

Minutes currently confidential to Council marked Commercial in confidence or confidential have been redacted from the web version

UNIVERSITY OF KENT

MEETING OF COUNCIL

Minutes of the meeting held on 28 November 2023

Hybrid meeting: Darwin Boardroom/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; Lay members Dame Ursula Brennan; Xian Chan; Dan Cook; Michael Crick; Sarah Dance; Dr Mark Downs; Mayuri Lakhani; Kim Lowe; Gabriel MacGregor; Paul Pugh, Dr Sam Parrett; Graham Razey; Thomas Hyner; Ben Bradley, Vice President Postgraduate Experience; Zaid Mahmood, President Kent Union; Josh Brooker, Student 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); Prof. Ben Cosh and Courtney Gainer (for item 6); 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: Prof. Shane Weller; Dr. Will Norman, Academic Staff Representative.

5672 CHAIR'S INTRODUCTION

The Chair welcomed everyone to the meeting, noted apologies and absences and welcomed the new members of Council – Graham Razey and Thomas Hyner (new Lay Members) and Josh Brooker (newly elected student representative).

Thereafter, the Chair set the tone for the meeting by emphasizing the core issues for discussion, being the financial statements, refinancing negotiations and Kent 2030 updates. The Chair also recommended the prioritisation of matters requiring approval of Council.

The ongoing suspension of Order 3 (xiv), i.e., suspension of the 7day timeline for circulation of papers was noted.

No new declarations of interest were noted.

5673 MINUTES

Paper C2023-021, the minutes of the meeting held on 13 November 2023 were approved.

5674 MATTERS ARISING

The Action Log, Paper C2023-022 was noted and further updates were shared as they arose in line with the agenda.

5675 VICE CHANCELLOR AND PRESIDENT'S COMMUNICATIONS

The Vice Chancellor presented updates on the following which were **noted** by Council.

a. Internal Context

- The VC welcomed Chris Barron, Non-Academic Staff Representative, who had been away due to illness.
- The VC also expressed gratitude for the support of Council, especially over the last few months managing the University's key challenges. Staff working behind the scene who have been hugely instrumental to supporting ongoing efforts around managing the initiatives and projects aimed at improving the financial position of the University, including managing and generating reports were also recognized and appreciated.
- The University's partnership with the National Institute for Medical Research was noted and the benefits of same to students with intercalated years studies.
- Awards and Recognition recently received by the University and staff (such as Cyber University of the Year in the Real Cyber Awards 2023 and Clarivate List of Highly Cited Researchers 2023) were also noted and related staff were congratulated and commended for their continued work and dedication to the University.

b. External Context

- The political landscape was also noted and in particular, the indicators from the Kings speech which was devoid of explicit reference to higher education funding. The University's continuous engagement with the present government and the 2 main political parties was also noted.
- The reality of the higher education funding crisis in light of Brexit, home tuition fee freeze and immigration challenges was highlighted as well as the need for diversification through international student recruitment, without over-reliance on that income stream. Making data driven decision was also emphasised.

c. Palestine-Israel Conflict

- The VC reported ongoing partnership with Kent Union and staff unions in order to support students and staff affected by the impact of the Palestine-Israel conflict. It was noted that there have been no unusual or concerning activities on campus as a result of the tensions and that the situation is being monitored, while advice and support is sought from key stakeholders to

CONFIDENTIAL

manage media and communications, when needed. Reference was also made to the current Prevent Report (Paper C2023-035).

- d. The Vice Chancellor presented **Papers C2023/023 and C2023/023a**, noted by Council.

[minute confidential to Council]

Through discussions, Council **noted** the following:

- That the University is faced with several tight deadlines that will be challenging to meet but some assurance was given that all effort will be made to meet the deadlines with the support of professional advisors, while keeping the Council updated via Diligent or through the regular virtual council meetings.
- That necessary dialogue will be initiated as may be required with the relevant regulators or stakeholders with the support of our professional advisors, regardless of time pressures to ensure that the proper reports/responses are issued.
- That the University's Apprenticeship structure requires some review and improvement as revealed by the mock inspection exercise and the recent internal audit report. Several models are being explored with a view to ramping up staff utilisation of the scheme taking cognisance of the nature of their employment contracts. Apprenticeship Advisors will be engaged.

5676 STRATEGIC PLAN AND CURRENT PERFORMANCE

The Council welcomed presentations by the Deputy Vice Chancellor Strategy and Performance (S&P); the Deputy Vice Chancellor Education and Student Experience (ESE), and the Financial Sustainability Director on the key points from their reports and noted or approved the following:

a. **Paper C2023/024** – Strategic Plan and Current Performance

- That the University has missed its recent targets on many core KPIs.
- That the targets are set to increase over the coming years and are out of line with the University's current performance.
- That a review of the KPIs and/or targets is recommended and will be agreed when K2030 is financed and in execution.
- League table rankings were also reported and noted and the University's goal to make the top 30 UK table ranking and top 300 international ranking.
- Updates on projects like the Brussels Closure, Kent International College partnership, Medway Docking Station, Professional Services Career Framework, etc., were noted.

