

## COUNCIL

### Minutes of the meeting held on Monday 16 March 2020

**Present:** Vice-Chancellor, Warden of New College, Principal of Somerville, Dame Kate Barker<sup>1</sup>, Ms Boyt, Professor Sir Rory Collins<sup>2</sup>, Professor Coulson, Sir Chris Deverell, Fra' John Eidinow, Professor Essler, Professor Hamerow, Mr Harman, Professor Hobbs, Professor Johnson, Mr Kroll, Professor Lahiri, Mr Ovenden, Professor Nobre, Head of the Humanities Division (Professor O'Brien), Head of the Medical Sciences Division (Professor Screator), Head of the MPLS Division (Professor Howison), Head of the Social Sciences Division (Professor Dame Sarah Whatmore), Senior Proctor (Professor Maiden), Junior Proctor (Professor Marnette), Assessor (Professor Whyte).

**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:** Professor Trefethen, Pro-Vice-Chancellor (Innovation), 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), 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).

**In attendance:** Assessor-elect (Dr Swift); Dr Rebecca Surender, Advocate for Equality and Diversity and Pro-Vice-Chancellor (for items 8-23); Liesl Elder, Chief Development Officer (for item 5); Julian Duxfield, Director of Human Resources (for items 6-9); Iain Critchlow, Director of Asset and Space Management (for items 13(a) and (b)).

**Order of business:** item 4 was taken after item 15.

**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 explained that the meeting had been moved to the lecture theatre in the Blavatnik School to enable those present to spread out more given the advice with regard to Covid-19. She advised that for the immediate future Council meetings were likely to take place virtually and asked all present to download MS Teams.

The Vice-Chancellor thanked those for whom this was their last meeting of Council: Dame Kate Barker, who as member of Council and chair of the Audit and Scrutiny Committee had made a great contribution to the University; the outgoing Proctors and Assessor; and Dr Mike Glover, Director of Planning and Council Secretariat.

The Vice-Chancellor welcomed the Assessor-elect, Dr Helen Swift, to her first meeting of Council as an observer.

## I. ORDINARY BUSINESS

### (A) Unreserved

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<sup>1</sup> For items 1-26.

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1. **Unreserved minutes of the meeting held on 10 February 2020** (C(20)i-xii)

The minutes were approved.

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

(a) *Minute 2: Extension to the University's 100-year £750m bond. Summary of the completed bond tap\**

The Vice-Chancellor drew attention to the clarification provided on the agenda sheet.

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

The Vice-Chancellor reported on the following matters:

- The conclusion of the UCU strike and the postponement of the new ballots which had been due to begin on Tuesday 17 March.
- The current position with regard to the recruitment of a new head of the MPLS Division.
- Two recent incidents of no-platforming by students – Professor Selina Todd's invitation to an event being held on college premises had been withdrawn, and the former Home Secretary, Amber Rudd, had had her invitation to a student society event withdrawn at very short notice. The History Faculty had condemned the no-platforming of Professor Todd and the University had expressed its strong disapproval of the no-platforming of Amber Rudd.

After discussion, Council **agreed** that a strong statement should be made to clarify the University's position that 'Any society that no-platforms an invited speaker will be denied access to University premises'.

CONFIDENTIAL 4. **Covid-19 preparations\*\***

Council **noted** and **commented upon** the oral reports.

5. **Annual report on Development and Fundraising \***

The Pro-Vice-Chancellor (Development and External Affairs) drew attention to the background papers provided<sup>3</sup> which set out what the Oxford Thinking Campaign had achieved, particularly in terms of endowment funding, buildings, and student support. Matched funding schemes had been a prominent feature. The total raised when Oxford Thinking had closed on 31 July 2019 was £3.34bn.

The Chief Development Officer:

- outlined the current priorities and explained how they were all closely aligned with the Strategic Plan;
- reported that Budget Sub Committee and PRAC had approved funding for new development posts and that Strategic Capital Steering Group was considering proposals for funding additional fundraising for the Schwarzman Centre and for the Life and Mind Building; and
- outlined some of the emerging fundraising themes.

The Pro-Vice-Chancellor (Development and External Affairs) outlined his unfinished priorities as he looks towards stepping down from his role in due course.

<sup>3</sup> Summary of the impact of the Oxford Thinking Campaign (C(20)17) and Final Campaign impact slides (C(20)18).

