



Buckinghamshire New University

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Council

Minutes

date: **21 November 2011**
time: **6.00 pm**
location: **Boardroom, High Wycombe**

Present:

Roy Darby (Chair)	Co-opted Council Member
Antony Bellekom	Independent Council Member
Antonia Byatt	Independent Council Member
Mitch Brown	Independent Council Member
Ashley Coles	President, Students' Union
Roger Dalrymple	Elected Senate Member
Baljit Dhillon	Independent Council Member
Ruth Farwell	Ex officio member and Vice Chancellor
Lori Flynn	Independent Council Member
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
Pauline Odulinski	Co-opted Council Member
Simon Opie	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
Trevor Nicholls	Pro Vice Chancellor, Campus & Facilities

Apologies:

Derek Godfrey	Deputy Vice Chancellor
David Griffiths	Independent Council Member
Chris Kemp	Pro Vice Chancellor, Faculty of Design, Media & Management
Crystal Oldman	Elected Staff Member (Academic)
Keith Ryan	Independent Council Member
David Sines	Pro Vice Chancellor, Faculty of Society & Health

732 Chairman's Welcome

732.1 The Chair welcomed Jenny Newton and Baljit Dhillon to their first meeting as Independent Council members. They were congratulated on their appointment and invited to introduce themselves.

Miss Newton advised that she trained as a physicist but worked for 30 years in the corporate world for a variety of British, Dutch, French and American IT companies. She is currently investing her time and effort this year in the Film Industry which is her passion.

Mr Dhillon advised that he had worked at Divisional Managing Director level and has recently been elected as a non-executive director to the British Space Agency where he has also been appointed as Chair of their Audit Committee.

733 Declaration of potential conflicts of interest

733.1 Pauline Odulinski, as Principal of Aylesbury College, declared in interest in item 7 - Partnership with Aylesbury College.

Baljit Dhillon declared an interest as a Non-Executive director of the British Space Agency which is a grant making body.

734 Minutes of the Meetings held on 11 July 2011 and 18 October 2011

734.1 The Minutes of the meetings held on 11 July 2011 and 18 October 2011 were signed as a correct record without amendment.

735 Matters Arising

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

736 Chair's Action

736.1 None had been taken since the last meeting

737 Vice Chancellor's Report and other Strategic Matters

737.1 Vice Chancellor's Report (C/11/36)

This included commentary on :

- The Higher Education White Paper: 'Technical Consultations'
 - The introduction of an independent lead regulator
 - A single regulatory framework for provider designation for student support and HEFCE Teaching Grant
 - A single gateway for entry to the higher education sector
 - Reforms to degree awarding powers (DAPS) and University Title (UT) criteria
 - Simplifying the process for changing corporate status
- HEFCE consultation on its teaching funding methodology
- Student enrolment 2011 and applications for 2012 entry
- NHS Bids
- University Development and recent successes
 - Top 30 position for adding value to graduate salaries
 - Launch of the Clare Business School
 - Enterprise week

Responses to questions asked for further information and clarification were:

- The bid for full time undergraduate numbers for 2012-13 was for growth as well as to compensate for the reduction in student number control as part of the new regime
- Competition with private providers for places will come from the subjects of Business and Law where the profile of students is more debt averse and they may go to private providers offering courses at a lower price and delivered on a model which does not include broader aspects of the student experience. However a new course is to be offered here at £6,000

as a pilot and part time courses will continue to be offered at our partners at different fee levels

- Although applications for undergraduate courses here and in the sector is lower than usual for this time of the year, a more realistic position will be known when the UCAS data is available in January 2012 but the University would only be concerned if the application levels then are significantly different to those institutions similar to our own.

737.2 Key Performance Indicators (C/11/36)

The University has performed well and lowered risk exposure in the following areas:

- Student Experience in terms of NSS, applications growth and meeting contract targets
- People in terms of productivity
- Estates in terms of improving facilities and our environmental credentials
- Financial performance in meeting and exceeding our financial obligations

Risks for the coming year include the retendering for the Adult Nursing Contract in London, the HEFCE bid for full time undergraduate numbers and securing income growth with partners outside the traditional contract income.

