Professor Caroline MacEwen	<i>Academy of Medical Royal Colleges (Chair); Tayside Health Board (Consultant Ophthalmologist); Scottish Government/CMO (Clinical Lead); NHS Education for Scotland (Associate Postgraduate Dean); NHS Improvement (Clinical Lead GIRFT Programme); Moorlands Eye Charity (Trustee)</i>
Professor Andrew McRae	None

Sir John O'Reilly	<i>A*STAR (Board Member and Chairman of the Science and Engineering Research Council); ERA Foundation Ltd (Chairman); University of Huddersfield (wef 010918 - Royal Academy of Engineering Industrial Visiting Professor); Royal Commission for the Exhibition of 1851 (Board Member); UCL (Visiting Professor); Royal Academy of Engineering (Member, Enterprise Committee & Selection Committee for Enterprise Fellowships); UCL (Visiting Professor)</i>
Alison Reed	British Airways plc (Director); NewDay Ltd (Director); CGI Group Inc (Director)
Joe Rigby	None
Alison Rose	None
Professor Wendy Robinson	None
Anni Vanhatalo	None
Glenn Woodcock	<i>Centre for Science and Policy, University of Cambridge (Policy Fellow Alum); City Science Corporation Limited (Chairman and Shareholder); Cloudsoft Corporation Limited (Shareholder); Exeter City Futures Community Interest Company (CEO and Founder); Exeter College (Governor); Global City Futures Limited (Director); Grenadier Paternoster Limited (Director); Low Carbon Limited (Director); Low Carbon Foundation (Director); Low Carbon Oxygen Limited (Director); Oxygen House Limited (Director); Oxygen House Group Limited (Director); Queen's Drive Exmouth Community Interest (Director); Royal Society for the encouragement of Arts, Manufacturers and Commerce (RSA) (Fellow); Sparx Limited (Director); Dartington Hall Trust (Trustee of Board)</i>

In attendance

Andrew Connolly	Peninsula Innovations Ltd (Director); University of Exeter Consulting Ltd (Director); Falmouth Exeter Plus (Director)
Joff Cooke	Gradsouthwest (Spouse co-owner and Director of Business)
Neil Gow	Sainsbury Laboratory (Trustee Director, Head of Scientific Advisory Board); Westerdijk Institute (Member of Scientific Advisory Board), Editor in Chief, The Cell Surface; Editor, Cellular Microbiology); British Society for Medical Mycology (President 2018-2021)
Professor Tim Quine	University Vocational Awards Council (Board Member); Tianjin University (Honorary Professor)
Imelda Rogers	None
Mike Shore-Nye	Deputy Chair of the Association of Heads of University Administration

	Ted Wragg Multi Academic Trust (Institutional Member); Exeter Science Park (Director); Northcott Theatre (Trustee), UUK nominee on the USS EPF and Member of the Working Group for the Implementation of JEP2
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Other Committees

Bettina Rigg	Veale Wasbrough Vizards LLP (Employee-partner); Writtle University College (Governor)
David Dupont	Diabetes UK (Member of Clinical Studies Group researching Type 1 Diabetes); Operation Imprezza (Charity Trustee Director); Pennon Group Plc (Shareholding)
Simon Enoch	Jurit LLP (Consultant); Nescot (Governor); 100% IT Ltd (Director)