

**COUNCIL****Minutes of the Meeting held on 26 July 2023**

<b>Members:</b>	John Hinchcliffe (Interim Chair)	Matthew Atkinson	Karl Bates
	Zoe Burns-Shore	Professor Shirley Congdon	Dame Sally Dicketts
	Paul Donovan	Kersten England	Faiz Ilyas
	Professor Maryann Hardy	Victoria McKay	Ibrahim Mahmood
	Terry Hartwell	Sally Neocosmos	Professor Amir Sharif
	Professor Vishanth Weerakkody		

**In attendance:** Jacqui Holgate, Assistant Head (Governance)  
Andrew Lang, Chief Finance Officer  
Max Longstaff, Hybrid (for item 69)  
Jennifer Neville, Hybrid (for item 69)  
Riley Power, University Secretary

**Apologies:** Hamza Khan Sanjay Patel Iqra Tabassum  
Professor Zahir Irani

The meeting was preceded by a presentation and discussion on the University's Equality, Diversity, and Inclusion sub-strategy, led by Professor Udy Archibong, Pro-Vice-Chancellor, EDI.

**64.22-23 Report from the Interim Chair of Council**

64.1 The Interim Chair of Council formally welcomed Members to the meeting and provided some opening comments. The importance of the items relating to the University's Growth and Sustainability Plan and budget and five-year plan were noted with Council's role being to seek assurance that the plan and budget were adequate and effective and would ensure financial viability, sustainability, and delivery of the University Strategy. The complex, challenging and competitive environment in which the University, and the HE sector continued to operate was also noted.

64.2 The Interim Chair also reported that the Council External Effectiveness Review had been paused and a revised timeline was being developed in conjunction with GatenbySanderson.

**65.22-23 Vice-Chancellor Update Report (Document C62/22-23)**

65.1 Council received and discussed the Vice-Chancellor's report, in which she provided information on key matters affecting the University since the last meeting and against each of the University's sub-strategies. Among topics highlighted were:

- the limited impact from the national UCU marking and assessment boycott.
- that Clearing would be critical to optimise recruitment, noting that more students were required compared to last year. It was noted that robust mechanisms were in place to deliver a resilient, quality and fit for purpose service during the Clearing period.

- the positive results from the 2022 International Student Barometer which demonstrated international students were extremely positive about their university experience.
- the University's performance in The Complete University Guide, noting this had been driven by a drop in scores within several measures, including 'student satisfaction', 'student-staff ratio', and 'spend', and the University's high vacancy factor.
- the appointment of a new Chief Executive for Bradford Metropolitan District Council from mid-October.

65.2 During discussion, clarification was provided on:

- the complexities and challenges associated with league tables, noting that different methodologies and measures were used to compile the different tables. Each compiler developed their own methodology and methodological differences led to different overall positions in different rankings. It was noted that the Guardian's methodology most closely aligned to the University's mission, vision, values, and strategy.
- the University continued to drive institutional performance to improve the University's ranking in league tables to optimise and demonstrate progress with league table metrics / indicators aligned to its strategy. Detailed presentations on student surveys and league tables had been delivered to Council in September 2022 and March 2023.
- that work continued to secure improvements in National Student Survey (NSS) scores, with strategy delivery being the primary means to enhancing the student journey and student experience and achieving positive changes in this area. NSS 2023 results would be published on 10 August.
- the importance of having a managed and robust approach to growth in line with strategy with increased staff and other costs aligned to additional demand; this would have a positive impact on league table and student survey metrics, including the student-staff ratio.
- the challenge associated with demand for quality local accommodation, primarily for international students. The Director of Infrastructure was working closely with local accommodation providers and the local authority, and it was expected that demand would be more manageable in 2023/24.

65.3 Council noted and commended the Executive on the volume of work that had been undertaken during the last three months with regards to the integrated operational planning process, supporting students to prepare for assessments and examinations, processing progression and award data to enable students to graduate, and further collaborative work on the growth and sustainability plan.

