

## C O U N C I L

### Minutes of the meeting held on Monday 1 June 2020

**Present:** Vice-Chancellor, Warden of New College, Principal of Somerville, Ms Boyt, Professor Sir Rory Collins, Professor Coulson, Sir Chris Deverell, Fra' John Eidinow, Professor Essler, Professor Hamerow, Mr Harman, Professor Hobbs, Professor Johnson, Mr Kroll, Professor Lahiri, Professor Nobre, Mr Ovenden, Professor Trefethen, Head of the Humanities Division (Professor O'Brien), Head of the Medical Sciences Division (Professor Sreaton), Head of the MPLS Division (Professor Howison), Head of the Social Sciences Division (Professor Dame Sarah Whatmore), Senior Proctor (Professor Horobin), Junior Proctor (Professor Johnston), Assessor (Dr Swift).

**Student Member Representatives and representative of the Early Career Research Staff:** Anisha Faruk (President of Oxford SU) and Neil Misra (Oxford SU VP Graduates); Dr Gwilym Rowlands (Chair, Oxford Research Staff Society).

**Apologies:** Ray Williams (Oxford SU VP Access and Academic Affairs).

**Officers in attendance:** the Registrar, Pro-Vice-Chancellor (Development and External Affairs), Pro-Vice-Chancellor (Education), Pro-Vice-Chancellor (Planning and Resources), Pro-Vice-Chancellor (Research), Pro-Vice-Chancellor (Innovation), the Director of Finance, the Director of Legal Services and General Counsel, the Director of Public Affairs, the Executive Officer (Policy and Governance) in the Vice-Chancellor's Office, the Director of Planning and Council Secretariat, the Senior Assistant Registrar (Governance), the Assistant Registrar (Governance).

**Order of business:** the order of business was as set out in the minutes.

**Declarations of interest:** Council members were reminded to declare any interest that could give rise to a conflict in relation to any item on the agenda.

**Introductory matters:** the Vice-Chancellor reminded Council that this extraordinary meeting had been arranged at Council's request. It was intended to last around two hours and, in addition to covering updates on Covid-19 matters, the agenda included other items in order to spread these out over the remaining meetings this term. The next meeting would be held in three weeks' time, followed by the usual July meeting. After that, it was proposed to hold a meeting at the end of August or in early September, a few weeks before the Away Day on 25 September.

### I. ORDINARY BUSINESS

#### (A) Unreserved

1. **Unreserved minutes of the meeting held on 11 May 2020** (C(20)xlv-lvi)

The minutes were approved.

2. **Unreserved matters arising from the minutes of the meeting held on 11 May 2020 not otherwise on the agenda**

There were none.

3. **The Vice-Chancellor's unreserved business (above the line)**

The Vice-Chancellor reported on the following matters:

- The University's third annual Access Report would be published shortly. The following figures demonstrated slow but steady progress for those who started in MT 2019 compared with those who started in MT 2018:

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- the percentage of UK undergraduates admitted from state schools had risen from 55.6% to 62.3%;
- the percentage of UK undergraduates who identified as BAME had risen from 14.5% to 22.1%;
- proportion of UK undergraduates admitted from socio-economically deprived areas had risen from 8.6% to 12.2%; and
- the proportion of total UK students admitted who were from areas of low progression to HE had risen from 10.8% to 14%.

Not yet reflected in these figures was the impact of a number of new initiatives e.g. the increased UNIQ programme, Foundation Oxford and Opportunity Oxford. Due to the pandemic, UNIQ was being run completely online this year – it was hoped that progress on the other initiatives would not be affected.

- It had not yet been possible to make an appointment to the position of Head of the MPLS Division. Professor Howison had agreed to act as Interim Head for a further academic year. The job description would be revisited and the appointment process would begin again.
- An update on the recruitment of the first holder of the Hillary Rodham Clinton Chair of Women's History.

#### 4. **Covid-19**

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##### (a) *Update*\*\*

Council **noted** and **commented on** the updates provided.

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##### (b) *Michaelmas Coordination Group* (C(20)61-62)\*\*

Council **noted** the establishment of the Michaelmas Coordination Group, its membership and operating assumptions.

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##### (c) *College Contributions Committee* (C(20)64)\*\*

Council **took the actions** set out in the report.

#### 5. **Report from the Head of the Medical Sciences Division\***

The Head of the Medical Sciences Division gave an oral report addressing the following themes.