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In discussion, the point was made that articulating, for the purpose of fundraising, the synergies between the departments due to occupy the Life and Mind Building had helped to identify further synergies and deepen existing ones.

Council **noted** the report.

6. **Report of the meetings of the Planning and Resource Allocation and Personnel Committees held on 18 February and 5 March 2020 (C(20)19)**

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

7. **Proposed Membership of the Review Group to Conduct the 10-year Review of the EJRA (C(20)20)\***

The Director of Human Resources introduced this item, reminding Council that when the EJRA was established a commitment was made that it would be reviewed after five and 10 years. For consistency, there was some overlap between the membership of the mid-term review group and that proposed for the 10-year review.

Council

- (i) **approved** the current nominees for the Review Group;
- (ii) **authorised** the Vice-Chancellor to approve the final membership of the Group; and,
- (iii) **approved** the proposed scope for the Group.

On a separate matter, the Director of Human Resources reported that the University's response to the second of three consultations on the USS pension scheme was due over Easter. The USS review working group would consider a draft response, and Council would be asked to approve it by correspondence.

8. **Revised University Equality Policy (C(20)21)**

The Advocate for Equality and Diversity reminded Council that it had welcomed the draft revisions to the Equality Policy at its meeting on 4 November, but had asked for the newly introduced term 'inclusion' to be defined within the policy and for that definition to be brought back to Council for approval. The definition now proposed was highlighted in the paper; it had been extended after discussion at Personnel Committee to put the responsibility for promoting inclusivity on both the institution and the individual. The policy's links with the University's statement on freedom of speech had also been strengthened in the light of recent events and the risk analysis for the policy as a whole would also address that issue and the paper would be amended accordingly.

In discussion, the proposed definition as extended by Personnel Committee was welcomed. The question was raised about responsibility for resourcing the policy. However, given that the remainder of the policy had been accepted by Council at an earlier meeting, it was suggested that that should be considered further in discussions in implementing the Strategic Plan.

Council **approved** the revisions to the University's Equality Policy, as presented in Annex A of the paper.

9. **Report of the Personnel Committee held on 5 March 2020 and of the meeting of the Education Committee held on 13 March 2020 (C(20)22)**

- (a) *Public Sector Equality Duty – annual equality report 2018/19 and updated equality objectives (C(20)22)*

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The Advocate for Equality and Diversity explained that the deadline for publishing the Equality Report was 30 March each year. That deadline did not dovetail well with the University's ongoing equality review ahead of the institutional Athena Swan and Race Equality Charter applications, and therefore it had been decided to make only relatively minor changes to the equality objectives now, and to undertake a more comprehensive review over the coming twelve months. The principal change to the equality objectives relating to staff was to increase the minimum percentage of women on Council and each of its main committees from 30% to 35%, as the original target was now being consistently met.

The Pro-Vice-Chancellor (Education) drew attention to the inclusion in the equality objectives of the revised targets now in the Access and Participation Plan, replacing those formerly in the OFFA Agreement. He also advised that Education Committee had agreed the proposed new target of halving the undergraduate gender attainment gap by 2024/25 and eliminating it by 2030.

In discussion, the following were among the points raised.

- In Equality Objective 1(8), relating to making a successful application for an institutional Athena Swan silver award, a new target date of 2021 should be explicitly stated.
- On the plan to close the gender attainment gap, it was explained that the first step was to set the targets stated above to help force movement. It was thought that the means to achieving the objective was inclusive teaching, which had proved successful elsewhere. Education Committee would engage with Divisions on this. The objective was recognised to be ambitious.
- On the draft Equality Report itself, the rate of successful applications by females for jobs in professional and management roles looked disproportionately high.

#### Council

- (i) **endorsed** the draft Equality Report for publication on the University website by the statutory deadline of 30 March 2020 (see section (d)(1) and Annex B);
- (ii) **noted** the staff and student equality gaps and actions underway to address them (see sections (d)(2) and (d)(3) and the diversity data in Annex B); and
- (iii) with the change to Equality Objective 1(8) above, **approved** the recommended updates to the University's equality objectives for publication by 30 March 2020 as set out in section (d)(4).

#### 10. Congregation resolutions

##### (a) *Phasing out of the graduate application fee (C(20)23)\**

The Pro-Vice-Chancellor (Education) reminded Council that it had agreed by correspondence that the resolution to phase out the graduate application fee was unacceptable and that a Congregation debate had therefore been held on 10 March. The meeting had been reasonably well-attended and the resolution had been rejected by 100 votes to 50. A postal vote had now been requested. Council would be informed of the final result in due course.

