



Buckinghamshire New University

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confirmed by Council:	

Council

Minutes

date: **19 November 2012**
time: **6.00 pm**
location: **Boardroom, High Wycombe**

Present:

Christine Beasley (Chair)	Independent Council Member
Antony Bellekom	Independent Council Member
Antonia Byatt	Independent Council Member
Ashley Coles	President, Students' Union
Baljit Dhillon	Independent Council Member
Ruth Farwell	Ex officio member and Vice Chancellor
Stephen Fox	Elected Senate Member
Ian Hillan	Independent Council Member
Michael Hipkins	Independent Council Member
Sukhie Mattu	Elected Staff Member (PSE)
Jenny Newton	Independent Council Member
Simon Opie	Independent Council Member
Linsey Taylor	Elected Senate 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:

Lori Flynn	Independent Council Member
David Griffiths	Independent Council Member
Pauline Odulinski	Co-opted Council Member
Keith Ryan	Independent Council Member

821 Declaration of potential conflicts of interest

821.1 No conflicts of interest were declared or identified.

822 Minutes of the Meetings held on 9 July 2012, 18 September 2012 and 16 October 2012

822.1 The Minutes of the meetings held on 9 July 2012, 18 September 2012 and 16 October 2012 were signed as a correct record without amendment. The progress on actions from these meetings, was noted.

823 Matters Arising

823.1 There were none brought forward or raised at the meeting.

824 Chair's Action

824.1 None had been taken since the last meeting.

825 Vice Chancellor's Report and other Strategic Matters**825.1 Vice Chancellor's Report (C/12/43)**

This included commentary on:

- The Heseltine Review and its implications for the HE Sector, including Local Enterprise Partnerships, industrial strategy and contribution to economic growth
- Student Number Control – HEFCE current advice and caveat
- Risk based approach to quality assurance following the completion of the HEFCE consultation
- Recruitment of full time undergraduate students
- Buckinghamshire Education, Skills and Training (BEST) – current position on progress and plans for 2012-13
- University Development and recent successes
 - Police and Crime Commissioner elections
 - Launch of Bucks Conservation

In addition attention was drawn to a very recent review of apprenticeships, including those at a higher level, which it was thought may attract Government attention.

Responses to questions asked for further information and clarification were:

- Some of the unfilled places related to partner college enrolments where some numbers were returned to the University as a result of direct recruitment by partners who had received core and margin numbers directly
- The announcement of the BEST company formation would be made at employee briefings on 29 November 2012 and an accompanying email.

825.2 Key Performance Indicators (C/12/43)

Although the University has performed well with a strong income performance in 2011-12 most of the financial KPI's are being kept at the amber rating to reflect the position in the financial year and the challenges and uncertainties ahead. However the income targets continue to meet or exceed budget targets. This reflects the cautious approach made to the setting of the confirmed budget for 2012-13 and leaves funding available to allow spending on some of the reserved budget. The challenges for the year include making further progress on improving the NSS scores, adjusting to changes in recruitment and making significant progress in developments in non-core income areas.

826 Student's Union Report (C/12/44)

The aims of the report were to share with Council key messages relating to plans and projects for the year ahead. It included:

- Extending the opening hours of their frontline services
- Improved catering offer
- Fresher's roll out of the Silent Students/Happy Homes Campaign
- Recruitment of more staff to support the advice centre
- Additional Skills programmes
- Recruitment of a Training & HR Manager
- Sports for Fun
- Plans for Uxbridge
- Current issues affecting the Student Experience including – hidden course costs, guided learning week and Student Representative Recruitment

Experiences noted this year include an increased level of sign up to SU activities and an increased use of the advice centre. The extended opening hours of the advice centre have been well received. Clarity and consistency is needed on the use of what used to be called "Guided Learning Week" by all parties. The Students' Union three year Strategic Plan is undergoing a major revision to ensure that in this rapidly changing HE environment it remains focussed and relevant. The new brand for 2013 will focus around "Who we are, What we do and Why we do it".

