

**UNIVERSITY OF BIRMINGHAM**

**COUNCIL**

**24th April 2018 at 4.45 p.m.**

**MINUTES**

**Members present:** Mr Ed Smith CBE (Pro-Chancellor, in the Chair); Mr Derrick Anderson; Ms Rose Bennett (Postgraduate Officer); Dame Christine Braddock; Mr Alan Davey CBE; Mr David Davies OBE; Mr Martin Devenish; Professor Sir David Eastwood (Vice-Chancellor and Principal); Mr Malcolm Harbour CBE; Mr Richard Haywood (Deputy Pro-Chancellor); Dame Lin Homer; Professor Tim Jones (Provost and Vice-Principal); Ms Ellie Keiller (President of the Guild of Students); Mr Mick Laverty; Professor Hisham Mehanna; Mrs Caragh Merrick (Treasurer); Sir Terry Morgan; Dame Una O'Brien; Professor Corey Ross;; Dr Ranjit Sondhi CBE; Mr David Stead; Professor Nicola Wilkin.

**Also present:** Professor David Adams (Pro-Vice-Chancellor and Head of College); Professor Richard Black (Pro-Vice-Chancellor and Head of College); Ms Cathy Gilbert (Director of External Relations) – for Minute 18/24 and 18/25; Mr Chris Granger (Director of Finance); Professor Robin Mason (Pro-Vice-Chancellor (International)); Mr Stephen McAuliffe (Academic Registrar) – for Minute 18/26; Mrs Colette McDonough (Assistant Secretary); Professor Myra Nimmo (Pro-Vice-Chancellor and Head of College); Mr Trevor Payne (Director of Estates) – for Minute 18/28; Ms Carolyn Pike (Director of Legal Services) – for Minute 18/28; Mr Lee Sanders (Registrar and Secretary); Professor Andy Schofield (Pro-Vice-Chancellor and Head of College); Professor Michael Whitby (Pro-Vice-Chancellor and Head of College).

**Apologies:** Professor Karen Rowlingson; Professor Kathleen Armour (Pro-Vice-Chancellor (Education)); Professor Tim Softley (Pro-Vice-Chancellor (Research and Knowledge Transfer)).

**Papers:** The minute book contains copies of all written papers or reports to which reference is made below unless indicated otherwise.

18/21 Minutes of previous meeting

**Resolved:** that the minutes of the meeting of Council held on 31st January 2018 be approved (CO.18.04.01).

18/22 Matters Arising

(1) Minute 18/02, USS Update

**Reported** that:

(a) a review of the valuation of the USS had been agreed between Universities UK and UCU, to be conducted by a Joint Expert Panel. UCU had suspended its strike action as a result (although Birmingham had not been affected by this as reported to Council previously);

- (b) the law still required the USS trustee to complete the 2017 valuation. This process would therefore run in parallel with the Joint Expert Panel's work. Any new benefit agreement which might subsequently be recommended by the Joint Expert Panel could lead to the revision of contribution requirements in line with the costs of those benefits, which would be implemented by the trustee as soon as practically possible. However, under the scheme rules, the absence of any benefit proposals being recommended would result in the 'cost-sharing' rule (76.4-8) taking effect. This ultimately would involve the increase to contributions required to be paid to the scheme (as determined by the trustee's valuation) being split 35:65 between members and employers respectively from 1st April 2019. This would result in employers' contributions increasing from 18% to c.25% and employees' contributions increasing from 8% to c.12%;
- (c) the Council USS Sub-Group had been and would continue to be kept informed of and consulted on developments;
- (d) a further update would be provided to the next meeting of Council.

*[Note: The Vice-Chancellor and Principal declared an interest in this agenda item by virtue of his position as Chair of USS].*

#### 18/23 Pro-Chancellor's Items

##### (1) Estates Tour

**Reported:** that a tour of the University's campus, covering current and future capital projects, would be held for members of Council on 13th July 2018.

