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UNIVERSITY OF KENT

MEETING OF COUNCIL

**Minutes of the meeting held on 13 November 2023
Via MS Teams**

Present: The Chair of Council, Mark Preston; The Deputy Chair of Council and Chair of Finance & Resources Committee, Andrew Newell; The Vice-Chancellor, Professor Karen Cox; Chris Barron, Non-Academic Staff Representative; Dame Ursula Brennan; Xian Chan; Dan Cook; Michael Crick; Sarah Dance; Dr Mark Downs; Mayuri Lakhani; Kim Lowe; Gabriel MacGregor; Ben Bradley, Vice President Postgraduate Experience; Zaid Mahmood, President Kent Union; Will Norman, Academic Staff Representative; Alex Perkins, Non-Academic Staff Representative; Professor Georgina Randsley de Moura, Deputy Vice Chancellor Strategy and Performance (S&P); Professor Richard Reece, Deputy Vice Chancellor Education and Student Experience (ESE); Dr Balihar Sanghera, Academic Staff Representative

In attendance: Chief Financial Officer (Jane Higham); Financial Sustainability Director (Peter Pentecost); Interim Chief Restructuring Officer (Matthew Atkinson); Sarah Seed and Neil Smyth, Mills & Reeve; Director of Governance and Assurance (Secretary to the Council) (Dr Sinéad Critchley), Assistant Director (Governance) (Sarah Megson) and Head of Secretariat (Lanre Folarin)

Apologies for absence: Paul Pugh and Dr Sam Parrett.

5661 Chair's Introduction

The Chair welcomed everyone to the meeting and invited the Secretary to the Council to explain the reason for the request to suspend Council Standing Order 3 (xiv) regarding notification of business and circulation of paper, **Paper C2023-05**. It was explained that given the pace of ongoing financial negotiations by the University, it was becoming increasingly difficult to receive and circulate reports 7 days in advance of meetings. Accordingly, Council was requested to approve the suspension of the referenced standing order to regularize the papers issued 5 days in advance and for the said exception to remain in place for financial sustainability reports; said suspension to be revisited at the meeting on 15 December.

The suspension of Order 3 (xiv) until 15 December 2023 was approved.

Thereafter, the Chair recommended the rearrangement of the agenda items to allow for deliberations on matters requiring approval to precede other matters listed and the Council agreed.

No new declarations of interest were noted.

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5662 Trustee's Duties

Paper C2023-016, a summary of a previously circulated paper C2022/119 (advice on trustees' statutory duties and personal liability, and insurance cover for directors and officers) submitted by Mills & Reeve was noted by Council.

5663 Minutes for approval

Paper C2023/017, the minutes of the meeting held on 16 October 2023 were approved.

5664 Matters Arising

Council received an update on three papers which were noted as read having been uploaded to the Reading Room.

- **[minute confidential to Council]**
- Council was updated on the position of the Office for Students (OfS) on the University's compliance with its Prevent duties following its review in June, which is that further actions would be required to determine the University's compliance levels. The Prevent Steering Committee is liaising with the OfS in this regard.
- Council was updated regarding USS consultations toward its valuation review exercise in collaboration with the UCU, UUK and JNC.

5665 Vice Chancellor and President's Communications

The Vice Chancellor report was deferred with some aspects taken during the subsequent update items on the agenda.

5666 Council Sub-Group

There was no update by Council Sub-Group.

5667 Financial Update

Council received Papers on Project Tynfield (**C2023/018A**) and CFO's Report (**C2023/018B**)

[minute confidential to Council]

5668 Lender Update

Council received updates from the Chief Financial Officer and the Vice Chancellor on ongoing stakeholder engagements.

[minute confidential to Council]

5669 OfS Update

Council welcomed the Vice Chancellor's update on the latest discussions with the Office for Students, as outlined in papers **C2023/019**, **C2023/019A**, **C2023/019B** and **C2023/019C**.

[minute confidential to Council]

5670 Lay Nominations Committee

Council received recommendations from the Lay Nominations Committee, as follows:

Paper C2023/020a: The paper for the appointment of 2 candidates - Thomas Hyner and Graham Razey – as lay members of the Council for a 3 year term effective on 14 November 2023.

[minute confidential to Council]

Council **approved** the appointment of both candidates, with 1 dissent on the appointment of Thomas Hyner.

Council **approved** the appointment of members to subcommittees.

Action: *Secretariat to notify candidates of their appointment and proceed with necessary induction and their subsequent appointment to sub-committees.*

Paper C2023/020b - Proposed Change to Standing Orders of Council:

The Lay Nominations Committee outlined the proposed changes to the Standing Orders of Council to address challenges around lapses in attendance as per paper **C2023/020b**.

Council **noted** the following before taking a decision:

- The need for clarity of language with respect to who decides what constitutes 'good cause', the differentiation of 'good cause' absence from long term absence, as well as the recognition of the fact that 'long-term' absence could also be for good cause.
- That fixed dates on the University's calendar should be taken into account during the scheduling of meetings to avoid a situation when members would be absent from the committee's meetings due to other pre-agreed official engagements.

Council recommended that the proposal be **redrafted** and re-presented in light of recommendations of members.

Action: *Secretariat to redraft the proposal for clarity.*

Paper C2023/020c – Revised Terms of Reference for Lay Nominations Committee:

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Council agreed to approve the proposed change to the Terms of Reference to extend the remit of the Committee to cover all membership cohorts and formalise custom and practice.

5671 Any Other Business

There were no further items of business.

Notes

1. Papers

Copies are available on the Council eboard portal (Diligent Boards) or on request from the Secretary. Approved Minutes and many of the papers are published on the University SharePoint site at <https://livekentac.sharepoint.com/sites/council>.

2. Queries

Any queries should be addressed to Dr Sinead Critchley, Director of Governance and Assurance (Secretary to Council), (email: S.Critchley-2002@kent.ac.uk).