The Senior Management Team was congratulated on the best set of KPI's received for some time which has built a very solid foundation for the future.

737.3 Cabair College of Air Training (C/11/37)

As a result of the liquidation of the parent company the arrangements for pilot training for students outside their academic study is not currently available through Cabair. The students mainly affected currently are those who have completed their course of academic study and need to complete a minimum number of hours flying or in the flight simulator to complete their pilots licence. However students undertaking their academic study now will be affected if alternative plans are not put in place soon. Although the arrangements for the pilot training were made direct with Cabair including payments, the University has some legal obligation to students and is at risk of reputational damage if the situation is not managed. This was not an event which affected the accounts for 2010-11.

Alternative providers have been sought and a decision reached regarding a preferred option. Funding is to be made available to provide the pilot training for those students affected by this occurrence from current University budgets. In depth investigations into the reputation and solvency of alternative providers has been undertaken. The University will continue to recruit for 2011-12 with students being offered alternative providers for their pilot training. The University is considering asking the students to pay their pilot training fees to the University to control payments to the air training provider.

The Vice Chancellor provided assurance to Council that the situation was being carefully managed by the faculty supported by the Director of Finance. There has been an intense communication schedule with the affected students and their parents and the University will ensure that the lessons learnt from this matter will be taken into consideration in the development of new contracts with new providers.

The Council **NOTED** and **ENDORSED** the action being taken.

No other comparable contract has been taken out but the University is currently looking at all partner contracts to review whether they are up to date and fit for purpose or need reviewing and updating.

It was **AGREED** that Audit Committee should receive details of the outcome of the review of partner contracts and an up-to-date report on numbers of current partner contracts by type and renewal dates at their next meeting.

(Action: Clerk to the Council)

738 Partnership with Aylesbury College (C/11/38)

A number of papers were considered as follows:

- Report of the Joint Partnership Committee
- Aylesbury College financial position (including due diligence)
- A further developed business case to establish a federation between Buckinghamshire New University and Aylesbury College (jointly produced with Aylesbury College)

A number of potential difficulties have been identified in relation to the federation model and these include continued staff eligibility to the teachers' pension scheme and risks associated with potential equal pay claims. Informal consultation has been undertaken jointly with HEFCE, the Skills Funding Agency (SFA) and the Department for Business Innovation and Skills. In addition further professional advice is being sought from KPMG around the reasonableness of the business case and the preliminary review of the financial position. The progress of the project has slowed to enable further advice to be obtained and to consider alternative governance models and it is not anticipated that formal proposals will be available until at least the new year. The educational vision for Buckinghamshire continues to be at the centre of the project and has now been endorsed by the approval of the University Technical College in Aylesbury.

In response to questions it was noted that there are no other HE/FE providers trying to form a similar partnership, existing budgets are being used to support the project and actuarial reports for the Local Government Superannuation Scheme (LGPS) are available for both organisations.

The proposal that the joint Working Group of Council and SMT meet to review the KPMG advice on the business case and financial position as well as the legal advice obtained on the governance model and issues raised was supported.

739 Resources Committee

739.1 Minutes of the Meeting held on 1 November 2011

The Minutes of the meeting held on 1 November 2011 were received without comment.

739.2 Bucks Students' Union signed Financial Statements and Students' Union Auditors' Management Letter for the year ending 31 July 2011 (C/11/39)

The Students' Union balanced the accounts for this year and raised substantial funds for charity as well as undertaking many more events. Council noted and endorsed the Students' Union affiliations.

Council **RECEIVED and NOTED** the statements as circulated.

739.3 Summary of Subsidiary Companies signed Financial Statements for the Year ended 31 July 2011 (C/11/40)

The year end accounts had been approved by the Audit Committee. The underlying performance of Missenden Abbey Ltd was better than the previous year. A new management structure is in place and this would continue to be closely monitored and reviewed.

