NEWCASTLE UNIVERSITY
COUNCIL
5 December 2016

Present: Mr Mark I’Anson (Chair of Council), Vice-Chancellor, Professor Tony Stevenson (Deputy Vice-Chancellor), Mr Neil Braithwaite, Professor Paul Christensen, Mr Jack Taylor (President, Students’ Union), Mr Jonathan Glass, Mrs Teresa Graham, Mr Stephen Lightley, Mr Jeff McIntosh, Ms Dianne Nelmes, Dr Ole Pedersen, Mr Christopher Duddy (Education Officer, Students’ Union), Mr Paul Walker and Ms Vicky Wright.

In attendance: Professor Chris Day (Vice-Chancellor-elect), Professor Suzanne Cholerton, Professor Richard Davies, Ms Abi Kelly, Professor Julie Sanders, Professor Nick Wright, Professor Phillip Wright (Pro-Vice-Chancellors), Mr Richard Dale (Executive Director of Finance), Dr John Hogan (Registrar), Mrs Louise Edwards-Holland (Acting Director of Human Resources), and Mrs Lizzie Taylor (Executive Officer (Governance)).

Apologies: Professor Jane Calvert, Mr Mike Davison, Dr Jonathan Galloway, Mrs Jacqui Henderson, Professor Tom Joyce and Mrs Heidi Mottram.

Ms Teri Wishart (Director of NU Advancement) and Professor Anya Hurlbert (Dean of Advancement) attended for Minute 47.

Mr Simon Gerry (Chief Executive, Students’ Union) attended for Minute 53.

MINUTES

35. MEMBERSHIP

It was noted that this would be the last meeting for Professor Chris Brink, Vice-Chancellor, who would be retiring from the University on 31 December 2016.

On behalf of Council, Mr Mark I’Anson, Chair of Council, recorded his thanks to the Vice-Chancellor for his significant contribution to the work of the University over the past nine years.

36. DECLARATIONS OF INTEREST

Neil Braithwaite declared an interest in relation to Minute 59 – Newcastle Science Central – due to his position as Senior Counsel at Bond Dickinson, whose client was the City Council.

37. MINUTES

The minutes of the meeting of Council held on 31 October 2016 were approved as a correct record and signed.

38. MATTERS ARISING FROM THE MINUTES

Park View Student Village (Minute 26, 31.10.16)

Minute classified as ‘strictly confidential’

39. HEALTH AND SAFETY
The Acting Director of Human Resources gave an oral report on current health and safety issues affecting the University, including performance measures and actions taken.

Noted that revisions were being made to the Health and Safety Annual Report for 2015-16 and it was expected to be available in time for the meeting of Council on 6 February 2017.

40. CHAIR’S BUSINESS

Noted that:

1. An increasing number of UK universities had adopted the title 'President' to clarify the position of the Vice-Chancellor as the chief academic and executive officer of the University. In 2013 the Chair of Council had agreed that the President title could be used as appropriate in international settings. In such settings and even on occasions in the UK, 'Vice-Chancellor' was frequently misunderstood as a deputy position.

2. The Chair of Council proposed that the incoming Vice-Chancellor should be called 'Vice-Chancellor and President'. This was the same title as used by the universities of Bristol, Sheffield, Warwick and York. The universities of Queen’s, Cardiff, Manchester and Southampton, used the title 'President and Vice-Chancellor.'

Resolved that Council approve the request that the incoming Vice-Chancellor should be called ‘Vice-Chancellor and President’ when he takes up office from 1 January 2017.

41. VICE-CHANCELLOR’S BUSINESS

Received the Vice-Chancellor’s report. Highlights of this report are discussed below.

[Circulated with the agenda as Document B. Copy filed in the Minute Book.]

Noted that:

1. Deaths

Received a report on deaths recently announced by the University.