Through discussion, Council **noted** the following:

- That the KPIs were recently reviewed but will be refreshed and tracked at an institutional level going forward. That due to the impending refinancing, the targets are expected to change.

b. **Paper C2023/025** – Kent 2030 - Update for Council

- That the Kent 2030 transformational plan is moving at pace and since it was first shared on 29th September significant progress has been made across all workstreams and funding options.

[minute confidential to Council]

- That the aim is to provide more concrete updates and seek necessary approvals on some of the projects as they advance between December and January.
- c. Paper C2023/026 - Academic Year and Educational Modernisation**
- The Senate approved Academic Year and Educational Modernisation proposal was presented to the Council for **approval**.
 - The proposal is for the introduction of a four 10-week term structure (10-10-10-10 model) at the University from September 2025 to replace the current structure of two major (12 week) teaching terms (Autumn and Spring) and a shorter Summer term (6 weeks) primarily used for assessment. It will also include the introduction of a core Stage 1 foundation for students, and changes to assessment formats, assessment periods, module composition and credit value.
 - The proposal is aimed at mitigating identified challenges presented by the current structure to both the University and its students, e.g., ensuring better value for money by providing teaching in the summer term (vis-à-vis fees and accommodation costs), enabling better planning of academic staff time and aligning the University with OfS regulatory conditions.
 - The proposed academic year restructure is expected to, amongst others, increase entry points that will enable growth in student numbers in certain subjects, facilitate improved retention through changes in assessment (type and frequency) and ensure better alignment with apprenticeship delivery, an identified area of growth and government focus.
 - The proposed academic year restructure has been subjected to open engagement with staff and students (in depth discussion at Education and Student Experience Board (7th October) and JSNCC (1st November), consideration of staff feedback at the Kent2030 All Staff Q&A held on 7th November). Student feedback activity is still ongoing and will feed into the Business Case to be presented in January 2024, but the current proposal has been informed by feedback received to date.
 - At the Senate Committee meeting held on 8th November, the proposal was discussed and put to a vote which returned with majority support.
 - The business case and resources implication for the Academic Year will be presented to Council in January following more detailed implementation planning and continued staff and student engagement.

Action: *Presentation of Business Case for new academic year for approval at January Council meeting*

Through discussion, Council noted the following:

- That the changes are being implemented by 2025 to allow the review/reset of our systems (Kent Vision, etc.) to accommodate the changes, give room for staff to undertake the necessary foundational actions like reviewing course content, degree offerings, etc., as well as obtaining the necessary approvals

of the University's courses and modules. Also, the 2023/24 session has already been advertised on the basis of the current structure and modules. Other reasons include the need to manage the impact of the changes on contractual obligations for accommodations and summer camp commitments.

- That the changes will not result in a huge review of staff contractual obligations but there will be need to redefine certain terms like 'term-time' and allow flexibility around allowable leave periods.
- That there will be need to manage any likely implications around staff productivity and effective management of all dependencies within the people workstream.
- Though there was initial shock and skepticism among staff and students around the proposed changes, surveys show that the proposal is being received more openly, with several aspects of the initiative, such as, mixed assessments and changes to assessment period, being welcomed.
- The proposed changes will be instrumental to driving the objectives of Kent 2030, aid the University's Apprenticeship offerings, and improve overall staff and student experience.

Council **approved** the new Academic Year and Educational Modernisation proposal.

***Action:** Implementation of the new Academic Year and Educational Modernisation by DVC (S&P) and DVC (ESE).*

d. Paper C2023-027 - Project Darwin

[minute confidential to Council].

e. 'Kent 2030' Next Steps

The prospective approval dates and timelines were presented and **noted** by the Council.

5677 TRUSTEE'S DUTIES

Neil Smyth and Sarah Seed from Mills and Reeves provided legal guidance which Council **noted**.

[minute confidential to Council]

Chris Barron was excused from the meeting during the tea break at 14:50hrs.

5678 REPORT OF THE CHIEF FINANCIAL OFFICER

Council welcomed and **noted** presentations by the Chief Financial Officer (CFO), the Interim Chief Restructuring Officer and the Financial Sustainability Director on key points from their reports.

a. CFO Report

- The CFO reported that based on the review of the October Management Accounts at the EG meeting yesterday, the University is currently ahead of budget and ahead of its projected cash position.
- There have been good levels of cash receipts from students indicative of improved attendance levels and engagement.
- The University has a good cash position and continues to exert pressure on spend through cash management mechanisms and spending controls set up to ensure savings.