##### (2) Fit and Proper Person Test

**Reported:** that members of Council were reminded of the need to submit their fit and proper person declaration.

##### (3) Annual One-to-One Meetings

**Reported:** that arrangements were being made for the annual one-to-one meetings for members of Council with the Pro-Chancellor, Deputy Pro-Chancellor and Treasurer.

##### (4) Recruitment of New Members of Council

**Reported:** that interviews with five candidates for membership of Council would be held the following day, noting that the recommendations for appointment would be considered by the Membership Committee and submitted to Council in June and that the shortlist was commensurate with the desire to broaden the diversity of Council.

#### 18/24 Vice-Chancellor's Items

**Noted:** a report from the Vice-Chancellor (CO.18.04.02)

**Reported:**

- (a) that the University would be submitting a response to the call for evidence from the review of post-18 education and funding. This had to be submitted by 2nd May 2018;
- (b) the success of the official launch of the University of Birmingham Dubai;
- (c) that Perrett Laver were assisting with the search for the successor to Professor Myra Nimmo, Pro-Vice-Chancellor and Head of the College of Life and Environmental Sciences, who would be retiring in July. Dame Lin Homer would be

the representative of the Council on the Search Committee. The aim was to conduct final interviews in June but it was expected that interim leadership arrangements would be required until the successful candidate could join the University.

18/25 University of Birmingham Dubai Update

**COMMERCIAL IN CONFIDENCE**

**Considered:** an update on the University's Phase 1 and Phase 2 (full campus) developments in Dubai (CO.18.04.03).

**Reported:**

- (a) that Phase 1 was progressing well and the building was now fully operational with a growing team of Dubai based staff, including the Dubai Provost, Professor Glyn Watson and Director of Operations, Ben Bailey. The key project tasks remaining were focused on ensuring the campus was fully operational in order to deliver an exemplary student experience from September 2018. This included finalising delivery of the remaining IT infrastructure and associated links to the UK, library services and digital learning resource development. In addition, staff recruitment and induction was being delivered and ensured cultural awareness and clarity around our approach to equalities and diversity was embedded. The majority of licences and approvals were complete and the information about the newly introduced VAT was becoming clearer. Over the next few weeks plans were being developed to ensure a smooth transition from project to business as usual in the Autumn whilst retaining levels of support and networks in the UK;
- (b) **[NOT FOR PUBLICATION]**
- (c) **[NOT FOR PUBLICATION]**
- (d) that relationships at government level remained strong and the University's profile in the region was increasing. The University's network of senior level contacts was expanding and being developed to support the teaching and research agendas along with access to advice and guidance on operating in the region. Members of Council with relevant contacts in the region were invited to put them in touch with the University's Dubai Project Team to contribute to the further development of this network;
- (e) **[NOT FOR PUBLICATION]**
- (f) **[NOT FOR PUBLICATION]**
- (g) the need to tailor the University's offering to the priorities of the region and to be able to maintain sufficient flexibility to respond to the demands of the local market was noted.

**Resolved** that:

- (i) **[NOT FOR PUBLICATION]**
- (ii) the resolution at Appendix 1 be approved for incorporation. This removed Professor Robin Mason, Pro Vice-Chancellor (International), approved by Council in April 2017, and replaced him with Professor Glyn Watson, Dubai Provost, as the legal representative and negotiator, with power of attorney on behalf of the University, in respect of the incubator building and to grant him authority as outlined in Appendix 1.

18/26 Recruitment and Admissions Update

**COMMERCIAL IN CONFIDENCE**

**Considered:** the position regarding the number of applications received and the number

of offers made for undergraduate, postgraduate taught and postgraduate research and current performance against target (CO.18.04.04).