Council was informed of the following additional death:

24 November 2016 Dr David Smith. Dr Smith was appointed as a Research Assistant in the Department of Roman-British Archaeology in 1953. He was promoted to Custodian and Secretary of the Museum of Antiquities in 1956 and Keeper and Secretary of the Museum in 1959. Following the creation of the Department of Archaeology in 1972, Dr Smith became Lecturer in Archaeology with special oversight of the Museum of Antiquities and Keeper of the Museum. In 1979 he was promoted to Senior Lecturer, a post he held until his retirement in 1987.

Resolved that Council record its deep regret and sympathy for the relatives concerned.

2. Musculoskeletal Institute

Council were advised that the decision had been taken not to progress with the creation of a joint Musculoskeletal Institute on the RVI site. The Kennedy Institute was to provide a £5m
grant to the project but this was subject to a commitment by Newcastle upon Tyne NHS Foundation Trust (NUTH). Unfortunately, due to the shortage of funding within the NHS, NUTH was not able to provide the £20m that was required at this time. The project had now been removed from the project schedule.

3. **Appointmen of a new Executive Director of Human Resources**

   Council was advised that a new Executive Director of HR had been appointed – Judith Whitaker – who would start on 9 January 2017. Judith was most recently with Maximus, an American health service provider. Previously she was Chief Operating Officer at Aston University after a long period at the Driver and Vehicle Licensing Agency where she undertook an impressive change management programme.

4. **Wellcome Trust Centre Renewal**

   The University had been informed that its Wellcome Trust status for the Centre for Mitochondrial Research had been renewed.

   There was extraordinary tough competition for Centres with over 70 expressions of interest and more than 30 potential Centres site visited. 20 Centres were interviewed but only 9 had been funded. Despite a cull of Centre applications the University’s funding had gone up from £3.7m to £6.4m which represented almost double the award the University had received on the previous occasion.

5. **Devolution**

   It had been hoped that a Devolution deal might be agreed before the government’s Autumn Statement but this had not materialised due to a continued lack of consensus within the North East region.

6. **Regius Chair in Ageing**

   Resolved that Council should send its collective congratulations to Professor Louise Robinson on her award of the Regius Professorship in Ageing.

42. **RISK MANAGEMENT**

   Received the summary risk register from Dr John Hogan, Registrar, on behalf of Executive Board.

   [Circulated with the agenda as Document C. Copy filed in the Minute Book.]

   Noted that:

   1. The risk register had been discussed by Audit Committee at its meeting on 23 November. It had been agreed that the risk related to the transition from the current Vice-Chancellor to the next should be removed.

   2. New risks were to be prepared for the Science and Engineering Excellence Project and the transfer of medical education from Durham University to Newcastle University.

   3. It was requested that Council should be provided with an opportunity to discuss the risks surrounding international student recruitment in more detail at a future meeting. It was noted that a new Director of International Recruitment and Partnerships had recently been appointed who would take up his post on 16 January 2017. This was a significant development in terms of mitigating the risks surrounding international student recruitment. It was agreed that
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Council should discuss the issue of international recruitment in due course once the new Director was in post.

4. The risks surrounding the position of the pensions schemes remained significant but there were expected some developments early in 2017 and these would be reported to Council in due course.

*Council confirmed that it had received sufficient assurance that the risks facing the University were being managed appropriately.*

43. INSTITUTIONAL KPI SUMMARY REPORT

Received the summary KPI report from Professor Tony Stevenson, Deputy Vice-Chancellor on behalf of Executive Board.

[Circulated with the agenda as Document D. Copy filed in the Minute Book.]

*Council confirmed that it had received sufficient assurance that the identified KPIs were being managed appropriately.*

44. SUMMARY REPORT FROM MEETING OF SENATE, 15 NOVEMBER 2016

Received a summary report from the meeting of Senate that took place on 15 November 2016.

[Circulated with the agenda as Document E. Copy filed in the Minute Book.]

Noted that Senate had been advised of the government’s consultation on reductions in international student numbers and the fact that this would be differentiated by reference to the quality of the course and the quality of educational institution. It was possible that the Teaching Excellence Framework might become the method used to determine quality. The emergence of these trends, to respond to the government’s agenda, was considered to be a concern and had been the subject of discussion at a recent meeting of the Committee of University Chairs.

