

## C O U N C I L

### Unreserved minutes of the meeting held on 29 November 2021

**Present:** Vice-Chancellor, Ms Becker<sup>1</sup>, Mrs Boyt, Mr John Bowers, Professor Sir Rory Collins, Professor Daley, Fra' John Eidinow, Professor Essler, Professor Fabre, Mr Harman (on Teams), Professor Hobbs, Mr Kroll, Professor Lahiri, Professor Nobre, Professor Sánchez-Ancochea, Professor Schekochihin, Professor Trefethen, Chair of Conference of Colleges (Baroness Jan Royall), Interim Head of the Humanities Division (Professor Grimley), Head of the MPLS Division (Professor Howison), Head of the Medical Sciences Division (Professor Screator)<sup>2</sup>, Head of the Social Sciences Division (Professor Power), Senior Proctor (Ms Lucinda Rumsey), Junior Proctor (Dr David Johnson), Assessor (Dr Bettina Lange).

**Student Member Representatives and representative of the Early Career Research Staff:** Devika Devika (SU Graduates), Safa Sadozai (VP Access and Academic Affairs) and Dr Hilary Wynne (Representative of the Early Career Research Staff)

**Apologies:** Sir Chris Deverell, Anvee Bhutani (SU President)

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

**In attendance:**

Kirsten Gillingham (Director of Finance Operations) (Items 3 and 4)

Ben Heath (Director of Technical Accounting & Reporting) (Items 3 and 4)

**Introductory matters:** the Vice-Chancellor welcomed everyone to the meeting.

The main themes were: the annual report of the Audit and Scrutiny Committee, approval of the financial statements, capital projects and the University Risk Register. There were also a number of important items on the reserved agenda.

**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. These would be noted in the footnotes of the minutes of the meeting.

### I. ORDINARY BUSINESS

#### (A) Unreserved

CONFIDENTIAL 1. **Meeting held on 1 November 2021** (C(21)civ-cxii)

(a) *Unreserved minutes*

The minutes were approved.

(b) *Matters arising from the unreserved minutes of the meeting held on 1 November 2021 not otherwise on the agenda*

There were none.

<sup>1</sup> Left during item 6 (14:45) and returned during item 7 (15:20)

<sup>2</sup> From item 5 (b) to item 17 inclusive

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CONFIDENTIAL 2. **The Vice-Chancellor's unreserved business (above the line)\*\***

The Vice-Chancellor reported on the following items of business:

*Covid:*

Council noted the oral update.

*Other Issues:*

- The results of the UCU ballot were now known and at Oxford neither ballot, pensions nor pay, had met the threshold for strike action or action short of a strike to take place. UCU had decided to rebalot Universities such as Oxford where the threshold had been missed
- The Office for Students had appointed John Blake as its new Director for Fair Access and Participation. The government approach and metrics had now changed and universities would have to review and revise their five year participation plans as a result.
- The Freedom of Speech Bill had stalled following the second reading in July 2021 and the committee stage in September 2021.
- The gift from the Alexander Moseley Charitable Trust had been in the news. Council was asked to note that the funding of this gift did not come from Oswald Moseley. The funding was provided by a trust established by the parents of Alexander Moseley grandson of Oswald Moseley, and a student of St Peters who died tragically. Gifts from the Trust were provided to build student accommodation for St Peter's College, to establish a Professorship of Biophysics, and to fund the Foundation Year at by Lady Margaret Hall The Charitable Trust made donations to a range of universities and other charities across the UK
- The admissions period was open and interviews would be conducted on-line as they were last year.
- A £30m gift from GlaxoSmithKline will enable the creation of a collaboration to establish the Oxford-GSK Institute of Molecular and Computational Medicine.

CONFIDENTIAL 3. **Annual Report from the Audit and Scrutiny Committee, 2020/21 (C(21)130)\*\***

Mr Nicholas Kroll, as Chair of the Audit and Scrutiny Committee, introduced this item. He drew attention to the internal audit opinion which was 'generally satisfactory, with some improvements required'. This opinion was the same as last year, which had been an improvement upon the previous year. Maintaining this improved position was to be commended and reflected the focus the University had given to higher risk areas. It was acknowledged that Council had already considered two significant areas (health and safety and cyber-security) at its September 2021 Away Day and that the Registrar had been working to strengthen assurance work.

In terms of the Financial Statements, the Committee had fully engaged with the Finance Division and the external auditors during the review process, had examined the assurance reports, providing challenge where necessary. The Committee had carefully considered the letter of representation from Council to the external auditors and recommended it to the Vice-Chancellor for signature. The Committee had also reviewed the financial statements from an assurance and control perspective, in accordance with its terms of reference, and was content to recommend them to Council.

Council thanked the Chair of the Audit and Scrutiny committee and the committee for its work over the last year.

