



# Buckinghamshire New University

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## Council

### Minutes

date: **Monday 11 July 2011**  
time: **4.00 pm**  
location: **G5.05**

#### Present:

Roy Darby (Chair)	Co-opted Council member
Antony Bellekom	Independent Council member
Mitch Brown	Independent Council member
Ashley Coles	President, Students' Union
Roger Dalrymple	Elected Senate Member
Ruth Farwell	Ex officio Member and Vice Chancellor
Lori Flynn	Independent Council member
Stephen Fox	Elected Senate Member
David Griffiths	Independent Council member
Ian Hillan	Independent Council member
Sukhie Mattu	Elected Professional Service Employee Member
Pauline Odulinski	Co-opted Council member
Crystal Oldman	Elected Academic Staff Member
Simon Opie	Independent Council member
Keith Ryan	Independent Council member
Terri Teasdale	Independent Council member
Brian Tranter (Deputy Chair)	Independent Council member

#### Officers:

Ellie Smith	Clerk to the Council
Vanessa Pilon	Registrar (Governance)

#### In attendance:

John Cooper	Director of Finance
Derek Godfrey	Deputy Vice Chancellor

#### Apologies:

Antonia Byatt	Independent Council member
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Ashley Coles was welcomed to his first meeting as President of the Students' Union. He advised that he was looking forward to undertaking this new role having successfully completed his degree and acquired a wide range of skills through the Students' Union volunteering schemes. The Chair also noted that the Students' Union Vice Presidents roles had been taken up by Lawrence Wood and Amy Gordon.

The Chair reported that he and the Deputy Chair had recently held an updating meeting with the three new SU Sabbatical Officers and would arrange to do so again later in the year.

**714 Declaration of Potential Conflicts of Interest**

714.1 As Principal of Aylesbury College, Pauline Odulinski, declared an interest in the item on the partnership with the College. This was considered by the meeting and Pauline was invited to remain and join the discussion.

No other conflicts of interest were declared or identified.

**715 Minutes of the Meetings held on 21 March 2011 and 7 June 2011**

715.1 The Minutes of the meetings held on 21 March 2011 and 7 June 2011 were signed as a correct record without amendment.

**716 Matters Arising**

716.1 No matters arising were noted that were not already included on the agenda.

**717 Chair's Action**

717.1 None had been taken since the last meeting.

**718 Vice Chancellor's Report and other Strategic Matters (C/11/24)**

718.1 The Higher Education White Paper 'Students at the Heart of the System'

The report included a summary as well as highlighting key issues. Attention was drawn to the following:

- Contestable student numbers – extra places for students with high grades, for core/margin places and off-loan book through business and charity sponsorship
- Information and transparency – including the Key Information Set, the Higher Education Achievement Report and the post qualification admissions idea is floated again
- Quality and Regulatory issues – new role for HEFCE, OFFA will be expanded and QAA broadly endorsed with a simplification of the process for obtaining and renewing degree awarding powers
- Future HEFCE funding – the teaching grant will now be to 'fund additional costs and public policy priorities'
- Widening Participation receives a particular boost

The student number control will be reducing year on year. The University will need to successfully bid for some of the contestable places in order to maintain or grow the full-time undergraduate student population. The competition for the core/margin places will be fiercely contested by those universities with an average cost per student, taking into account the bursaries offered, of less than or equal to £7,500. In addition these places will be open to further education colleges and private providers.

The White Paper in summary noted "Demand for HE is likely to continue growing, reflecting long term trends in rising attainment in schools and colleges, increased social expectation about HE as a route to success and the economy's rising demand for higher level skills". Appendix 1 to the Vice Chancellor's report summarised the Government's main recommendations for higher education

718.2 HEFCE Consultation on its teaching funding methodology 2012/13

The first stage of consultation on this has recently been launched for implementing changes to funding methods for 2012-13. The second stage in the winter of 2011-12 will seek views on proposals for more fundamental changes including controlling student numbers from 2013-14 onwards. The proposal is to phase out mainstream funding. Transitional funding for old system students will be based on actual student numbers rather than a contract range. Guidance is proposed on how the margin places will be allocated. Bidding for margin places will require evidence of the quality of provision offered as well as an assurance that the places will be filled. Numbers will not be allowed to increase beyond what is affordable in terms of loans approved.

### 718.3 Key Performance Indicators

A summary of the University Scorecard and Key Performance Indicators was considered. Academic Quality and Governance, whilst still amber was on an upward trajectory. This was as a result of the agreement with HEFCE on the data audit for 2009.