45. EFFECTIVENESS OF COUNCIL AND MEMBERS OF COUNCIL 2015-16

Received the annual effectiveness report prepared by Dr John Hogan, Registrar.

[Circulated with the agenda as Document F. Copy filed in the Minute Book.]

Noted that:

1. A request to reduce the frequency of the questionnaire had been made by one respondent however, it was noted that HEFCE expected all institutions to conduct effectiveness reviews on an annual basis. Therefore, the questionnaires would be continued on an annual basis.

2. The need to reduce the jargon used in the questionnaire was acknowledged and it was agreed that this would be addressed for the next time the survey was issued.

3. The need for additional reports or briefing sessions to address issues that might emerge as a result of the EU referendum result was identified and this would be reviewed. Nominations Committee would be asked to address the comments made on the need to improve the diversity and ethnicity of Council members.

4. The need to ensure Council members were better informed about the agenda setting process was acknowledged and steps would be taken to ensure this was addressed.

5. It was suggested that consideration could be given to conducting an external review of the effectiveness of Council. It was agreed that this could be incorporated into the next effectiveness review of Council which would take place in 2019.
Resolved that members of Council were invited to suggest any additional follow-up actions that could be taken to address the comments made in the questionnaire to the Registrar.

46. RESEARCH AND INNOVATION STRATEGIC PROGRESS REPORT

Received the progress report on the Research and Innovation Strategy presented by Professor Nick Wright, Pro-Vice-Chancellor Research and Innovation, on behalf of Executive Board.

[Circulated with the agenda as Document G. Copy filed in the Minute Book.]

Noted that:

1. Due to timing issues, the figures contained within the KPI report were largely unchanged from the previous version submitted to Council but a more detailed narrative report had been provided. The report explained the purpose and outcomes of the Stern Review which was intended to refresh the Research Excellence Framework and how it was conducted. It was expected that the government would adopt most of the recommendations that were contained within the Stern Report.

2. The following three recommendations were likely to have an impact upon the University:
   a. The requirement to submit all research active staff;
   b. The non-portability of outputs;
   c. The number of outputs submitted from each staff member may vary with an average of 2 per academic.

3. The requirement to submit all research active staff would have minimal impact upon the Faculty of Medical Sciences since most had been submitted in the most recent REF. But the possible reduction in the number of outputs submitted could have the effect of reducing the ability to discriminate between Medical Schools and also affect submission tactics more broadly. The implications of these possible changes on each discipline were in the process of being identified.

4. The University would prepare a Code of Conduct for REF submission which would require approval by Senate and Council.

5. The next REF would require submission by the end of 2020 and the results would be known by 2021. It was speculated that the REF 2020 could penalise Russell Group universities and lead to a transfer of funds away from such research intensive institutions.

6. It was noted that the University did encourage informal teams of staff to work together to enhance the overall rating of individual research submissions.

7. In other areas of the Research portfolio, concern was expressed at the possible consequences of the UK leaving the EU and the likelihood that this would reduce opportunities for cross-border collaboration, with the potential of isolating UK universities.

8. The increasingly competitive research environment was acknowledged, particularly from other European countries such as Germany, France and Italy. This could have the consequence of increasing collaboration between institutions within the UK. It was also necessary to be aware of the possible impact of the increased research competition from China upon UK institutions. It was increasingly likely that Chinese institutions would overtake UK institutions in terms of research performance. The University and the sector as a whole needed to consider its response to this potential development.
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9. The benefits of the introduction of the Research Investment Fund were beginning to be appreciated with new pieces of equipment now being received in certain parts of the University. Investments were made where it had been identified that a high rate of return would be achieved.

10. The University had put arrangements in place to improve its engagement with business and industry but it was acknowledged that there was scope for further improvements in this area.

47. PRESENTATION FROM THE DIRECTOR OF NU ADVANCEMENT

Received a presentation from Ms Teri Wishart, Director of NU Advancement and Professor Anya Hurlbert, Dean of Advancement.

[Copy of presentation slides filed in the Minute Book.]