**Reported** that:

- (a) since the formal closing date for home applications through UCAS was three months ago, it was no longer appropriate to consider application numbers as a marker of how well the University was performing against previous years. Rather attention should now focus on the number of offers made (with the deadline for offers to on time applicants being the end of March) and how many of those offers were being accepted;
- (b) to (k) **[NOT FOR PUBLICATION]**

18/27 Office for Students - Registration as a Current Provider

**Considered:** an update on the requirement to register with the Office for Students by 30th April 2018 (CO.18.04.05).

**Reported** that:

- (a) Council would recall from previous discussions that, as a requirement of the Higher Education and Research Act (2017), the Office for Students (OfS) was creating a Register of all officially recognised higher education providers. The University must be listed on the Register in order to access public grant and student support funding, and to maintain a Tier 4 licence to sponsor international students. The University was required to submit its application to the OfS by the 30th April 2018 and the outcome should be known by mid-July 2018;
- (b) the OfS would assess compliance with a series of registration requirements using a combination of existing evidence and new submissions. Information the University had previously submitted to the Higher Education Funding Council for England (HEFCE) would be used to assess conditions on 'Quality and Standards' and 'Financial Viability and Sustainability';
- (c) for the remaining initial registration conditions, the University was required to submit an Access and Participation Plan and a Student Protection Plan. In addition, all universities must submit two self-assessments – one on compliance with guidance on consumer protection law, and the second on management and governance arrangements. These recapped existing information, policies and documents, and would be made available to Council through the reference shelf on Board Intelligence when finalised;
- (d) detailed guidance on the OfS requirements for the next Access and Participation Plan for 2020-21 would be issued in the summer. It was anticipated that significant changes would be required to the Access and Participation Plan for 2020-21 with more focus on outcomes, targets and the need to demonstrate continuous improvement;
- (e) once submitted, the OfS would assess the University's application to determine whether it met the initial conditions of registration. It would also carry out a risk assessment in relation to each of the conditions of registration, which would inform whether the OfS would impose any specific ongoing conditions of registration and how it intended to approach the ongoing monitoring of the University. The outcome of the OfS' assessment would be available by mid-July 2018.

**Resolved:** that the Access and Participation Plan and Student Protection Plan (including the related Refund and Compensation Policy) be approved as set out at Appendices 1 and 2 of Paper CO.18.04.05 for submission to the OfS, together with the other documents required by the OfS for Registration.

**Considered:** a report from the meeting of the Strategy, Planning and Resources Committee held on 8th March 2018 (CO.18.04.06).

- (1) School of Engineering

**COMMERCIAL IN CONFIDENCE**

**Considered:** progress with the new building for the School of Engineering and an integrated business case for this and the new Digital Systems Integrations Centre (DSIC) building, including:

- (a) a proposal for match funding of £3.975m for the DSIC; and
- (b) funding of £4.9m for enabling works for the new School of Engineering building (CO.18.04.07).

**Reported** that:

- (a) the cost of the new School of Engineering building remained at £65m as approved by Council in June 2017;
- (b) the £18.3m new DSIC building would be funded mostly by a separate but strategically linked Research Partnership Investment Fund (RPIF) award. This award enabled the integration of the new DSIC building into the wider scheme as a discrete wing of the School of Engineering. The integrated business case was set out at Appendix 2 to Paper CO.18.04.07 and included match funding by the University of £3.975m for the DSIC building in order to leverage the wider RPIF funding package. The benefits expected in the original business case were still applicable to the project and the project was still on schedule for practical completion in September 2020;
- (c) the enabling works (£4.9m) to allow construction of the new buildings included site clearance, infrastructure and demolition.

**Noted:**

- (i) that the cost of the new School of Engineering building remained at £65m as approved by Council in June 2017;
- (ii) the RPIF award and integration of the new DSIC building into the wider scheme as a discrete wing of the School of Engineering;
- (iii) the £5.5m cost associated with refurbishing other elements of the School of Engineering's estate and relocating existing academic activity to achieve the necessary consolidation of research, office, and student-facing space remained, as previously agreed as part of the overall Psychology relocation project of £18.5m approved by Council in February 2016.

