

UNRESERVED MINUTES

THE UNIVERSITY OF LIVERPOOL

COUNCIL (1031)

MEETING OF THE COUNCIL

23rd November 2017

Present: The President (in the Chair); the Vice-President; the Vice-Chancellor; the Deputy Vice-Chancellor; the Pro-Vice-Chancellor for Research and Impact; Dr A Scott; Ms C Booth; Dr P Johnson; Dr R Platt; Mrs P Young; Dame L Muirhead; Mrs A Pointing; Mr S Butler; Mr E Fishwick; Professor F Beveridge; the President of the Guild of Students; Professor S Dawson; Professor B Gibson

Apologies: The Pro-Vice-Chancellor for Education; Professor R McGrath

Clerk to Council: Dr A Fairclough.

In attendance: Ms N Davies, Director of Finance, attended for item 4.1 - HEFCE Accountability Returns
Mr A Flett, Deputy Director of Libraries, Museums and Galleries, attended for item 4.3 – Heritage and Culture Strategy

COUNCIL AND MEMBERSHIP MATTERS

1.1 Council Membership

RECEIVED and **NOTED:**

- i. Council membership for 2017/18.

1.2 Statement of Primary Responsibilities

RECEIVED and **NOTED:**

- i. The Statement of Primary Responsibilities for Council, last revised in October 2015.

1.3 Roles and Responsibilities: Diversity and Equality

RECEIVED and **NOTED:**

- i. A statement defining the role of committees in ensuring appropriate approaches to D&E are embedded in the way the University does its business.

1.4 Statement of Policy and Procedure on Disclosures of Interest

RECEIVED and **NOTED:**

- i. The University's Statement of Policy and Procedure on Disclosure of Interest.

1.5 Disclosures of Interest

Members of Council were invited to disclose any potential conflicts of interest they had in relation to items on the agenda. Any such conflicts are noted under relevant minute headings.

MINUTES/COMMUNICATIONS

2.1 Minutes of the Meeting held 5th July 2017

AGREED:

- i. The minutes of the meeting held 5th July 2017 should be approved as an accurate record.

2.2 Minutes of the Away Day held 5th October 2017

AGREED:

- i. The minutes of the Away Day held 5th October 2017 should be approved as an accurate record.

2.3 Matters Arising on the Minutes

- a. USS Pension Position (item 1.2x refers)

[Mr Sam Butler had previously disclosed an interest as his employer represented the USS]

REPORTED:

- i. Following the last discussions in September, Universities UK (UUK), on behalf of USS employers, had proposed changes to the USS pension scheme.
- ii. The proposal was to move to a market-leading DC scheme (with death and incapacity benefit provision), but with an option to reintroduce DB benefits if the scheme funding improved at future valuations.
- iii. Negotiations were taking place with the Joint Negotiating Committee and staff would be consulted. UCU had issued a statement announcing that it would ballot members for industrial action over proposed changes to the USS Pension. The ballot would open on Monday 27 November and close on Friday 19 January 2018.
- iv. The University had initiated an industrial action planning group which would seek to ensure that the impact on students of any action would be minimised.

- v. As part of the broader institutional planning for changes to USS, a green paper on potential changes to staff benefits had been submitted to Senate, and the recommendation to develop further these proposals was endorsed.
 - vi. The Chair of Audit Committee had raised the issue as a strategic risk that would need to be managed.
- b. General Data Protection Regulations / Data Protection Act (item 4 refers)

REPORTED:

- i. There had been an item from the Mail on Sunday about universities using a wealth screening survey, related to identifying individuals who might make bequests to institutions. The Information Commissioner's Office was investigating potential breaches of the Data Protection Act.
- ii. The University had undertaken screening in 2015 but had not done this since the ICO had issued advice in February 2017 and had no plans to undertake further screening until firm guidance associated with GDPR was available.
- iii. The University's privacy statement had been modified to improve transparency.