Council **APPROVED** the Subsidiary Companies accounts.

739.4 University Accounts

It was noted that there is no requirement for impairment provision to be made in respect of building asset values and the going concern concept is appropriate for the University accounts.

739.5 Financial Position as at September 2011 (C/11/42)

Income is marginally ahead of budget and it is anticipated that for HEFCE grants and interest this will continue through the year. Income on postgraduate and overseas fees will be monitored closely.

739.6 Financial Forecasts 2012-2020 (C/11/43)

HEFCE have deferred the deadline to submit these until June 2012 to take account of potential changes to recruitment as a result of funding changes for 2012-13. These will be considered further during the year and updated to account for known changes including the national reduction of postgraduate and overseas recruitment.

Council **APPROVED** these forecasts as laid out and noted the extended deadline.

- 739.7 Treasury Management (C/11/44)
Proposals to set the limits for bank deposits and the period of deposit were considered.

Council **APPROVED** the investment limits and timescales set out.

740 Audit Committee

- 740.1 Minutes of the Meetings held on 27 September 2011 and 10 November 2011
The minutes of the Meetings held on 27 September 2011 and 10 November 2011 were received without comment.

- 740.2 Financial Statements for the Year ended 31 July 2011 (C/11/45)
This had been a very good year and the profit for the year was noted.

Council **APPROVED** the Financial Statements for the year ended 31 July 2011 as circulated

- 740.3 Audit Committee Annual report 2010-11 (C/11/46)
The following reports were presented to Council for consideration and approval:

- a) Annual Report 2010-11 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

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

- 740.4 Strategic Risk Assessment and Annual Report 2010-11 (C/11/47)
Although this had been discussed at the Audit Committee meeting it was noted that Council had not received the most recent assessment and report. As this item was for note it was deferred for consideration by the next meeting of Council.

(Action: Clerk to the Council)

741 Governance Matters

- 741.1 Minutes of the Meeting held on 25 October 2011
The Minutes of the meeting held on 25 October 2011 were received without comment.

- 741.2 Students' Union Code of Practice (C/11/48)
The Code of Practice has been updated in line with both the new constitution as agreed in March 2011 and sector practise. It was noted that under section 3 a number of changes to documents received and current practice by Council were apparently proposed. It was thought that this might create procedural difficulties.

It was AGREED that this be referred back to the Students' Union for further discussion and any further amendments progressed through the Governance Committee.

(Action: Clerk to the Council)

742 Remuneration Committee

- 742.1 Minutes of the Meeting held on 21 July 2011
Reference was made to the recommendation by the HEFCE Assurance Review that Independent and Co-opted Members be given an opportunity to have a private meeting, without staff present, to discuss any issues that had arisen. The Chair noted that this had been offered but no member requested a private meeting.

The Minutes of the meeting held on 21 July 2011 were received without comment.

743 Other matters

743.1 National Pay Bargaining August 2011 (Verbal)

The flat rate offer of £150 had not yet been agreed by the Unions. The current advice from the Universities and Colleges Employers Association to the sector is to not pay any increase until notified.

743.2 Student Complaints Annual Report 2010-11 (C/11/49)

This annual report was tabled and noted.

743.3 Student Disciplinary Annual Report 2010-11 (C/11/50)

This annual report was tabled and noted.

743.4 Use of University Seal and Coat of Arms (C/11/51)

This report was received for information.

744 Date of next meeting

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

Tuesday 7 February 2012, commencing at 4.00pm at Missenden Abbey and
Monday 19 March 2012 at 4.00pm at Uxbridge

The meeting started at 6.00pm and finished at 7.05 pm.

Signed: _____ Date: _____
(Chair of Council)

Prepared by Registrar (Governance) – 23 November 2011
Checked by Clerk to the Council – 23 November 2011
Confirmed by the Chair – 12 December 2011