- The ten-year growth rates in the Division in term of students, staff, income and research income, and the Division's external research income in REF Panel A were ahead of the other top seven universities in the UK.
- Notable awards and honours given to members of faculty.
- Recent and current building projects.
- The development of the Global Health initiative and the planned identification of an academic lead for this area.
- The development of an Oxford Centre for Pandemic Preparedness, capitalising on an existing multidisciplinary network of infrastructure, expertise and collaborators, to help prepare better for future pandemics.
- The Division's current research work in the field of Covid-19, including:
  - £13m raised from philanthropy for the Covid-19 Research Response Fund;
  - testing;
  - vaccine development, noting the rapid progress from the sequencing of the genome to human testing and the current scaling up of production through the agreement with AstraZeneca;
  - drugs trials for potential therapies for Covid-19;
  - the development of a PhoneApp for contact tracing; and
  - developing support for mental health during the pandemic.

Council **noted** the report, welcoming the Division's achievements and ongoing work.

#### 6. **Unreserved report from the meeting of the General Purposes Committee held on 4 May 2020**

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*(a) Formation of a Sub-Committee to oversee Subsidiary Companies of the University (C(20)65)\**

The Registrar explained that the number and complexity of the University's subsidiary companies had grown to the point that their oversight by GPC alone was no longer thought sufficient. That had been confirmed by the recommendations of a report by PwC on the governance of the subsidiary companies. GPC's decision to set up a sub-committee for their oversight arose from those recommendations. The sub-committee would be able to oversee the companies in greater detail and act as a gateway to the creation of new subsidiary companies, with the aim of facilitating their development. The sub-committee would not however be involved in the oversight of subsidiary companies that were tied into divisional structures, nor of OUem or the OUPD group which had separately defined reporting and oversight structures.

Council **noted**:

- (i) the formation of a Sub-Committee to be responsible to GPC for oversight of commercial activity and governance of subsidiary entities in which the University owns/controls 50% or more (terms of reference and membership attached at Annex A);
- (ii) that oversight for the OUem Group would remain through Investment Committee to Council; OUPD Group through the Planning & Housing Steering Group.

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*(b) Annual Report of the Socially Responsible Investment Review Committee (C(20)66)\*\**

Council **took the actions** set out in the report.

7. **Congregation resolution on Fossil Fuel Divestment and Net Zero Investment: appointment of a new member to Investment Committee (C(20)67)**

The Registrar explained that one aspect of the resolution was for the appointment of a third nominated member to Investment Committee to review and engage with progress on divestment and engagement as set out in the resolution and report this to the chair of the Investment Committee. The proposed change in the regulations of Investment Committee implemented that part of the resolution; the proposed change would be submitted to Congregation given that it was in response to a resolution. The paper also proposed that the third appointed member of the Investment Committee should be identified by means of a nominating group, the proposed composition of which was set out in the paper.

The Vice-Chancellor reminded Council that it had in effect already agreed to make the proposed changes to the regulations when it had deemed the resolution to be acceptable.

Council:

- (i) **agreed to submit to Congregation** the changes in regulations proposed in Annex A; and
- (ii) **agreed** to the proposed means of selecting the individual set out in section (d)(2) of the paper.

8. **Annual report of the chair of the Research and Innovation Committee, 2019/20 (C(20)68)**

The Pro-Vice-Chancellor (Research) drew attention to the supporting paper on the work of the committee. He briefly explained, with further detail on supporting slides, that the committee continued to work across its full remit, but more slowly on some aspects due to the impact of Covid-19 on priorities and workloads. He drew attention to the work of the Covid-19 Research Steering Group which reported to the Michaelmas Coordination Group and would interact with the Research and Innovation Committee on certain key areas of activity. The Covid-19 Research Steering Group met every two weeks.

The Vice-Chancellor welcomed the important work being carried out under the auspices of the Research and Innovation Committee and the Covid-19 Research Steering Group.

Council **noted** the Committee's areas of strategic interest and activity.

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*Items for approval or report without discussion ('below the line').*

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9. **Unreserved matter arising from the minutes of the meeting held on 10 February 2020 not otherwise on the agenda**

*(a) Minute 15(a). Council self-review of effectiveness: changes to Statute VI*

Without discussion, Council **noted** that the changes to Statute VI, concerning Council, approved by Congregation on 3 December 2019, were approved by Her Majesty in Council on 20 May 2020 and therefore came into effect on that date.

10. **The Vice-Chancellor's unreserved business (below the line) (C(20)69)**

Without discussion, Council **noted**:

- (i) the OfS publications; and
- (ii) the UUK press statements.

11. **Governance relationship of Oxford University Press with Council (C(20)70)**

Without discussion, Council **noted** the report.

12. **Annual report of the meetings of the Committee for Development and Alumni Relations (C(20)71)\***

Without discussion, Council **noted** the summary report of the meetings held in 2019-20.

13. **Performance of the Oxford Endowment Fund (C(20)72)\***

Without discussion, Council **noted** the information.

14. **Any other unreserved business**

There was none.

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