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UNIVERSITY OF KENT

MEETING OF COUNCIL

Minutes of the Meeting held on 17 May 2024

Hybrid Meeting at Darwin Boardroom, Canterbury Campus and 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 and President, Professor Karen Cox; Lay members Dame Ursula Brennan; Michael Crick; Dr Mark Downs; Graham Razey OBE; Dr Sam Parrett; Sarah Dance; Dan Cook; Mayuri Lakhani; Gabriel MacGregor; Thomas Hyner; Kim Lowe; Zaid Mahmood, President Kent Union; Ben Bradley, Vice President Postgraduate Experience; Josh Brooker, Student Representative; Professor Richard Reece, Deputy Vice Chancellor Education and Student Experience (ESE); Professor Georgina Randsley de Moura, Deputy Vice Chancellor Strategy and Performance (S&P); Dr Balihar Sanghera, Academic Staff Representative; Alex Perkins, Non-Academic Staff Representative.

In attendance: Chief Financial Officer (Jane Higham); Peter Pentecost; Dr Lucy Foley, Director of Student Services (for item 10) ; Professor Ben Cosh, Pro-Vice Chancellor & Director of Computing, Engineering and Mathematical Sciences (CEMS); Paul Sinnock, Deputy Director of Information Services (for item 7), Director of Governance and Assurance (Secretary to the Council) (Dr Sinéad Critchley); Assistant Director, Governance (Sarah Megson), Head of Secretariat (Lanre Folarin).

Apologies for absence: Lay members: Paul Pugh.

5792 CHAIR'S INTRODUCTION

- a. The Chair welcomed members, noted apologies, and summarized the key matters to be discussed and/or approved at the meeting.
- b. The Chair also noted that it was the Vice-Chancellor's' last meeting after 7 years of service. The Chair said a few words of farewell, saluting her bravery in diagnosing the University's challenges and commending her efforts in leading the refinancing agreement and the transformational strategy set to lead the University into financial recovery and sustainability.
- c. The VC also thanked Council members and the Executive Group for good governance and support throughout her tenure, commending them for acting always in the best interest of the University.
- d. Disclosure of Interest: The interest of all staff representatives and EG in item 11 (C2023/148 Appointment of VC) was noted.

5793 MINUTES

- a. **Paper C2023-147**, the minutes of the meeting held on 22 March 2024 were approved.

Paper C2023-148 was approved.
[minute confidential to Council]

5794 MATTERS ARISING

- a. The Action Log, Paper **C2023-149** was **noted** and items 5706, 5676, and 5581 were closed as recommended.
Items 5769A, 5745, 5617 and 5523 were noted as agenda items 6, 9, 7 and 10.
- b. Paper **C2023/150** Minutes of the meeting of Authorised Individuals regarding the Giles Lane transaction held on 8 April 2024, pursuant to Council delegated authority were noted.
- c. Paper **C2023/151** Minutes of the meeting of Authorised Individuals regarding the Giles Lane transaction held on 26 April 2024, pursuant to Council delegated authority were noted.
- d. Post-Meeting update: Council was informed that legal documentation for the Giles Lane transaction had been executed and exchanged. **[minute confidential to Council]**.
- e. A member raised and Council noted the need for the Secretariat to keep the website updated with the minutes of Council. Ongoing resource challenges within the Secretariat team were noted as requiring prioritization of meeting support over and above less time critical activity.

5795 VICE CHANCELLOR AND PRESIDENT'S COMMUNICATIONS

The Vice Chancellor welcomed and thanked everyone for their continued support and reported that:

a. **External Updates:**

- The Migration Advisory Committee (MAC) Report had been published with the conclusion on its review of the UK graduate route being that there was no evidence of widespread abuse of the route. This was noted as an item to keep in view.
- The Office for Students (OfS) had published a financial sustainability report which analyses the trends in financial performance for the higher education sector. The report concludes that the higher education sector is facing considerable financial pressure and calls for more realistic evaluation of risks and contingency planning.

- b. **Internal Updates:** A protest camp had been set up on campus by pro-Palestine students calling for an end to the war in Gaza. It was noted and commended that the camp had been set up legitimately upon seeking and obtaining permission having gone through the University's risk assessment procedure. The camp remains peaceful and respectful.