The Oxford SU Vice-President (Graduates) asked whether, if the fee was not phased out, the funding could be directed to support graduate access schemes. The Pro-Vice-Chancellor (Education) explained that, as set out in the flysheet circulated with the *Gazette* last week, the cost of supporting the application process was £68 per applicant, meaning that only a small proportion (10%) might be in principle be available to be vired away from those activities it currently funded were that thought to be desirable.

Council **noted** the report.

##### (b) *Fossil fuel divestment and net zero investment (C(20)42)\**

The Pro-Vice-Chancellor (Development and External Affairs), chair of the Socially Responsible Investment Review Committee (SRIRC) introduced this item. He explained that:

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- the discussions around fossil fuel divestment had been ongoing over a number of years;
- the University's academic experts in sustainable investment and climate change, the Oxford Climate Justice Network, and OU Endowment Management all felt that compromises had been made, resulting in a resolution which reflected an absolute recognition that climate change was an enormous issue and that forward-looking and progressive steps were required;
- complete divestment was rather a blunt instrument and the resolution therefore sought further engagement and increased oversight and reporting in parallel;
- the University had no direct investments, and only 0.6% of indirect investments, in fossil fuel extractors. The first part of the resolution therefore formalised current good practice and committed the University to continue it;
- the second part of the resolution concerned engagement on net-zero plans. The detail of any restrictions would need to be worked through;
- the third part of the resolution was critical to its success. The additional member of the Investment Committee would not have a role in investment decisions as this was a regulated activity, carried out by OUem;
- as drafted, the resolution did not have a detrimental impact on the fiduciary responsibilities of Council members as trustees.

In discussion, acknowledging the extensive consultation undertaken and the compromises reached, by a number of committed students and knowledgeable academics, Council:

- (i) **deemed the resolution acceptable**, noting that that would mean that the resolution would be declared carried and, subject to (iii) below, the meeting of Congregation on 28 April would be cancelled;<sup>4</sup>
- (ii) in so doing, **approved** the statement to be published in the Gazette of 26 March set out at (d)(6) below;
- (iii) **noted** that if an amendment to the resolution was received by the deadline of noon on Monday 20 April, Council would need either to decide its course of action in respect of those amendments for the meeting on 28 April, or decide to adjourn proceedings until 19 May 2020 (week 4) to consider its response to the amendment<sup>5</sup>; and
- (iv) **agreed**, in the event of an amendment meaning that a vote was taken on the resolution, to delegate to the Vice-Chancellor the decision as to whether or not to call a postal vote, depending on the outcome of the vote in the house (unless in the meantime 50 members of Congregation called for a postal vote by the deadline).

#### 11. Oral report from the Chair of the Planning and Resource Allocation Committee\*

This item was taken together with item 12 below.

The Pro-Vice-Chancellor (Planning and Resources) gave a presentation covering the work of PRAC, the University's income and expenditure, its overall financial position and future challenges and purposes of the Green Paper and the proposed White Paper. He highlighted a number of key points.

The Director of Finance explained the background to the Green Paper. He commented that the monitoring mechanisms used in recent years – the EBITDA target, and the quarterly forecasts – did not encourage the taking of a longer-term view. The Green Paper identified

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<sup>4</sup> Under the provisions of Sect 7 (1) of Statute IV.

<sup>5</sup> Council would need to decide its course of action by the morning of 21 April to enable the relevant notice to be published in the Gazette.

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and set out the financial problem facing the University and the White Paper would propose the way forward. The intention was to bring the White Paper to Council's September Away Day, and then to a subsequent meeting in Michaelmas term for approval.

Following discussion, the Vice-Chancellor welcomed the Green Paper as a clear and valuable contribution to addressing the financial issues facing the University.

Council **noted** the report.

12. **Finance Green Paper. Report of the meeting of Finance Committee held on 17 February 2020, and of PRAC held on 18 February 2020 (C(20)24)\***

The discussion on this item is included in item 11 above.

On the recommendation of Finance Committee and PRAC, Council **approved** the final version of the Green Paper for internal publication.

13. **Reports from the meeting of Finance Committee held on 17 February 2020**

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(a) *Intelligent Client Function (C(20)25)\*\**

On the recommendation of Finance Committee, Council **approved** the proposal for the Intelligent Client Function which will establish the University's requirements and protect its interests within the context of the commercial arrangements of the joint venture partnership.