**Resolved** that:

- (i) the integrated business case for the combined School of Engineering new build and DSIC RPIF building be approved as set out in Paper CO.18.04.07, noting that the total confirmed costs for the project approved by Council were £88.8m, consisting of:
  - (a) £65m for the new School of Engineering building, funded by the University;
  - (b) £18.3m for the new DSIC building, funded by RPIF (£14.325m) and match funding of £3.975m funded by the University;
  - (c) £5.5m for the refurbishment of other elements of the School of Engineering's estate and relocating existing academic activity, funded by the University;
- (ii) the enabling works to allow construction of the new buildings at a cost of £4.9m, including site clearance, infrastructure and demolition, be approved as a sum

separate to the business case.

(2) Commonwealth Games Update

**COMMERCIAL IN CONFIDENCE**

**Considered:** an update on the progress of the discussions with Birmingham City Council regarding the Commonwealth Games (CO.18.04.08).

**Reported** that:

(a) to (e) **[NOT FOR PUBLICATION]**

**Noted:** **[NOT FOR PUBLICATION]**

(3) Centenary Square

**COMMERCIAL IN CONFIDENCE**

**Noted** that:

(a) to (b) **[NOT FOR PUBLICATION]**

18/29 Amendment of University Legislation

**Considered:** the amendment of the University Legislation (Charter, Statutes, Ordinances and Regulations of the University) (CO.18.04.09).

**Reported** that:

- (a) Council on 31st January 2018 had unanimously approved the amendment of the Charter and Statutes of the University, subject to:
  - (i) such changes as the Privy Council might require and which were agreed by the University;
  - (ii) Court on 8th March 2018 and Senate on 21st March 2018 being invited to comment on the amendment of the Charter and Statutes of the University;
  - (iii) consideration by Council on 24th April 2018 of the comments of Court and Senate on the amendment of the Charter and Statutes and the passing of a Special Resolution of the Council to amend the Charter and an Ordinary Resolution of the Council to amend the Statutes;
- (b) Court on 8th March 2018 had considered the amendment of the Charter and Statutes of the University and expressed its unanimous support for the amendment, including the dissolution of Court;
- (c) Senate on 21st March 2018 had confirmed its support for the amendment of the Charter and Statutes of the University.

**Resolved** that Council unanimously:

- (i) approved, by the passing of a Special Resolution of the Council, the amendment of the Charter as set out at Appendix 2 to Paper CO.18.04.09, with effect from the date the Order is approved by the Privy Council, subject to such changes as the Privy Council may require and which are agreed by the University;
- (ii) approved, by the passing of an Ordinary Resolution of the Council, the amendment of the Statutes as set out at Appendix 3 to Paper CO.18.04.09, with effect from the date the Order is approved by the Privy Council, subject to such changes as the Privy Council may require and which are agreed by the University;
- (iii) noted that, following the passing of the Special and Ordinary Resolutions, the University would seek approval of the amendments to the Charter and Statutes from the Privy Council. The amendments would take effect from the date that the

- (iv) Order is approved by the Privy Council (expected to be June/July 2018); approved the consequential amendment of the Ordinances and Regulations of the University arising from the amendment of the Charter and Statutes as set out at Appendix 5 to Paper CO.18.04.09, the amendments to take effect from the date that approval of the amendments to the Charter and Statutes is granted by the Privy Council;
- (v) noted that the amendment to the Scheme of Delegated Powers of Council to set out the terms of the delegation of authority from Council to sell, buy, exchange, lease or take leases of the University's real and leasehold estates would be submitted to Council in June 2018 for approval.

18/30 Remuneration Committee

**Considered:** the report from the meeting of Remuneration Committee held on 20th February 2018 (CO.18.04.10).

**Noted:** the Committee's approval of the University's submission of feedback on the CUC Remuneration Code and review of the Vice-Chancellor's external activities.

18/31 Senior Appointments

**Considered:** the re-appointment of the Deputy Pro-Vice-Chancellor (China), Deputy Pro-Vice-Chancellor (Equalities) and the Deputy Pro-Vice-Chancellor (Staffing) (CO.18.04.11).