2.4 President's Communications

- a. Action Taken on Behalf of Council Since the Last Business Meeting

ENDORSED:

- i. Offer of an Honorary Degree of Doctor of Medicine to Professor Jane Dacre
- ii. Protocols for Election of an Elected Senate Representative on Council
- iii. Appointment of a Lay Member of Animal Welfare and Ethical Review Body (AWERB)
- iv. Appointment of a Co-opted Member of Audit Committee – Ms Phoebe Zhang
- v. Appointment of a University Nominated Director of University of Liverpool Pension Fund Trustees Ltd (ULPFT) – Ms Nicola Davies, the University's Director of Finance
- vi. Institutional input to the UUK response to a Universities Superannuation Scheme consultation

- b. HEFCE Assurance Review

REPORTED:

- i. HEFCE would visit the University on 26th June to undertake a HEFCE Assurance Review. This was a five-yearly exercise to test the reliability of annual assurance

processes and the evidence on which they are based. It would involve a schedule of meetings between the HEFCE assurance team and University Committee Chairs and Managers from the University. Briefings would be provided for everyone involved.

2.2 Vice-Chancellor's Communications

a. University Management Conference

REPORTED:

- i. The recent two day management conference at Carden Park was felt to have been a success. As there were significant benefits from the event, the event would be repeated next year.
- ii. An additional half-day conference was being planned for Spring, to be held on campus and focussed on Strategy. Members of Council would be invited to attend.

b. Teaching Excellence and Student Outcomes Framework

REPORTED:-

- i. The University received its TEF3 metrics on 6th November. These showed an improvement compared to TEF2 metrics but there were two negative flags. Although these flags generated an initial hypothesis of bronze, the metrics were stronger than for TEF2 and also included a top 10% position for the continuation metric.
- ii. The PVC Education had convened a TEF3 writing group that had defined an approach for collecting evidence to support the provider submission and analysed HEFCE lessons learned documents and Gold submissions from last time to identify good practice. Members of the group had attended briefings and webinars and were now drafting the content.
- iii. Senior Executive Group would make the final decision about whether to make a submission but Council would be given an update on progress before the submission deadline of 18th January 2018. Results would be published in June 2018.
- iv. HEFCE were also running a subject-level pilot exercise involving 50 institutions. Although the University was not participating in the pilot it would receive benchmarking data at subject level. This would be useful in understanding the University's position against 35 subjects being tested.

c. VC's Engagements

REPORTED:

- i. Since the last meeting of Council, the VC had visited, met with, hosted or attended meetings regarding the following:-

22 November Heseltine Festschrift Seminar
 21 November Panel Debate for Wonkhe/UPP Foundation Policy Forums –
 Accountability, London
 20 November Keynote at Royal Society Conference, Creating Connections,
 Manchester
 08 November Keynote at UUK Conference on tackling harassment, London
 07 November Keynote at Chartered Association of Business Schools Annual
 Conference, Birmingham
 03 November UUK UK Board & meeting with Chair of the Medical Schools
 Council, London
 02 November Private meetings with Bill Esterson MP for Sefton and Marie
 Rimmer MP for St Helens, Westminster
 Keynote at SOAS University of London, Board of Trustees Dinner
 01 November Leverhulme Trust Lecture and Dinner, London
 31 October British Council Board of Trustees, London
 19 October University Alliance Annual Reception, London
 18 October British Council HE Dinner hosted by the Irish Ambassador, Dublin
 17 October Hosted Chinese Consulate General, Dr Sun Dali, Manchester
 12 October HEFCE Annual Conference, London
 10 October Hosted HEPI Roundtable
 3 October Private meeting with Louise Ellman MP
 2 October IWF Women on Boards London
 1 October Singapore Alumni Events and UoL in Singapore Graduation
 Ceremony
 27 September AHRC Regional Annual Dinner – Welcome Speech
 26 September Kaplan LIC 10 Year Anniversary Celebrations
 Mayor of Liverpool Stakeholder Reception
 23 September UoL Open Day
 Geography and Geology Centenary Dinner St George's Hall
 19 September British Council Board of Trustees, Belfast
 17 September Parent & Family welcome at Carnatic Halls
 16 September Parent & Family welcome at VG&M
 Ness Gardens Question Time
 15 September LCR Combined Authority
 12 September REF Equality and Diversity Advisory Panel London
 11 September Tour of new Greenbank facilities
 6/7 September UUK Annual Conference, Brunel
 5 September UUK Board and UUK/THE Summit Dinner London
 1 September Philip Dowd MP for Bootle
 31 August Media Interview UUK London

FOR ENDORSEMENT, APPROVAL OR NOTE

3.1 HEFCE Annual Accountability Returns 2017

RECEIVED:-

- i. Draft annual accountability returns, for submission to HEFCE, including:
 - Annual Assurance Report.
 - Audited Financial Statements.
 - Financial Commentary.
 - Audit Committee Annual Report.
 - External Audit Management Letter.
 - Internal Audit Annual Report.
 - Statement of compliance with Research Concordat.
 - Confirmation funding for high cost subjects is in line with provision.
 - Assurance of quality and standards of provision.