Noted that:

1. Council was informed that it was the role of NU Advancement to co-ordinate a professional effort to maximise philanthropic income to the University. A variety of strategies were adopted to do this including alumni programmes and the development of effective donor relationships. NU Advancement had a responsibility to ensure compliance with fundraising and data protection legislation.

2. During 2015-16 the team had succeeded in raising £8,220,160 of new funds across a number of fundraising initiatives.

3. It was proposed that the University could consider harnessing the skills of its alumni to undertake some pro bono marketing or advertising to advance the reach of its fundraising campaigns.

4. The question was raised as to whether there were opportunities to benefit from crowdfunding for specific or targeted campaigns. In response, it was noted that this approach had been tested in 2015 but it was possible that the scale had been too ambitious since the return had been limited. There might, however, be opportunities to use crowdfunding in relation to student entrepreneurship.

5. Unlike in the USA, the culture of making philanthropic donations to universities was not well embedded within the UK. It was proposed that parents might be considered to be an untapped market for UK universities. In response it was noted that there was a need for caution in relation to requesting donations from parents of current students since it was unknown what they might expect their child to receive in return in terms of their education, assessment or opportunities. There was, however, considered to be an important role which the Vice-Chancellor could play in term of meeting with the parents of new international students.

6. Within the USA it was noted that there was a positive correlation between an institution’s academic rating and alumni giving.

7. The principle of having something to show for a donation was considered to be applicable to both large and small donors. It was for this reason that alumni and other donors had been offered the opportunity to ‘buy a brick’ as part of a fundraising scheme for the new Park View Student Village accommodation.

8. Significant efforts had been made to improve the quality of the data held within the alumni database and now 71% of donors were contactable. A monthly e-newsletter was issued and alumni events were arranged locally, nationally and internationally. There was an increasing focus on the employability agenda and this was an area that was to be developed further.
9. From 2017 onwards there would be a requirement for all charities and fundraisers to ensure that all individuals who they contacted for fundraising purposes had opted in to such communications. Experience suggested that individuals who had opted in were more engaged with the charity and therefore more willing to make donations. It was possible that fundraising campaigns involving these individuals might be more successful.

10. It was recommended that, whilst the success of specific, targeted campaigns was acknowledged, there was a need to have a portfolio of fundraising activity that spanned the University in which all academics could engage.

11. The need to be clear of the definition of alumni was acknowledged. It was considered that this should include any individual with an interest in the work of the University. The student journey should endeavour to produce productive and engaged alumni and there should be a unified view of the student journey.

Resolved that Ms Wishart and Professor Hurlbert be thanked for their informative presentation.

48. REPORT FROM AUDIT COMMITTEE

Received a report from the meeting of Audit Committee held on 23 November 2016.

[Circulated with the agenda as Document H. Copy filed in the Minute Book.]

Noted that Audit Committee had considered the responses to the Council Effectiveness Questionnaire (see Minute 44) and had suggested that views of staff could be obtained in relation to Council effectiveness. It was noted, however, that many staff would be unaware of the full role of Council and any comments solicited from staff should be phrased in the context of the wider governance of the University.

Resolved that Council approve the recommendation from Audit Committee that Ernst & Young be re-appointed as the University’s external auditors for two years retrospectively from 1 August 2016, with an option to extend for another two years.

49. REPORT FROM FINANCE COMMITTEE

Received a report from the meeting of Finance Committee held on 1 December 2016.

[Circulated with the agenda as Document J. Copy filed in the Minute Book.]

Noted that a further revision to the terms of reference, to respond to recommendations from the Governance Review 2015 in relation to the monitoring of University subsidiary and joint venture activity (group structures), was tabled at the meeting.

Resolved that Council approve the revised terms of reference for Finance Committee at set out in the document tabled at the meeting (copy filed in the Minute Book).

50. REPORT FROM NOMINATIONS COMMITTEE

Received:

(a) A report from the meeting of Nominations Committee held on 21 November 2016.

[Circulated with the agenda as Document K. Copy filed in the Minute Book.]

(b) A report of the outcome of the interview with the candidate for the position of Chair of Council which took place on 28 November 2016.