[minute confidential to Council]

b. Paper C2023/029 - Draft Annual Review and Financial Statements

- A draft Annual Report and Financial Statements document was presented and noted with explanations that the external auditors are still reviewing elements of the University's financial statements, while the Finance team responds to issues so far raised by them.
- The following areas of the draft are still outstanding/to be updated:
 - Strategy overview
 - Financial commentary
 - Statement of internal control (to be finalised)
 - Audit opinion
 - Going Concern Review (including in Accounting Policy)
 - Split outs of 22/23 comparators (for notes 7 and 9)
 - VC Pay explanations (in note 7)
 - Access and Participation Spend (in note 9)
 - Details of refinancing arrangements (once agreed) - (Accounting policy note and note 18)
- Further work is ongoing with the Print Unit to reformat the document into a more visually appealing style.

c. Paper C2023/030 - Draft Report of the External auditors

The draft audit report outlining the audit process, progress and preliminary conclusions was noted by Council. It was further noted that due to ongoing audit field work, the external auditors are not yet in a position to issue their Audit Findings Report (AFR).

[minute confidential to Council]

CONFIDENTIAL

d. **Paper C2023/031** - Going Concern Assessment Timeline

[minute confidential to Council]

e. **Paper C2023/032** - Siemens Project

- The Siemens partnership proposal was presented to Council for **noting** and not for approval in principle.
 - The project involves new installation of LED lighting for 3 buildings, rooftop solar arrays on 3 further buildings and some minor water metering improvements, paid for via an operating lease over the next 15 years, as well as the creation of a future energy focused partnership. On current projections and assumed utility prices, the projects will generate a positive cash flow of £840k over the next 5 years.
 - As part of this partnership, Siemens will support the University in achieving net zero by 2040 and significantly reducing energy costs.
- [minute confidential to Council]**

Through discussion, Council noted that:

- The team should note and introduce necessary safeguards to the cyber-security vulnerabilities of Siemens.
- The risk and reward elements of the project, the end of the tenure obligations, such as technology maintenance cost, and the legacy effect should be indicated in subsequent reports on the project.

f. **Paper C2023/033** was noted.

[minute confidential to Council]

ITEMS BELOW THE LINE

5679 MODERN SLAVERY STATEMENT

Council noted and **approved** the revised modern slavery statement (MSS), Paper **C2023/034** and Tom Hyner volunteered to work with the Governance and Procurement teams to review the relevant KPIs as needed.

Action: *Governance Team to publish the approved MSS on the University's website.*

5680 PREVENT DUTY

- A report on the University's Prevent duty **Paper C2023-035** was presented to Council and same was noted and approved by Council for submission to the Office for Students (OfS). The report set out the measures taken by the

CONFIDENTIAL

University over the past year to prevent terrorism and provides details/responses to issues raised by the DfE over combating antisemitism and the OfS over Prevent training records and clarity of some policies.

- Through discussion, Council noted that specific potential Prevent incidents reported have been investigated by the University and found not to fall within the Prevent category, rather freedom of speech. Also, that in light of the Palestine-Israel conflict, the University has circulated communications on the illegality of Hamas support within the UK and, that the relevant policies highlighted by the OfS are being reviewed.
- Council noted and **approved** the Prevent Accountability Report for signing by the Chair and for the Prevent Steering Group Chair to submit same to OfS.

Action: Governance Team to facilitate the signing of the Prevent Declaration

5681 PROJECT TOPAZ

- Council noted Paper **C2023-036**.

[minute confidential to Council]

5682 MINUTES AND RECOMMENDATIONS OF COMMITTEES TO APPROVE

- a. **Recommendations and Minutes of Lay Nominations Committee meeting of 9 November 2023**

Council noted the minutes of the Lay Nominations Committee, Paper **C2023/037c** and **approved** Papers **C2023/037a** (filling Committee vacancies), **C2023/037b** (proposed change to standing orders).

- b. **Recommendations from the Honorary Degrees Committee meeting of 17 October 2023**

Council noted and **approved** the recommendations of the Honorary Degrees committee as contained in Paper **C2023/038**.

5683 MINUTES AND REPORTS OF COMMITTEES TO NOTE

- a. **Report of Senate meeting of 8 November 2023**

Council noted Paper **C2023/39**

- b. **Minutes of Finance & Resources Committee meeting of 15 November 2023**

Council noted Paper **C2023/040**.

CONFIDENTIAL

c. **Minutes of Audit Committee meetings of 11 October 2023 and 14 November 2023**

Council noted **Papers C2023/041a and C2023/41b**

d. **Minutes of the Ethics Committee meeting of 7 November 2023**

Council noted **Papers C2023/042**.

e. **Minutes of the People Committee meeting of 19 October 2023**

Council noted **Paper C2023/043**.

5684 COUNCIL FORWARD PROGRAMME 2023/24

Council noted the Forward Programme for 2023/24 academic session, **Paper C2023/044**.

5685 ANY OTHER BUSINESS

Council members reiterated the need for ample preparatory time for upcoming meetings and decisions, as well as possible adoption of a more focused agenda.

5686 DATES OF FUTURE MEETINGS

Council noted the following dates for forthcoming meetings in the academic session 2023/24:

- *Friday 15 December 2023, 2-5pm (Provisional date)*
- Thursday 25 January 2024, 10am-4pm
- *Week commencing 29 January 2024, precise date TBC once accounts timeline is agreed*
- Friday 22 March 2024, 2-5pm (Medway campus)
- Friday 17 May 2024, 2-5pm
- Friday 28 June 2024, 2-5pm

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).