REPORTED:-

- ii. The year-end accounts showed:-
 - An operating surplus of £44m, with £46m from cash. There had been a number of large items of income, for example from the Henry Royce Institute.
 - Cash balances of £122m
 - An EBITDA of 15%, compared to target of 14%
- iii. This had been the second year of using the accounting standard FRS102 and the processes had been more straightforward than the previous year. However, a number of late changes had been made to the accounts following discussions with the auditors.
- iv. All of the recommendations made in the Management Letter were welcomed and were being taken forward.
- v. Staffing resource and expertise in technical accounting would be considered during the year as part of a cross-Professional Services review of Finance functions.

NOTED:-

- vi. Audit Committee had discussed the late accounting treatments and were satisfied with the final outcome of the changes. Some of these would be revisited during the next year, including the treatment of the Science Park and XJTLU.
- vii. There had been a strong performance in the investment portfolio. The investments sub-committee would review its investment strategy to ensure it aligned to institutional needs
- viii. PwC's internal audit process was designed to help the University learn how to improve its processes and was overseen by the Audit Committee. There was a

five-year programme of audits that was adjusted in response to any changes in the external or internal environment.

AGREED:-

- ix. The returns should be approved for submission to HEFCE.

3.2 Prevent Annual Monitoring Report

RECEIVED:

- i. The Prevent Annual Monitoring Report for submission to HEFCE.

REPORTED:

- ii. Prevent activity within the University was overseen by a working group, chaired by the Deputy Vice-Chancellor.
- iii. The report included all of the data required for submission to HEFCE.

NOTED:

- iv. Council was assured that the University had, in 2017/18, had due regard to prevent people from being drawn into terrorism, provided HEFCE with all required information in this respect, and reported all serious issues to HEFCE in a timely way.
- v. In managing its Prevent responsibilities, the University benefited greatly from the leadership of the Director of Student and Administration and Support. The Guild also provided substantial support and commitment. .

AGREED:-

- vi. The contents of the report should be approved for submission to HEFCE.

3.3 Heritage and Culture Strategy

RECEIVED:-

- i. A draft Heritage and Culture Strategy, developed by a task and finish group and considered by a wide range of institutional Committees and staff through consultations.

REPORTED:-

- ii. The University had a vast amount of heritage and culture, encompassing its roots as a pioneering educational institution and its collections and archives.

- iii. The institutional approach to heritage and culture had previously focussed on stewardship and conservation. The new strategy was designed to utilise heritage and culture assets to contribute to institutional objectives as set out in Strategy 2026, including:
 - a. Public engagement
 - b. Research theme development
 - c. Research-connected teaching
 - d. Enhancing the work-place
 - e. Links with the city region.
- iv. An example of how the new strategy would work in practice was the loan of the Head of Augustus from the British Museum. This item had direct links to the heritage of the University and to current research interests. Plans included a series of public events and academic symposia, it was expected to be profile-raising and beneficial to partnership working within the region.

NOTED:-

- v. There was a major opportunity to use the events to promote other areas of the University's activity once the public were engaged, including the benefit of participation in higher education. As such, the engagement of young people through events for schools should be a priority.
- vi. Culture was a major asset within the broader environment in Liverpool, and had been a key part of the city's devolution deal agreed with government. There were therefore major events and activities within the region that the University was contributing to and would benefit from, including the arrival of the Teracotta Army in Liverpool.
- vii. There were major opportunities for current students, including engagement in research projects, placements and use of assets in teaching materials and practice.
- viii. Heritage topics were sometimes the subject of contentious public debates, a recent example being a debate around the use of Gladstone's name as a title for one of the University's residences. These debates could be viewed as an opportunity to talk about important historical issues; a positive example of this was the Slavery Museum, who had successfully have used the issues of the past to talk about the future.
- ix. The University's own pioneering role in higher education, including being the first institution to offer particular subjects, could be used more when the University was promoting its current strengths.