The newly devised indicators on Employability had been added. It was noted that employability data is an important element of the Key Information Set in 2012. Therefore performance in this area will get considerable attention.

Questions were asked around the Employability indicators. It was explained that the University is developing its own indicators as the standard ones do not include our students who study only to diploma level (most of the nursing students) and it does not, therefore, reflect the true position. When the Key Information Set becomes live there will be links to our website which will provide additional contextual data.

### 718.4 Higher Education Innovation Fund (HEIF)

The University has been successful in receiving a HEIF allocation from HEFCE but we are required to submit an institutional strategy for our work in the area of knowledge exchange to draw down the funds. This means that we must use the funds for enterprise activities and we hope that this will be one which will improve future income generation.

### 718.5 University developments and recent successes

Funding has been secured from the National Lottery funding from Sport England, Active Universities Fund, to enhance our student experience through sport and increase the number of opportunities and number of students participating in sport regularly. The award is the second highest to have been made to a single institution.

The Faculty of Society & Health have maintained their top three rating in the NHS London Performance Ratings, the only provider of nurse education to have consistently been ranked in the top three for all three years of the league tables existence. This is noted as important since the NHS London will shortly commence a tender process for adult nursing contracts for 2012-13 onwards. The University has expressed an interest in bidding for these and will be completing the pre-qualifying questionnaire in August after which we will know whether we are successful in qualifying to make a bid.

### 718.6 General matters reported

- The Vice Chancellor informed Council that the University had today received confirmation from OFFA that the Access Agreement as submitted had been accepted.
- The Vice Chancellor informed Council that the University was now in receipt of the Annual Risk Letter from HEFCE which classified the University as "not at higher risk". This letter would be formally reported to the Audit Committee and Council in the Autumn
- On behalf of the Council the Chair congratulated the Vice Chancellor on her re-appointment as Chair of GuildHE

### **719 Partnership Model with Aylesbury College (C/11/25)**

The papers presented for consideration had been prepared following agreement to the further exploration of the partnership at the last Council meeting, and further discussion at the last Council/SMT Working Group meeting.

### 719.1 Annexe 1 – Business Case (including Appendix 1 – Financial Projections)

The proposed business case included: a vision, rationale, income and growth opportunities, improved costs of academic delivery, shared support service costs, defence, serving the community, financial case and structure. This proposal is more about a platform for growth rather than finance. The financial projections of increased income and expenditure were noted as being in addition to the financial forecasts accompanying the Strategic Plan. The growth proposed included increases in student numbers from potential students who would traditionally not consider higher education as well as students wishing to study locally and on courses delivered using a lower cost base.

A number of questions were posed for clarification. It was explained that there was no experience of a federal structure in the sector where both partners were subsidiaries, and that the proposed structure would be part of the consultation during period 2. However in the proposed structure the 'Topco' would set the strategic direction for both subsidiary companies with each implementing this in a way appropriate for their sector. It was confirmed that both partners would retain their own brand.

719.2 Annexe 2 – Process for establishing a Federation

The process is based on three time periods:

- Period 1 – to end July 2011 when both Council and Aylesbury Corporation have met and agreed a way forward including the proposals considered at this meeting
- Period 2 – hopefully to October 2011 when the internal due diligence (legal, financial and operational arrangements) has been completed and proposals for a federal structure are put forward for consideration by Council and Corporation subject to contract
- Period 3 – all the formal legal work, including obtaining the consents of the funding bodies and banks will be concluded

719.3 Annexe 3 – Draft Terms of Reference for Joint Partnership Committee with Aylesbury College

The proposed membership and terms of reference were noted. It was felt that this was a negotiating group which should remain small. The University membership proposed was that of Chair and Deputy Chair of Council and the Vice Chancellor.

719.4 Annexe 4 – Council & SMT Working Group Notes – 16 June 2011

These were noted. The work of the group ensured that the right information was prepared and offered for debate to meet the timeline proposed.

719.5 Recommendations

- a. Council is invited to note the University's business case for establishing a federation with Aylesbury College
- b. Council take the decision to establish the Joint Partnership Committee to enter into a formal phase of discussions with the Corporation of Aylesbury College to carry out the responsibilities indicated in the terms of reference in Annexe 3, which in summary are:
  - i Establish a common understanding of the case for forming a federation
  - ii Carry out initial due diligence to support the delivery of the business case for the federation and its sustainability
  - iii Negotiate heads of terms for the establishment of a federation
- c. Council is invited to endorse the process as set out in Annex 2

Recommendation a, was noted and recommendation c was endorsed.