[Tabled at the meeting. Copy filed in the Minute Book]
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Noted that:

1. Mr Paul Walker had been interviewed for the position of Chair of Council on 28 November 2016. Mr Walker had expressed a strong interest in the University's civic role and the importance of establishing and developing international links. It was considered that a proper process had been followed.

2. It was suggested that, should Mr Walker be appointed then it might be helpful for him to clarify his position in relation to the Science City Board. It was understood that Mr Walker intended to step down from a number of his other commitment within the next 6 months to allow him to take up the position of Chair of Council.

3. It was noted that Mr Walker should be invited to identify whether he had any development needs, or whether there were any introductions that he would like the University to facilitate to assist him in the role of Chair of Council. It was agreed that an extended handover with the current Chair should be arranged.

Resolved that Council approve the appointment of Mr Paul Walker as Chair of Council with effect from 1 August 2017 until 31 July 2020.

51. REPORT FROM REMUNERATION COMMITTEE

Received a report from the meeting of Remuneration Committee held on 21 November 2016. [Circulated with the agenda as Document L. Copy filed in the Minute Book.]

Noted that:

1. It was confirmed that Remuneration Committee’s terms of reference granted it the authority to determine and review the salaries of the Vice-Chancellor and Executive staff, on behalf of Council.

2. It was suggested that it might be useful to clarify the responsibilities of each of the committees of Council.

52. REPORT FROM UNIVERSITY/STUDENTS’ UNION PARTNERSHIP COMMITTEE

Received a report from the meeting of the University/Students’ Union Partnership Committee held on 20 October 2016. [Circulated with the agenda as Document M. Copy filed in the Minute Book.]

53. STUDENTS’ UNION IMPACT REPORT

Received the Students' Union Impact Report and PowerPoint presentation from Mr Jack Taylor, President, Students’ Union and Mr Simon Gerry, Chief Executive, Students’ Union. [Circulated with the agenda as Document N. Copy filed in the Minute Book.]

Resolved that Mr Taylor and Mr Gerry be thanked for an informative presentation.

54. GREAT NORTH HOUSE

Minute classified as ‘Commercial in Confidence’.

55. PHARMACY ESTATE DEVELOPMENT BUSINESS CASE

Minutes classified as ‘Commercial in Confidence’.
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56. SCIENCE AND ENGINEERING EXCELLENCE PROJECT UPDATE

Received a report from Professor Phillip Wright, Pro-Vice-Chancellor Science, Agriculture and Engineering, on behalf of Executive Board.

[Circulated with the agenda as Document Q. Copy filed in the Minute Book.]

Noted that:

1. The Head of Academic Unit positions within the new structures were now advertised. Previous discussions at Council and Senate about the perceived bias against internal candidates for headship positions within SAgE had been taken into account. The Head positions had been advertised internally only in the first instance. It was hoped that at least two of the four positions would be filled by internal candidates.

2. Following comments at the meeting of Audit Committee on 23 November 2016, action had been taken to address the outstanding controls listed within the risk register and all but three were now in place and all six risks were now rated as amber. A new risk register would be submitted to the meeting of Audit Committee on 18 January 2017.

3. A consultation process on the secondary structures was underway with schools in the Faculty and feedback was awaited. An overview which provided detail of the estates projects and the interactions with teaching and learning activity was requested. It was hoped that it would be possible to provide this level of detail within 6 months. Once the Head positions had been filled it was hoped that the secondary structures would be clarified soon after.

57. TEACHING EXCELLENCE FRAMEWORK

Received a report from Professor Suzanne Cholerton, Pro-Vice-Chancellor Learning & Teaching, on behalf of Executive Board.

[Circulated with the agenda as Document R. Copy filed in the Minute Book.]

Noted that:

1. At its meeting on 15 November 2016, Senate agreed that the University should participate in Year Two of the Teaching Excellence Framework. The risks to the University’s reputation should it not participate were considered to be a significant factor. Based on the likely metrics it was anticipated that the University would achieve a result in the silver category or better. It was considered that the University had good reason to be proud of its teaching and should demonstrate this through participation in the TEF.