AGREED:-

- x. The new Heritage and Culture strategy should be approved.

3.4 Risk Management Framework

RECEIVED:

- i. An updated risk management framework.

REPORTED:

- ii. The Risk Policy, Guidance and Appetite had been consolidated into a single Risk Management Framework, with the following changes:
 - Risk management had been added as a key part of the institutional Planning and Performance Cycle.
 - Terminology had been aligned with the HM Treasury 'Orange Book' which was regarded as the 'standard text' for public sector risk management.
 - There was a new 'delegated framework' of risk management which clearly stated the responsibilities of staff across the institution to manage risks and provide timely information for informed decision-making.
 - The role of the Strategic Planning and Governance department had been explicitly articulated and included oversight of the delegated areas of risk responsibility.
- iii. The decision-making processes and assessment of Strategic Risks would be informed by the Statement of Risk Appetite developed and approved by Council last session.
- iv. Further enhancements and an operational process would be developed over the coming months, taking into account input from the University's internal auditors and external best practice.
- v. A briefing on the new arrangements would be provided for Council members and co-opted members of Audit Committee, to be held immediately before a meeting of Council.

AGREED:

- vi. The new Risk Management Framework should be endorsed.

3.5 Liverpool University Press

[Professor Fiona Beveridge disclosed an interest as Chair of the LUP Board]

RECEIVED:

- i. The annual report of Liverpool University Press, covering 2016/17.

REPORTED:

- ii. The annual report had been produced in a new format that could be used to promote to stakeholders the successes of LUP activities.
- iii. Professor Charles Forsdick had been appointed to fill a vacancy on the Board.

NOTED:

- iv. The new format of the report was readable, well-structured and attractively presented.
- v. The LUP benefited from excellent leadership from its Director.
- vi. The press was more focussed on supporting publications from the humanities than the sciences and this was reflected on the composition of the Board.
- vii. The LUP were engaged in developing Open Access solutions for periodicals and books.

PLANNING AND RESOURCES COMMITTEE

4.1 Report of the Meetings of the Planning and Resources Committee held 9th November 2017

Council **RECEIVED** a report of the meeting of the Planning and Resources Committee held 9th November 2017.

- a. Terms of Reference for 2017/18

AGREED:

- i. To approve the revised terms of reference, constitution and membership for 2017/18.
- b. Financial Support for Sensor City Limited

REPORTED:

- i. Sensor City's auditors, KPMG, required a letter signed by the President of Council to confirm that the University would continue to provide necessary financial support at least until 31 December 2018 in order to allow the company to operate as a going concern.

NOTED:

- ii. The Sensor City project offered significant potential and should be supported.

AGREED:

- ii. The signed letter would be provided to Senor City Limited.
- c. Summary of Recruitment for Entry 2017

NOTED:

- i. An update on recruitment from all markets following receipt of A Level results and arrivals at the University demonstrated a positive recruitment position overall. For undergraduate and postgraduate taught degree level students based at UK campuses, the intake had risen to 10,014 against a target of 9,823.
 - ii. This increase of 191 additional students to plan (+1.94%) was predominantly driven by an increase in the Home and EU postgraduate taught intake, where an additional 186 students had completed registration. There were no significant differences to the planned numbers across other student types at an institutional level.
 - iii. In addition to the figures above, registrations for the Go Higher diploma were above plan with 69 new registrations against a plan of 60 and Singapore campus registrations were at 95 against an intake plan of 100.
- d. Delegated authority

NOTED:-

- i. The Committee had approved a new resolution giving authority to the Director of Finance, the Deputy Vice-Chancellor and the Vice-Chancellor to enter into a range of agreements on behalf of the University.
- ii. The need for this authority had arisen from the establishment of a global equity fund managed by Baillie Gifford, as part of the University's investment strategy. This fund required overseas investment accounts to be opened, some of which required application forms to be notarised.
- iii. The resolution had been drafted by a qualified notary and gave the Director of Finance, the Deputy Vice-Chancellor and the Vice-Chancellor explicit authority to sign on the University's behalf for:
 - deeds of powers of attorney;
 - bank account opening authorisations; and
 - sundry other financially related authorisations necessary and/or obligatory to effect the business of the University overseas and within the United Kingdom.
- iv. The Committee approved opening of investment accounts in Taiwan, South Korea, India, Turkey, Czech Republic, Pakistan and China.
- v. A new Ethical Investment Policy was in development and would be considered through the University's governance later in the session.