827 Resources Committee

827.1 Minutes of the Meeting held on 30 October 2012

The Minutes of the meeting held on 30 October 2012 were received without comment.

827.2 Bucks Students' Union Affiliations noted in the accounts for the year ending 31 July 2012 (C/12/45)

Council **RECEIVED and NOTED** the Students' Union affiliations as circulated.

827.3 Financial Position as at September 2012 (C/12/46)

Income was reported as higher than that allocated in the committed budget. However some of this will be offset by increased costs as a result of some of the head tenancy arrangements not being taken up and increased access agreement costs. However there is net additional income of £1m and it is proposed this is used for restructuring costs and investment fund spending. Full proposals for expenditure were clearly shown and included commentary on Teaching & Applied Research, non-core business as well as the balance sheet and the pension scheme liability.

The Resources Committee recommends that Council agree the increased forecast commitment expenditure on restructuring costs and investment spend and that a detailed report on where the additional budget is to be spent be considered by the Resources Committee in March 2013 once the full implications are understood of student recruitment and how that may affect future controlled numbers, and also the potential for growth.

Council **NOTED** the Financial Position for September 2012 as submitted and endorsed the Resources Committee recommendation to agree the forecast expenditure on restructuring costs and investment spend.

(Action: Director of Finance)

828 Audit Committee

828.1 Minutes of the Meetings held on 25 September 2012 and 8 November 2012

The minutes of the meetings held on 25 September 2012 and 8 November 2012 were received without comment.

Attention was drawn to the handover arrangements to the newly appointed Internal Auditors and how the tracking of recommendations is being managed. The letter received from HEFCE advising that the University was "not at higher risk" was welcomed and noted.

828.2 Financial Statements for the Year ended 31 July 2012 (C/12/47)

Attention was drawn to the Impairment Review, the Going Concern and Liquidity and the two major challenges facing the University during the year, namely, the recruitment of full time undergraduate students and the commissioning of new students from the NHS. The impact of these was noted.

The Audit and Resources Committee recommend that Council:

- a. Conclude there is no requirement for an impairment provision to be made in respect of building asset values;
- b. Conclude that the going concern concept is appropriate for the University Accounts;
- c. Approve the signature of the letter of representation;
- d. Adopt the annual accounts.

Council **APPROVED** the Financial Statements for the year ended 31 July 2012 including the above recommendations as circulated.

(Action: Director of Finance)

828.3 Audit Committee Annual report 2011-12 (C/12/48)

The following reports were presented to Council for consideration and approval:

- a. Annual Report 2011-12 to the Council and Vice Chancellor as Designated Officer – for note and submission to HEFCE
- b. External Auditors Report and Key Issues Memorandum
- c. Internal Auditors Report
- d. Letter of Representation for signature – endorse the letter for signature by the Chair
- e. Value for Money Report from the Vice Chancellor – to approve

The Annual Report included meetings held, Terms of Reference, Internal Audit, External Audit and Financial Statements (2011-12), opinion on data quality and management as well as significant issues considered during the year.

Council **APPROVED** these reports as circulated to be processed as detailed.

(Action: Director of Finance and Clerk to the Council)

828.4 Strategic Risk Assessment and Annual Report 2011-12 (C/12/49)

Through the expansion of the NHS contracts, prudent budgetary forecasts, a concerted late recruitment campaign and the future service efficiency through the creation of a number of new academic partnerships approvals, the University has created the best conditions to manage the significant and on-going risks which will prevail in the increasingly competitive market place in which we operate.

No revisions have been made to the strategic risk strategy and policy this year and only one change has been made to the risk assessment in the area of employee wellbeing where SMT has reduced the impact score to 3 and the overall score to 9.