2. Participation in the TEF was the only mechanism by which the University would be able to increase tuition fees in the future and it was important to take this into account. It might also allow access to other benefits in future.

3. Participating in TEF Two and achieving an outcome of Silver or Gold, which would last for three years, would mean that it would not be necessary to participate again until 2018-19, allowing the University to make an informed choice in advance of participation in the subject level TEF in 2019-20.

4. The process for participating in Year Two of the TEF included the preparation of a written statement for submission by 26 January 2017. It was proposed that the Vice-Chancellor should be granted authority to sign off the statement on behalf of Senate and Council. The submission would be included on the agendas for the meetings of Senate and Council on 24 January and 6 February 2017 respectively, for information.
5. It was understood that only 30% of institutions would be awarded Gold status as the Government wanted to generate competition within the sector.

Resolved that:

(i) Council endorse Senate’s decision that the University should participate in TEF Two;

(ii) The steering group established by the Pro-Vice-Chancellor Learning and Teaching be granted authority to develop the University’s response to the TEF;

(iii) The Vice-Chancellor be granted delegated authority to approve the Provider Submission on behalf of Council.

58. DEGREE APPRENTICESHIPS

Received a report from Professor Suzanne Cholerton, Pro-Vice-Chancellor Learning & Teaching, on behalf of Executive Board.

[Circulated with the agenda as Document S. Copy filed in the Minute Book.]

59. REVIEW OF STUDENT RENTS

Council was asked to approve the proposed increases in student rents for 2017-18, as outlined in the attached paper from Dr John Hogan, Registrar, on behalf of Executive Board.

[Circulated with the agenda as Document T. Copy filed in the Minute Book.]

Noted that:

1. An increase in student rents of 3.5% was needed in order to maintain the investment profile in the residential stock.

2. The sabbatical officers had been consulted and discussions had resulted in a reduction in the incremental increase from 40 weeks to 39 weeks which was considered to be a fairer outcome for students.

Resolved that Council approve:

(i) An increase of 3.5% to the student rents, with the exception of St Mary’s College which is increased to 1% to offset the location;

(ii) A move to 39 weeks for undergraduate contracts for 2017, and to 40 weeks in 2018 on the majority of University undergraduate sites. Castle Leazes will remain at 38 weeks as this accommodation is used to support summer schools and other conference business.

60. NEWCASTLE SCIENCE CENTRAL

Received a document requesting Council approval of the transfer of the University’s holding in Newcastle Science Central LLP to NU Ventures Ltd.

[Circulated with the agenda as Document U. Copy filed in the Minute Book.]

Noted that:
1. Document U provided an updated version of a resolution previously circulated to Council. The previous resolution had been an Annex to the Reported Business paper that was included in the Chair’s Circular on 22 August 2016 and recorded in the Minutes for the meeting held on 31 October 2016.

2. The amended resolution had been prepared following the advice of the University’s legal advisors.

Resolved that Council:

(i) Approve the amended resolution as set out in Document U;
(ii) Document U be formally incorporated into the Council minutes as an Appendix.

61. ANNUAL REVIEW & ACCOUNTS

Received the Annual Review and Accounts of the University.
[Tabled at the meeting. Copy filed in the Minute Book.]

62. COMMITTEE OF UNIVERSITY CHAIRS’ PREVENT GUIDANCE

Received a paper prepared by the CUC entitled ‘Governing Body responsibility for Counter-Terrorism and Prevent Agenda’.
[Circulated with the agenda as Document V. Copy filed in the Minute Book.]

63. REPORTED BUSINESS

Received a report of action taken in accordance with agreed procedures, approved where necessary by the Vice-Chancellor on behalf of Senate and/or the Chair of Council on behalf of Council, and by other University bodies and Chairs
[Circulated with the agenda as Document W. Copy filed in the Minute Book.]

64. CHAIR’S CIRCULAR

Noted that no Chair’s Circular was issued in advance of the meeting.
Appendix

University of Newcastle upon Tyne
Newcastle Science Central

Classified as ‘Commercial in confidence’.