It was AGREED that Recommendation b was approved.

**Action: Vice Chancellor**

**720 Resources Committee**

720.1 Minutes of the Meeting held on 28 June 2011

Minutes of the meetings held on 28 June 2011 were received without comment.

720.2 Financial position monitoring May 2011 (C/11/26)

The Financial position was noted. It is anticipated that there will be a surplus at the year end and that together with the proceeds from the sale of the Chalfont Campus there will be significant funds to invest. It was proposed that surplus funds be moved to Scottish Widows, a subsidiary of Lloyds TSB Bank plc, to maximise the potential investment growth. The usual investment checks had already been undertaken and were acceptable.

It was AGREED that investment of surplus funds be made as proposed.

The Council congratulated the University on completing the sale of the Chalfont Campus and noted that the University would be monitoring Comer homes progress in order to ensure any further revenue is paid to the University should it be due.

It was suggested that a formal announcement about the sale, both internally and externally, be made.

**Action: Corporate Communications**

720.3 HEFCE Audit 2009-10: outcome

This has now been completed with an additional receipt of grant income of £0.4m, a further release of £300,000 set aside as contingency and an out of contract award of an additional 145 to our student number control.

720.4 Draft Budget 2011-12 (C/11/27)

A number of recent changes were noted that would be reflected in the budget for 2011-12. These were additional income in relation to the grant approved by the Higher Education Innovation Fund, the additional grant income in relation to the HEFCE Audit and the sale of Chalfont. This means that the budget will be better than discussed previously.

It was AGREED that the Budget be approved.

720.5 Update on national pay settlement and arrangement for decision in summer 2011

National negotiations are currently taking place but the final position of the Unions is not yet known. This is, however, the last negotiation meeting and the offer will either be agreed or not. If not the Unions will then have to consider what action they might take.

It was recommended that delegated powers be given to approve any settlement agreed either to Remuneration Committee which was meeting on 21 July 2011 or to the Chair of Council and Vice Chancellor, providing that the overall package is contained within an overall 0.5% increase.

This recommendation was APPROVED.

**Action: Chair of Council and Vice Chancellor**

720.6 Student Residences (C/11/33)

Proposals considered included:

- The appointment of a facilities management (FM) contractor, short term or long term
- Alexandra Hotel – 29 rooms to be made available for September 2011
- Brook Street Residences – rents to remain the same and a limited programme of refurbishment to be pursued
- Chilterns shopping Centre – recommendation to progress 149 additional student rooms including 70 for 2012 with authority delegated to the Vice Chancellor and any Committee Chair to negotiate and agree binding heads of terms
- Dwyer – proposals to build out Hughenden, however the conditions set were not attractive

The position in relation to the Alexandra Hotel and the Brook Street Residences were noted.

It was AGREED that the appointment of a long term FM contractor be deferred provided that the bank grants a waiver, and that the project at the Chilterns Shopping Centre as recommended be APPROVED.

**Action: Director of Finance**

**721 Governance Matters**

721.1 Minutes of the Meeting held on 17 May 2011

The minutes of the meeting held on 17 May 2011 were received without comment.

721.2 Governance Review - five yearly (C/11/28)

A full report of the Review, its process, action plan and recommendations were noted. It was good to know that Council Members were happy with the current arrangements and were able to put forward suggestions for changes that would improve processes. The recommendations will be implemented in full where possible. Where other changes are required the recommendations

will be taken forward during the next year. In particular the work of the combined role of the Clerk to the Council and Director of Academic Quality was noted as working effectively with only minor adjustments suggested.

This very comprehensive piece of work as well as the positive result was welcomed and the Clerk to the Council and her team were congratulated both on the work undertaken and the support given to Council Members during the year.

721.3 Sub-Committee Terms of Reference: proposals for revisions (C/11/29)

Revisions of the Terms of Reference for Resources and Governance Committee were put forward for consideration as a result of the review discussed previously. The recommendation was put forward to reduce the workload of the Resources Committee as this was felt to be too high. Six sections relating to equality & diversity, health & safety and conduct of employees and pay were moved from the responsibility of the Resources Committee to that of the Governance Committee. Both committee Chairs supported this proposal.

The proposal to increase the membership of these committees by offering places to staff and the Students' Union was not possible unless the Instrument and Articles of Government were changed. This proposal would be considered further when proposals to change these were put forward during 2011-12

It was AGREED that the Terms of Reference of these Committees be approved.