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(b) *Court Place Gardens Initial Response (C(20)26)\*\**

On the recommendation of Finance Committee, Council **took the actions** set out in the report.

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(c) *Winchester Road Development (C(20)27)\*\**

On the recommendation of Finance Committee, Council **took the actions** set out in the report.

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(d) *Inclusion of the Oxford Internet Institute in the Humanities Building on the Radcliffe Observatory Quarter (C(20)28)\*\**

On the recommendation of Finance Committee, Council took the actions set out in the report.

(e) *Tinbergen Asbestos Containing Materials (ACM) Removal and Demolition – Tinbergen Redevelopment Project (LaMB) (C(20)29)\**

The Pro-Vice-Chancellor (Planning and Resources) explained that the cost of the stripping out of the asbestos was higher than originally expected. A virement was therefore proposed, from the budget for the rebuild to that for the demolition.

On the recommendation of Finance Committee, Council **approved** the transfer of funding from the LaMB project to the ACM and Demolition project.

(f) *Parks College (Radcliffe Science Library and Inorganic Chemistry Teaching Laboratory Redevelopment) (C(20)30)\**

The Pro-Vice-Chancellor (Planning and Resources) explained that the proposal was to provide funding from within the approved budget for the project to proceed to the next stage.

On the recommendation of Finance Committee, Council **approved** the release of funding from the approved budget to:

- (i) progress the design to the end of RIBA Stage 4;
- (ii) complete the RSL decant to achieve vacant possession;
- (iii) appoint a contractor under a Pre-Contract Services Agreement (PCSA) to work with the design team from RIBA Stage 4 onwards; and

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- (iv) progress the 2nd stage contractor tender to the point of the target contract date in July 2020.

14. **Unreserved report of the meeting of the General Purposes Committee on 24 February 2020 (C(20)31)\***

*(a) Report of the Health and Safety Management Sub-Committee*

The Registrar drew attention to the following aspects of the ongoing review, which would result in an action plan and a more systematic approach to health and safety management in the University:

- the circulation of the survey on health and safety culture in the University to provide an evidence base;
- consideration of a new structure for health and safety management and the development of a competency framework for those dealing with safety issues in, for example, hazardous environments; and
- possible changes in governance.

In discussion, the progress on the review was welcomed.

Council **noted**:

- (i) the update on the University's Health & Safety Review;
- (ii) the decision to separate new University health and safety policy statements from guidance, such that only the policy statements require approval through the University health and safety committees;
- (iii) the decision to transfer environmental management to the remit of the health and safety committees, rather than the Sustainability Steering Group; and
- (iv)** the other issues considered by the Health and Safety Management Subcommittee.

15. **Annual report of the Head of the Social Sciences Division\***

This item was deferred due to pressure of business. It was agreed that the prepared slides would be made available to Council members on SharePoint.

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

16. **Decision by circulation**

*(a) Response to UUK consultation on the USS pension scheme*

Without discussion, Council **noted** that, following the circulation on 25 February, no amendments to the draft response were proposed by members of Council and the response had therefore been submitted without change.

17. **The Vice-Chancellor's unreserved business (below the line) (C(20)32)**

Without discussion, Council **noted**:

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

18. **Report on the Self-Review of Personnel Committee in 2019 (C(20)33)\***

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

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19. **Budget for Canvas@Oxford: report from the meeting of IT Committee held on 31 January 2020 (C(20)34)**

Without discussion, Council **approved** an increase in the overall budget of £582k, to a total of £7,988k, to support the implementation of Canvas, including early-life support and the licence fee for three years, the increase being funded from within the IT Development budget.

20. **Oxford City Local Plan 2016-2036: Main Modifications following close of the Examination (C(20)35)\***

Without discussion, Council:

- (i) **approved** the submission of the proposed responses to the Oxford City Council Local Plan Main Modifications as set out in Annex A to this report; and
- (ii) **delegated** to the Chairs of PRAC and BESC the final detailed submissions to the City Council, to be made by 27 March 2020 using the format specified in the consultation.

21. **Report of the meeting of the Planning and Resource Allocation Committees held on 18 February 2020 (C(20)36)**

(a) *Space Allocation: FMRIB building\**

Without discussion, Council **approved** the actions set out in the paper.

22. **Performance of the Oxford Endowment Fund (C(20)37)**

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

23. **Any other unreserved business**

There was none.

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