Council:

- (i) **received** the annual report of the Audit and Scrutiny Committee for 2020/21, following which the summary will be published on the University website; and
- (ii) **approved** the letter of representation from Council to the external auditors.

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#### 4. **2020/21 Financial Review**

(a) *Office for Students: Going concern evaluation (C(21)131)\**

The Chief Financial Officer thanked the Chair of the Audit and Scrutiny Committee (ASC) for the work done to scrutinise the accounts and introduced the 'Going Concern' paper (C(21)131). As Trustees of the University he asked Council to **confirm** that the University continued to be a 'Going Concern' explaining that the forecasts had taken into consideration the available cash and on-going costs for the next 12 months, and that sensitivity testing against the medium term financial forecasts had been conducted.

Council **confirmed** that the University was a 'Going Concern'.

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(b) *A joint report of the meeting of the Finance Committee held on 8 November 2021 and the Planning and Resource Allocation Committee on 9 November 2021 (C(21)132) \*\**

The Chief Financial Officer reported on key items within the Financial Statements.

The Vice-Chancellor thanked the Chief Financial Officer and team for their work in producing all of the required documentation.

(i) Council **approved** the Financial Statements for the year ending 31 July 2021.

(ii) Council **approved** the Financial Review as part of the University's Financial Statements, following updates based on feedback from Finance Committee and Audit and Scrutiny Committee as set out in paper.

#### 5. **Further reports from the meeting of Finance Committee held on 8 November 2021**

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(a) *Court Place Gardens: Legal Agreements and Council Delegation (C(21)133)\*\**

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

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(b) *Schwarzman Centre for the Humanities (C(21)134)\*\**

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

RESTRICTED

(c) *Report from the Strategic Capital Steering Group: iTransform (C(21)135)\*\**

Council **noted** the report.

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#### 6. **Annual report from the Chair of the Personnel Committee \*\***

The Pro-Vice-Chancellor (People and GLAM) provided an oral report and presentation on the priorities for the coming year.

The PVC (People and GLAM) thanked members for their comments noting that conversations were already happening with regards to the teaching commitments and appropriateness of workload for APs.

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#### 7. **University Risk Register (C(21)136) \*\***

The Director of Assurance attended for discussion of this item.

The Registrar introduced the updated University Risk Register, which had been considered by Audit and Scrutiny Committee and GPC, explaining that it had not changed significantly since it was last approved by Council. One additional risk had been added by GPC.

In discussion, a number of points were raised including:

- The Chair of the Audit and Scrutiny Committee noted that progress had been made over the course of the year in terms of engagement and that GPC was now reviewing the risk register prior to its presentation to Council.

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- It was suggested that, as the register was developed, it might be helpful to separate some of the risks relating to undergraduate and graduate students as the issues were often quite different.

Council **approved** the updated University Risk Register.

#### 8. **Annual report to Council from the Head of Division Mathematics, Physical and Life Sciences** \*\*

The Head of the Mathematical, Physical and Life Sciences Division gave a presentation outlining the priorities for the division going forward emphasising that the strategy was not considered to be a straightjacket. He emphasised that this was a divisional perspective, complementing but not duplicating departmental and/or central University thinking.

During his presentation he drew attention to the following:

- The four major strands of research that the division were focussing on, these being: Climate, Energy & Net Zero Carbon, Food Security & Biodiversity, and Sustainability & the Environment;
- The immense challenges in conducting research within these spheres was not to be underestimated and all of these areas were broad and complex;
- The division had a number of connected core disciplinary strengths. Alongside the immense range of core disciplinary research in departments, the Division was promoting links in far-reaching areas including:
  - AI and Data Science;
  - Physical Sciences for Health;
  - Quantum Science and Technology;
  - Space Technology, and
  - Functional Materials.
- There were a number of key support mechanisms that enabled staff to do their work. These were grouped as follows:
  - Public Engagement with Research – members of Council were encouraged to go and look at the Oxford Sparks science portal <https://www.oxfordsparks.ox.ac.uk/>;
  - Engagement with external innovation zones and institutes so that policy was both understood and engaged with;
  - Science Research Fund (SRF) and Science Innovation Fund (SIF) support;
  - Networks including research forums and thematic proposition developments;
  - Support for complex projects and partnerships, and
  - Funder and policy engagement alongside the Research Support Office.
- The range of innovation and impact within the division was demonstrated with external investment in portfolio companies being £411m last year and the example of the YASA train acquisition by Mercedes. This level of investment was being used to support both the future pipeline and the innovation districts around Oxford.
- The division was involved in science education and training for the 21<sup>st</sup> century in a number of ways and was keen to think more broadly about promoting access and diversity. MPLS runs a bridging programme with 300 participants each year, with the intention of helping them 'land appropriately'.
- A key consideration was to consider the longer term financial sustainability of the division by thinking about 10 year plans (academic, people, financial and estates) so that thinking at scale could be achieved. Both Begbroke and Osney developments were important to this alongside the need for a measure of continuity;
- There were currently 710 Faculty, 1200 researchers, 3900 undergraduates, 3500 postgrads and 980 professional services staff all of whom needed to be aware of links both within and outside of the division to other provision. To enable this there was an emphasis placed on ED&I, Health and Safety, communities of practice and close linkage to central units.
- It was important to realise that in addition to having the right balance of staff, the buildings in which they both taught and did their research had a highly variable standard of building condition and functional suitability;
- In light of the above bullet point, one of the key strategic objectives going forwards was to have a world leading city centre science campus that was functionally appropriate,