**Action: Clerk to the Council**

721.4 Councillor Recruitment (C/11/30)

Three vacancies were noted during the year. Following an advertisement on both our own website and the public appointments website together with two who applied directly, sixteen applications of a very high standard were considered in total. Details of the process undertaken, the application form used and the CV's of the applicants listed below were noted. Seven of the applicants were asked to meet formally with the Vice Chancellor, Chair and Deputy Chair of Council and informally with the Clerk to the Council.

It is proposed that three of these be appointed as Independent Members with effect from 1 August 2011:

Jenny Newton  
Dr Michael Hipkins  
Baljit Dhillon

It was AGREED that all three of these applicants be invited to accept an appointment as Independent Members as of 1 August 2011.

**Action: Clerk to the Council**

721.5 Committee Membership 2011-12 (C/11/31)

It is proposed that Sub-Committee membership for 2011-12 be considered over the summer to take into account the appointment of new members as well as the choices and preferences of existing members. It was noted that the Chairs of Resources, Audit and Governance Committees were happy to continue in these roles. Council Members were asked to advise the Chair of Governance of any preferences they might have.

It was AGREED that the Chairs of Committees be approved and that Chairs' Action be taken to formalise the Sub-Committee membership for 2011-12 over the summer.

**Action: Chair of Governance and Clerk to the Council**

It was proposed that the membership of the Boards of the Subsidiary Companies be the same for 2011-12 which included the appointment of Trevor Nicholls, Pro Vice Chancellor, Campus and Facilities, to the Missenden Abbey Ltd Board during the year.

Subject to the addition of the Pro Vice Chancellor, Campus and Facilities to the membership of the Missenden Abbey Board it was AGREED that the membership of the Boards of the Subsidiary Companies be approved for 2011-12.

**722 Audit Committee**

**722.1** Minutes of the Meetings held on 10 May 2011

Minutes of the Meeting held on 10 May 2011 were received without comment.

**722.1** Internal Audit Reports

The Internal Audit Reports submitted to date, all of which were agreed by the University, were recommended for approval. Council Members were asked to put forward proposals for areas to be audited for 2011-12 in order to finalise the list for 2011-12.

Following a question about whether other committees might have an interest in receiving relevant Internal Audit Reports, the current process of discussions and agreement by management before being considered and approved by Audit Committee was noted. If there were reports which might be of interest consideration could be given to sharing them with other committees once they had been considered by Audit Committee.

It was AGREED that the Internal Audit Reports recommended for approval by Audit Committee be approved.

It was queried whether Council was required to approve the Internal Audit Reports given that they had been considered in all their detail by Audit Committee. It was considered that Audit Committee should be given the authority to approve without having to refer to the Council. It was noted that this might require changes to the Scheme of Delegation.

**Action: Clerk to the Council**

**722.2** Risk Management Strategy & Policy (C/11/32)

This policy has been updated this year to take account of the changes in University Structure, including job titles, since it was first approved in 2006.

It was AGREED that this be approved.

**Action: Clerk to the Council**

**723 Report on Senate Matters**

**723.1** Changes to Regulations and Processes (C/11/33)

Changes to the regulations and processes as written were noted. In particular the suggestion to consider 'Bucks Branding' and 'What we are doing differently with students' at the Joint Council/Senate Meeting in November to be considered further. The joint Senate/QEC meeting was very successful in taking forward changes to regulations and policies by the staff who would be implementing them. The policy on e-submission was extensively discussed.

**723.2** Minutes of the Student Experience Committee on 17 May 2011

The minutes of the meeting were noted as received.

**724 Other Formal Matters**

**724.1** Use of University Seal and Coat of Arms

A report on the use of the University Seal and Coat of Arms was received.

**725** Formal thank you to a departing Council member

**725.1** Members noted that Kathy Grimshaw was standing down at the end of her term of office and asked for a letter to be sent to her noting her work over the four year term.

**Action: Clerk to the Council**

**726 Date of next meeting**

726.1 The next meetings of Council are scheduled to take place on:

- Tuesday 18 October 2011, commencing at 4.00pm at Missenden Abbey and
- Monday 21 November 2011, commencing at 4.00pm at High Wycombe

The meeting started at 4.00pm and finished at 6.10 pm.

Signed: \_\_\_\_\_ Date: \_\_\_\_\_  
(Chair of Council)

Prepared by Registrar (Governance) – 12 July 2011  
Checked by Clerk to the Council – 14 July 2011  
Confirmed by the Chair – 2 August 2011