65.4 **ACTION: present a report on league tables, including predictions on future rankings to Council (PVC, LTSE)**

#### 66.22-23 **9+3 Financial Forecast 2022/23 (Document C63/22-23)**

66.1 The Chief Finance Officer provided an overview of the University's late financial forecast, noting it was a further development of the 3+9 and 6+6 forecasts, and had been subject to close scrutiny by Executive Board and Finance Committee. The late forecast predicted a

£9.9M surplus; this was ahead of budget and forecast and would generate an EBITDA of c.£19M. This reflected strong student recruitment, continued firm cost control and the high vacancy factor.

66.2 The University's high vacancy factor was discussed, noting this reflected the challenges the University had had throughout the year in recruiting to vacant positions, and the additional posts that had been approved to support delivery of operations and strategic projects during the 2022/23 financial year. Vacancy factors were high nationally and Council was assured that all vacant posts were being recruited to and that there was no intention to leave any roles vacant. It was expected the vacancy factor would reduce in 2023/24 to be more aligned with 'business as usual' vacancy rates in the range of 7-8%, with the intention to move towards the University's longer-term KPI target of 5%.

66.3 It was also confirmed that for new programme development, resource allocation, including workforce requirements were considered as part of the Academic Portfolio Development Lifecycle noting this approach aligned to the operational planning process. It was noted that the APDL was a core part of the delivery and implementation of the Learning, Teaching and Student Experience sub-strategy and was the vehicle through which enhancement of the student journey and student experience would be driven. The lifecycle also ensured programmes were optimised to ensure strategic, academic, and financial fit with strategy.

66.4 Following consideration of the report, and on the recommendation of the Finance Committee, Council **approved** the 9+3 financial forecast.

67.22-23 **University Growth and Sustainability Plan and Budget 2023/24 and Five-Year Plan to 2027/28 (Document C64/22-23)**

67.1 The Vice-Chancellor delivered a detailed presentation on the University's Growth and Sustainability Plan with the Chief Finance Officer presenting the proposed budget 2023/24 and five-year plan to 2027/28. Details were provided with regards to the:

- University's mission, vision, values, strategy, and sub-strategies and enabling plans.
- evidence of the track record of success of the University in delivering against this strategy.
- the key features that distinguished the University from its competitors and which sought to answer to the question 'Why Bradford?'
- an outline of how the University planned to deliver the growth required to support its investment.
- the increasingly strong conditions within the City and the sector supporting the University's growth ambitions.
- how the five-year plan would support growth and provide flexibility to manage risk with regards to student numbers.

It was noted that the presentation complemented the narrative 'pre-read' that had been circulated to Council in advance of the meeting.

67.2 Council considered the presentation, and in response had a detailed discussion about the proposed plan. Council debated, and sought clarification on a range of matters during its deliberations under this item, including:

- the uncertainties and risks associated with the growth / five-year plan.
- consideration of a range of KPIs / milestones in the context of the plan.
- the University's current recruitment profile and where growth opportunities might lie, having regard to the competitive environment in which the University operated.
- the University's marketing and recruitment approach and its position in Clearing, noting the intention to get more students via the main UCAS application scheme, and work would continue to ensure that the main scheme featured more significantly in future recruitment cycles.
- what the University would stop doing as a result of the plan; this would be managed through the APDL and operational planning process.
- the need for investment noting this was critical to ensure the ongoing financial sustainability of the university in a responsible and measured way.
- the importance of the workforce and the estate/infrastructure in facilitating delivery of the University's ambitions.
- to be prudent, considered, and deliberate in the allocation of resources.
- further consideration of cross university planning including multi-and-inter-disciplinary opportunities across Faculties.
- the importance of marginality and resource allocation decisions with regards to marketing spend.
- consideration of the budget and forecasts in the context of the wider economic climate, including the cost-of-living challenge.
- the management of scholarships and bursaries for maximum efficiency.
- the impact of government policy issues and legislation changes, including the impact of flat UK tuition fees and price sensitivity.
- the risks relating to achieving the target student numbers would need to be continually monitored and formally appraised during the 3+9 forecast, where any necessary remedial action would be implemented, and the contingency reserve reviewed.