**Resolved** that:

- (i) Professor Jon Frampton be re-appointed as Deputy Pro-Vice-Chancellor (China) for a second term of office from 1st August 2018 to 31st July 2021;
- (ii) that Professor Una Martin be re-appointed as Deputy Pro-Vice-Chancellor (Equalities) for a second term of office from 1st August 2018 to 31st July 2019;
- (iii) Professor James Arthur be re-appointed as Deputy Pro-Vice-Chancellor (Staffing) for a second term of office from 1st August 2018 to 31st July 2019.

18/32 Senate

**Noted:** the report from the meeting of Senate held on 21st March 2018 (CO.18.04.12).

18/33 Audit Committee

**Noted:** the report from the meeting of Audit Committee held on 13th March 2018 (CO.18.04.13).

18/34 Report of Membership Committee

**Considered:** the report from the meetings of Membership Committee held on 30th January and 8th March 2018 (CO.18.04.14).

**Resolved** that:

- (i) Dame Christine Braddock, Mr Alan Davey and Mr Malcolm Harbour be re-appointed to serve on Council for a second term of office of four years from 1st August 2018 to 31st July 2022;
- (ii) Mrs Caragh Merrick be re-appointed as Treasurer of the University for a second term of office from 1st September 2018 to 31st July 2023;
- (iii) Mr David Stead be re-appointed as Chair of Audit Committee from 1st August 2018 to 31st July 2019.

18/35 The University's Charitable Status

**Considered:** a paper reporting on the University's Charitable Status (CO.18.04.14).

**Noted:**

- (a) assurance of the University's compliance with its obligations under Charity Law;
- (b) the reminder of the responsibilities of members of Council as trustees of the University (CO.18.04.14).

18/36 Review of University Code of Ethics

**Considered:** the outcome of the review of the University's Code of Ethics (CO.18.04.16).

**Resolved** that:

- (i) the amendments to the University Code of Ethics as set out at Appendix 1 to Paper CO.18.04.16 be approved;
- (ii) the assurance which Council receives on ethics as set out at Appendix 2 to Paper CO.18.04.16 was sufficient.

18/37 University of Birmingham Enterprise Ltd.

**Noted:** that the appointment of Mr John Powell as Chair and Non-Executive Director on the University of Birmingham Enterprise Ltd. Board for one year from 1st March 2018 had been approved by the Registrar and Secretary on behalf of Council.

18/38 Capital Projects over £10m

**COMMERCIAL IN CONFIDENCE**

**Received:** a report from the Director of Estates (CO.18.04.17).

18/39 Affixing of the University Seal

**COMMERCIAL IN CONFIDENCE**

**Received:** a report noting the transactions which had required use of the University Seal since the last meeting of Council (CO.18.04.18).

18/40 Any Other Business

(1) **[NOT FOR PUBLICATION]**

(2) Degree Ceremonies

**Reported:** that members of Council were encouraged to attend the Degree Ceremonies in July 2018.

18/41 Programme of Meetings

**Noted:** the programme of meetings of Council for 2017/18 and 2018/19:

2017/18

Tuesday 26th June 2018, 5.00pm, Council Presentation and Dinner

Wednesday 27th June 2018, 9.00am, Council Meeting

2018/19

Tuesday 2nd October 2018, 6.30pm, Council Dinner

Wednesday 3rd October 2018, 9.00am, Council Strategy Day

Tuesday 27th November 2018, 5.00pm, Council Presentation and Dinner

Wednesday 28th November 2018, 9.00am, Council Meeting

Tuesday 29th January 2019, 5.00pm, Council Presentation and Dinner

Wednesday 30th January 2019, 9.00am, Council Meeting

Thursday 4th April 2019, 9.00am, Council Strategy Day and Dinner

Tuesday 25th June 2019, 5.00pm, Council Presentation and Dinner

Wednesday 26th June 2019, 9.00am, Council Meeting