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that clustered academic synergies, was flexible and adaptable as well as being environmentally and financially sustainable. The division was looking forward to the new estates strategy as it would enable their work to continue.

In discussion Council noted the success of the spinouts and how it was important to maintain relationships with their founders to ensure that future seed funding and investment was forthcoming. There was also a discussion about how interdisciplinary work could be enabled with other departments outside of the division and the Head of the MPLS Division made it clear that intellectual boundaries were not recognised within MPLS: “we will work with anyone” being the maxim applied. The PVC (People and GLAM) thanked the division for its work on inclusion and noted investment in leadership continued to be important.

9. **Matters arising**

(a) *Chair’s Action* (C(21)137)\*\*

Council noted the paper and agreed to discuss further at a future meeting.

*Items for approval or report without discussion (‘below the line’)*

9. **Matters Arising**

(b) *Oxford University Press (OUP)* (C(21)138)

Without discussion Council **noted** the paper that provided information on the governance and decision making of the OUP.

10. **The Vice-Chancellor’s unreserved business (below the line)** (C(21)139)

Without discussion Council **noted**:

- (i) the OfS publications; and
- (ii) the UUK Press Statements.

11. **Prevent duty: accountability and data return to the Office for Students** (C(21)140) \*

Without discussion Council:

- (i) **noted** the outcome of the annual report submitted to the OfS in December 2020 (section (d)(i)) of the paper);
- (ii) **noted** the information on the University’s implementation of the Prevent duty over the course of the last academic year, as set out in Annex A and, in light of this,
- (iii) **considered** and **approved** the draft Prevent annual accountability statement, set out in section (d)(ii) of the paper and the data return attached at Annex B, for the period 1 August 2020 – 31 July 2021, for submission to the OfS by 1 December 2021.

12. **Report from the Audit and Scrutiny Committee for Michaelmas term 2021**

(a) *Michaelmas term report* (C(21)141)\*

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

(b) *Proposed revisions to the University’s Auditor Independence Policy* (C(21)142)\*

Without discussion Council **approved** the suggested revisions.

13. **Report from the meeting of the Planning and Resource Allocation Committee, 9 November 2021**

(a) *Value for Money Annual Report 2020/21* (C(21)143)\*

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Without discussion Council **noted** the report.

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*(b) NMD – Improving lab provision at the Old Road Campus (C(21)144)\*\**

Without discussion Council **took the actions** set out in the report:

14. **Schedule for Council's meetings during 2021/22 (C(21)145)\***

Without discussion Council **approved** the schedule for Council's meetings during 2021/22, as attached at Annex A.

15. **Unreserved report of the meeting of the General Purposes Committee held on 15 November 2021 (C(21)146)**

*(a) Proposed disbandment of the Committee for Development and Alumni Relations (CDAR)*

Without discussion Council **agreed** that:

- (i) the Committee for Development and Alumni Relations be disbanded and that the regulation changes set out in **Annex A** be made;
- (ii) the Alumni Board and the Oxford North American Office report exclusively to the Pro-Vice-Chancellor (Development and External Affairs).
- (iii) responsibility for items on CDAR's Risk Register be transferred to the Pro-Vice-Chancellor (Development and External Affairs), it be expanded to include risks from the Public Affairs Directorate and that the Portfolio Executive Group reviewed the Risk Register twice per year.

*(b) Congregation: proposal for elections and voting by electronic process only\**

Without discussion Council **agreed**:

- (i) that all Congregation elections move to a wholly electronic format with nominations being made via e-mail or web form and, in the event of contested elections, the ballot being outsourced to an external independent company;
- (ii) that any postal votes required following a Congregation meeting be moved to an electronic format, being outsourced to an external independent company; and
- (iii) with agreement for the move to an electronic format postal votes, that the amendments to Congregation Regulations 2 of 2002 set out in Annex B be **approved** for submission to Congregation.

16. **Performance of the Oxford Endowment Fund (C(21)147) \***

Without discussion Council **noted** the information.

17. **Any other unreserved business**

There was no other business

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