67.3 Other points of note included the University's commitment, and success in driving social mobility and graduate employability; that the University was well placed to do more with apprenticeships; the importance of Senate within the growth and sustainability plan noting further work would be undertaken in relation to this; and if planned numbers were not achieved, then additional cost budgets would not be allocated for expenditure, thereby assuring the financial sustainability of the University.

67.4 Council noted the budget and five-year plan had been subject to scrutiny at Finance Committee in late June, noting the Committee had agreed some of the base assumptions but not the growth assumptions, pending a more thorough explanation of the strategies employed to deliver the planned growth. Members were pleased to note that the Executive had implemented a range of actions in response to comments, noting that if planned numbers were not delivered, the planned contingent spend would be reduced to maintain financial sustainability. It was further confirmed that the cumulative impact of key risks,

while representing a significant challenge, could be accommodated within the forecasts without risk of insolvency or breach of bank covenants.

- 67.5 Following a lengthy and robust discussion and having considered the matter carefully, Council **confirmed** it was appropriately assured that the planned student numbers and projected surpluses were achievable, that it understood the drivers for growth, and was satisfied there was sufficient flexibility in the plan to respond to changes with agility and pace, and as such **accepted** the Growth and Sustainability Plan, **approved** the budget for 2023/24 and **agreed** the forecasts would form the basis of the University's annual financial return to the Office for Students.
- 67.6 The timeline for the submission of the annual financial return was confirmed, noting the 3+9 forecast would be presented, as normal, to Finance Committee in November 2023 which may include revised estimates regarding the projected outturn for 2023/24, as well as a consideration of the future years of the plan ahead of submission to Council and the OfS. It was noted that Council-approved and OfS-submitted plans needed to be consistent.
- 67.7 It was further noted that whilst the five-year plan laid out the intentions for success until 2027/28, the plan would be refreshed each year taking into account updated student numbers and market conditions. The University's expenditure profile would be managed prudently to ensure the financial viability of the University moving forwards against any revised student number projections, with a first consideration of this in autumn 2023, when the next intake of student was understood.
- 67.8 Council affirmed its view that effective and strong performance was essential to ensuring that the University was able to delivery against its plan and noted the Executive would provide ongoing delivery updates and assurance reports to future meetings.
- 67.9 The Interim Chair welcomed the positive and constructive nature of the debate and thanked Council for their valuable contributions and feedback.

**ACTIONS:**

- **develop KPIs / milestones in the context of the Growth and Sustainability Plan (Chief Finance Officer)**
- **present an assurance report which evaluates and updates Council on the implementation of the plan in the autumn (Vice-Chancellor / Chief Finance Officer)**
- **consider instructing a third-party specialist organisation to undertake a marketing audit in relation to structure and resources, with recommendation being presented to the Executive (Vice-Chancellor)**
- **consider drafting a press release on cap-ex investment / University's growth ambitions (University Secretary / Chief Finance Officer)**
- **review the Faculty operating structure and whether it reflects the University's ambitions (Executive Board)**

#### 68.22-23 **Update on University Brand Project**

- 68.1 Council received a presentation from Hybrid, external marketing specialist, on the brand strategy development including an update on the programme of work and the approach to audience testing. This would comprise qualitative (via focus groups) and quantitative research (via surveys) including students, staff, and key stakeholders. Members were pleased to note that a testing session would take place with Council at its informal briefing session on 24 August. It was also noted that three lay members (Zoe Burns-Shore, Paul Donovan and John Hinchcliffe) would be involved in a more detailed briefing on the next stage of the positioning work.
- 68.2 Council welcomed the work to date and noted the planned next steps. Once the new Brand was finalised, this would be rolled out across the University's range of activities which would amplify the University's message and create a halo effect that would improve the University's ability to achieve its growth and sustainability plan.