It was noted that the risk score was post mitigation. Clarification was sought about the number of categories which had an amber/red score and why further mitigation was not being put in place to reduce the score. It was explained that SMT took the view that in some areas it would not be possible to alter the score through mitigating actions taken by the University and in other cases it was a trigger to ensure that regular checks are in place to monitor the situation.

Attention was drawn to potential investment decisions to be considered in February 2013 given the risk assessments, and it was noted that there would be more information available to inform the decision making at that time.

It was **AGREED** that at the Audit Committee to be held in January consideration is given to mitigation and scoring and that a revised Strategic Risk Assessment is available to inform decision making for the Missenden Council Meeting in February 2013.

(Action: SMT, Clerk to the Council, Audit Committee)

829 Governance Matters

829.1 Minutes of the Meeting held on 23 October 2012

The Minutes of the meeting held on 23 October 2012 were received without comment.

829.2 Replacement/Recruitment of Council Members (C/12/50)

Council was invited to consider and approve the replacement and recruitment strategy for 2012-13. The proposals as detailed were **AGREED** as follows:

- a. Replacement of the Senate staff member who is leaving the University with a new Senate member appointment to complete the term of office to 31 July 2013.
- b. Replacement of an Academic Staff elected Member who has left the University by a new elected Member appointed to 31 July 2017.

- c. Reappointment of two current Independent Members, Antonia Byatt and Terri Teasdale who were both thanked for agreeing to a second four year term of office.
- d. Replacement of one current Independent Member through the agreed recruitment/strategy process.
- e. Replacement of a Co-opted Member who has "experience in the provision of education" to commence a four year term on 1 August 2013. The Vice Chancellor agreed to identify potential candidates.

(Action: Vice Chancellor and Clerk to the Council)

829.3 Council Procedures: amendment (C/12/51)

Council was invited to consider and approve the amendments detailed in the attached paper. The background to the amendments related to the formation of two subsidiary companies where the procedures were found to be unclear and not in line with current business practice. The amendments related to the appointment of Board Members and the Chair as well as the appointment terms.

It was **AGREED** that these amended procedures be approved.

(Action: Clerk to the Council)

829.4 BEST Board: Appointment of Members (C/12/52)

Following the agreement of the formation of a federation with Aylesbury College, arrangements have been put in place to set up a subsidiary company known as Buckinghamshire Education Skills and Training (BEST) and proposals were put forward for the appointment of Board Members from the University. The proposals were that the existing participants in the formation of the partnership should be appointed as Board members for 2012-13, namely Ruth Farwell, Brian Tranter, Simon Opie and Michael Hipkins.

It was **AGREED** that these appointments be approved.

(Action: Clerk to the Council)

830 Remuneration Committee

830.1 Minutes of the Meeting held on 24 July 2012

The Minutes of the meeting held on 24 July 2012 were received without comment.

831 Other matters

831.1 National Pay Bargaining August 2012 (Verbal)

The proposal is for a 1% increase which has not yet been agreed nationally. This will be implemented and backdated to 1 August 2012 when agreed.

831.2 Student Complaints Annual Report 2011-12 (C/12/53)

Attention was drawn to the new format of this report which it was hoped provided clear and useful information. There had been 9 appeals, 6 of which had been taken to the second stage but all had been concluded internally with none being referred to the Office of the Independent Adjudicator.

The report was noted.

831.3 Use of University Seal and Coat of Arms (C/12/54)

This report was received for information.

832 Date of next meeting

832.1 The next meeting of Council is scheduled to take place on:

Tuesday 5 February 2013, commencing at 4.00pm at Missenden Abbey and
Monday 18 March 2013 at 4.00pm at Uxbridge

The Chair thanked Stephen Fox for both his hard work and contribution to the University and wished him well in the new position he was taking up.

The meeting started at 6.00pm and finished at 6.50 pm.

Signed: _____ Date: _____
(Chair of Council)

Prepared by Registrar (Governance) – 21 November 2012
Checked by Clerk to the Council – 22 November 2012
Confirmed by the Chair – 1 December 2012