e. Impairment of fixed assets

NOTED:

- i. An impairment review of the fixed asset base would now be completed annually during the financial forecasting and planning cycle. Any financial implications of the impairment review would be included within either the current year forecast 2 or the future financial plans depending on the timescale of implication.

f. Staff Post Requisition and Approval Process for Core Funded Posts

NOTED:

- i. New arrangements were being implemented for authorising staff posts, involving a streamlined, online process with clear accountability for the authorisation of staff requests.
- ii. The process would utilise capabilities in the COREHR system and would be supported by inclusion of roles and responsibilities in the objectives of authorised approvers.
- iii. Successful operation of the new arrangements would require HR and Finance Business Partners to be included in discussions at the earliest stage when requests were being considered.

g. Staff Survey Action Planning – Key Themes and Senior Executive Group Action Plan

NOTED:

- i. Key themes arising from the Staff Survey had been summarised from Level 2 action plans and explored further through University-wide focus groups.
- ii. A SEG staff survey action plan had been developed, supported by a communications plan. The action plan would be published on the intranet and progress on actions would be communicated to staff and through the governance structure.
- iii. Key corporate themes requiring attention included :
 - Workload
 - Training and development
 - Communication
 - Wellbeing & work-life balance
 - Change management.

SENATE

5.1 Report of the Meeting of the Senate held 1st November 2017

The Council **RECEIVED** a report of the meeting of the Senate held 1st November 2017.

a. Laureate Online Education Accreditation Agreement

AGREED:

- i. To approve the renewal of the accreditation agreement associated with the Laureate Online Education (LOE) Partnership.
- b. Staff Benefits Green Paper

NOTED:

- i. Endorsement of a Green Paper proposing the commencement of consultation on changes to staff benefits, responding to the needs of Strategy 2026 and the changing external landscape.
 - ii. The University's approach to benefits should enable the attraction and retention of employees, contribute towards the wellbeing and engagement of the workforce and be a driver of appropriate behaviour and the achievement of objectives.
 - iii. Further consultation would take place and a White Paper would then be submitted to Senate for consideration.
- c. Annual Report of Quality and Standards

NOTED:

- i. Endorsement of the outputs of the quality assurance processes and confirmation of the continuing quality and standards of provision across the University and its collaborative partners.
- d. Senate Effectiveness Review

NOTED:

- i. A review of the effectiveness of Senate since it was reconfigured in 2012/13 had concluded that it was functioning effectively and fulfilling its primary role of promoting research, promoting and regulating learning and teaching and maintaining the quality and standards of the University's academic provision.
- ii. Improvements in the operation of some of the protocols agreed in 2013 would be made to enhance its effectiveness further, particularly the links with Faculty bodies, the use of Green Papers, and the circulation of Senate briefings to staff.

OTHER COMMITTEES OF COUNCIL

6.1 Audit Committee

RECEIVED:-

- i. The report of the meetings of Audit Committee held 9th October and 13th November 2017.

NOTED:

- ii. Plans for an Effectiveness Review of Audit Committee, due to take place during the session.
- iii. The Committee had discussed reports of the Internal Auditors and plans for the session, and had held private meetings with the External and Internal Auditors.
- iv. The Committee had discussed a report on Value for Money activities undertaken in 2016/17. This full report was considered beneficial despite changes to the formal requirements set by HEFCE, now focusing on efficiency. The HEFCE return would be prepared and considered at an additional meeting of Audit Committee in January 2018.

6.2 Remuneration Committee

RECEIVED:-

- i. A report of the meeting of the meeting of the Remuneration Committee, held 9th November 2017.