#### 69.22-23 **KPI Report (Document C65/22-23)**

- 69.1 Council received the KPI dashboard, noting that the core set of 28 KPIs were tracked against and reported on regularly at governance meetings, with relevant Executive leads for each KPI.

#### 70.22-23 **Risk Appetite Statement (Document C66/22-23)**

- 70.1 Approval of the Risk Appetite Statement would be sought via email circulation following the meeting.
- 70.2 **ACTION: circulate the Risk Appetite Statement for comments and approval (University Secretary)**

#### 71.22-23 **Report from the University Secretary (Documents C67/22-23)**

- 71.1 Council received a report from the University Secretary on the ongoing work related to areas of governance pertinent to Council and the University. Following consideration of the report, Council **approved**:
- the Statement of Primary Responsibilities which detailed the principal responsibilities for the University Council.
  - the revised Committee Terms of Reference for Audit Committee and People Committee.
  - the awarding of the honorary awards recommended by the Honorary Awards Committee.
- 71.2 Council noted that a comprehensive search and recruitment process would be undertaken for the role of Chair of Council, supported by Perrett Laver. The process would be overseen by a Chair Selection Panel of the Governance and Nominations Committee, noting the membership would include a majority of lay governors whose tenure on Council was more than a year. A stakeholder panel involving students and staff would form part of the wider

process. The role descriptor and person specification for the Chair of Council would be circulated to Members for final comments/feedback.

71.3 **ACTION: circulation role descriptor and person specification, for comments/feedback (University Secretary)**

72.22-23 **Report from Senate and Council Committees (Document C68-74/22-23)**

72.1 Council received and noted the summary reports from Senate, Audit Committee, Finance Committee, University Ethics Committee, Governance and Nominations Committee, Honorary Degrees Committee, and People Committee.

73.22-23 **Student Recruitment Update (Document C75/22-23)**

73.1 Council received the report which provided an update on the September 2023 recruitment position and marketing and recruitment activities for the clearing period.

74.22-23 **Prevent Update (Document C76/22-23)**

74.1 Council received the report which provided an update on the University's implementation of the Prevent Duty.

75.22-23 **Register of interests (Document C77/22-23)**

75.1 Council received and noted the report.

76.22-23 **Minutes of the Meeting on 1 March 2023 (Document C78/22-23)**

76.1 The minutes of the meetings held on the 1 March 2023 were approved by circulation prior to the meeting.

77.22-23 **Matters Arising and Action Tracker (Document C79/22-23)**

77.1 Council received a report on matters arising from the Council meeting on 1 March 2023 and the actions taken since that meeting to address them.

78.22-23 **Terms of Reference and Membership (Document C80/22-23)**

78.1 Council received and noted the report.

79.22-23 **Draft Council 1 Agenda, 20 September 2023 (Document C81/22-23)**

79.1 Council received and noted the report.

80.22-23 **Council Schedule of Business (Document C82/22-23)**

80.1 Council received and noted the report.

81.22-23 **Any Other Business: Thanks**

81.1 The Interim Chair and Vice-Chancellor expressed their thanks and gratitude to outgoing members, Karl Bates and Kersten England, for their commitment to and work with the University as lay Council members and members of University Committees and their wider commitment to university activity. It was noted that Karl Bates would join Audit Committee as a co-opted member for 1 year from 1 August 2023. This would support the onboarding of the new Audit Chair and continuity on the Committee during this transition period.

81.2 Thanks, were also expressed to the University Secretary who would leave the University at the end of August. Members noted the transition arrangements pending the appointment of a new University Secretary and Council offered its own thanks and good wishes to Riley Power.

Secretary: Jacqui Holgate, Assistant Head, Governance

Date: 2 August 2023