NOTED:

- ii. The Committee had discussed the following matters:
 - HEFCE (and Related) Guidance on Severance Pay and the Remuneration of Senior Staff
 - A review of the Terms of Reference and a proposed change to the membership of the Remuneration Committee
 - USS Pensions Update
 - Recommendations under the 2017 Senior Management Team Salary Review
 - The outcomes of the 2017 Non-clinical Professorial and equivalent Professional Services Staff Salary Review
 - A report on Senior Staff Matters
 - The annual summary of the Vice-Chancellor's expenses
- iii. The Committee of University Chairs had formed a group to prepare recommendations on processes for consideration of senior staff pay, following recent publicity. The President of Council had been invited to join the group.

- iv. Amendments to Remuneration Committee would be considered by Council as further guidance became available.

6.4 Health and Safety Governance Committee

RECEIVED:-

- i. The Annual Report of the Health and Safety Governance Committee and the minutes of the meeting held 26th October 2017.

NOTED:-

- ii. The annual report covered the following topics:
 - Health and Safety Strategic review
 - Health and Safety Executive - legislation and updates
 - Reports from external bodies
 - University Health and Safety Policy and codes of practice
 - Health and safety risk registers
 - Health and safety on significant projects
 - Emergency arrangements/business continuity
 - Key performance indicators
 - Risk management and control
 - Training and competency
 - Health and safety auditing
 - Accidents and incidents annual review
 - Safeguarding annual report 2016-17
- iii. Significant progress had been made in this area over the last twelve months, particularly in the HASMAP process where the University achieved 97% basic compliance. The University would now be working towards the “substantial” level of compliance during 2017/18.
- iv. Improvements had been made in the ability to monitor training but further enhancements were needed.

AGREED:

- v. The report provided assurance to Council for its legal and regulatory responsibilities for Health and Safety, including safeguarding.
- vi. Minor changes to the Terms of Reference, Constitution and Membership of the Committee for 2017/18 should be approved.
- vii. The policy on Policy and Code of Practice on the use of Automated External Defibrillators (AEDs) on University Premises should be approved.

- viii. The Code of Practice for Proposed Mobile Phone Base Station Installations on University Premises and the Policy and Procedure for Radiation Work in 'Outside' Facilities should be approved.

STRATEGIC COMMITTEES

7.1 Education Committee

RECEIVED:-

- i. A report of the meeting of the Education Committee held 11th October 2017.

NOTED:

- ii. The Committee had discussed updates on:
- Education Action Plan
 - Update on Academic Advisor Developments
 - Institutional Survey Results 2017 – NSS/PTES/PRES
 - Centre for Innovation in Education
 - the Employability Change Programme
 - Project Proposals to Investigate Priority Equality Concerns Identified Through the TEF Split Metrics.

AGREED:

- iii. Minor revisions to the Terms of Reference, Constitution and Membership for the Committee for 2017/18 should be approved.

7.2 Research and Impact Committee

RECEIVED:

- i. A report of the meeting of the Research and Impact Committee held 7th October 2017.

NOTED:

- ii. The Committee had discussed updates on:
- Enterprise activities, the HEFCE Connecting Capabilities Fund (CCF), and the EPSRC Impact Acceleration Account
 - A visit to China
 - Open Access, including a response to the HEFCE survey on Output Open Access Policy, and the future of the University Gold Open Access Fund
 - REF2021 preparations, including an overview of initial decisions published by HEFCE, plans to monitor 4* outputs and impact, and ongoing review of the institutional Code of Practice and Policy Principles, including plans for incentivising 4* activity.

- The UK Industrial Strategy: University of Liverpool Strategy and Delivery Plan 2017-2021

AGREED:

- iii. Changes to the Terms of Reference, Constitution and Membership of Research and Impact Committee for 2017/18 should be approved.

ROUTINE ITEMS

8.1 Use of the University Seal

RECEIVED and NOTED:

- i. A summary of uses of the University Seal since the last meeting.

8.2 HR Summary Report of Action Taken Under Delegated Powers

RECEIVED and NOTED:

- i. A summary of HR related actions taken under delegated powers since the last meeting.

8.3 Any Other Business

NOTED:

- i. The Vice-President had spent an interesting day at the Library's Special Collections. This could be a potential venue and tour for a future meeting of the Council.

8.4 Date of Next Meeting

NOTED:-

- i. The next meeting would take place on Wednesday 7th February 2018, in the Greenbank Student Village.