Through discussions, Council noted that:

- Regarding recruitment demographics, the University promotes fair student recruitment in line with OfS guidelines and the Fair Admissions Code of Practice which prescribes principles for fair admission of home undergraduate students.
- There is need to continuously adapt our admission terms to suit the target numbers. It was noted that current undergraduate students numbers are positive, although, international student recruitment was still quite a challenge. However, there remains concerted effort by the student recruitment teams to follow up and improve retention rates.
- **[minute confidential to Council]**
- The International College partnership did not generate the expected student numbers due to the same sector challenges and delayed UKVI approvals. Nonetheless, the September entry figures will offer better insight.
- The University's projections go beyond the usual incentives being offered by competitors and focuses on deploying resources to recapture market share. The partnership with Oxford International is strategic.
- Recruitment Agents are engaged based on a reward system and often collaborate to co-create scholarships, etc. with the University.

Action: *Governance and Assurance to circulate the OfS report on Financial Sustainability via Diligent.*

Strategy & Performance to present data on student numbers.

5796 STRATEGIC PLAN AND CURRENT PERFORMANCE

The Vice Chancellor and Deputy Vice Chancellor (S&P), Chief Financial Officer (CFO) and Director of Financial Sustainability presented the following papers and updates.

a. **Kent 2030 Update - C2023-152**

Council was informed and noted that the Kent 2030 project has made significant progress although currently tracking as amber, meaning it is off track but with clear mitigations in place. It was noted that a wider, future focussed strategic vision was being developed in support of sustained delivery of Kent 2030 beyond the change programme and this would be supported by a refreshed narrative that is courageous, clear and future focused.

Updates were provided on the various workstreams - Size and Shape; Academic Workforce; Education Modernisation; Continuous Improvement; Commercial Partnerships; People; Target Operating Model ("TOM"); and Funding. The following project updates were also provided:

- i. **[minute confidential to Council]**
- ii. **[minute confidential to Council]**
- iii. **[minute confidential to Council]**
- iv. **[minute confidential to Council]**
- v. **[minute confidential to Council]**
- vi. **[minute confidential to Council]**
- vii. **Siemens:** A recap of the project, a carbon reduction partnership for a series of operating leases to provide the University with solar lighting infrastructure, was provided. Based on Council's approval in principle on 30 January 2024, Council was informed that the contract was being finalised with the Auditors reviewing the financial structuring terms.

Council was then requested to approve delegated authority to the Chairs of Council, Finance and Audit to review and approve the final transaction documentation before the next meeting.

[minute confidential to Council]

Resolution:

- Upon careful consideration of the impact of the project on the interest of the University and its stakeholders, Council **approved** the progression of Siemens transaction and delegated authority to the Chairs of Council, Finance and Audit to approve the final transaction documentation.

Council also approved:

- (1) authority for any two of Jane Higham, Professor Karen Cox or Professor Georgina Randsley de Moura to execute and deliver all legal documentation upon approval of the terms thereof by the Authorised Individuals (the Chair of Council, the Chair of the Finance & Resources Committee and the Chair of the Audit Committee), by signing for and on behalf of the University, and to be executed as a deed by affixing the University's seal;
- (2) authority for any one of the Authorised Individuals to do all such things including the execution of documents, certificates and notices in such form and including such amendments as they (acting jointly and severally), in their

absolute discretion, see fit and to provide further confirmation to any party involved with the Transaction as is necessary or desirable to give effect to the Transaction.

Action: *The Authorised Individuals should progress the Siemens transaction*

b. Cost and Benefits Tracking for Kent 2030 - C2023/153

Council noted paper **C2023/153** which outlined the details of the reporting regime for costs and benefits for Kent 2030 workstreams based on a 'Top-down' review (as was done for the financing case) and annual benefits and costs.

[minute confidential to Council]

5797 CYBERSECURITY REPORT

Ben Cosh and Paul Sinnock presented and Council **noted** paper **C2023/154** Cybersecurity Report. The report provided an overview of the cyber-attack on the British Library, its impact on the organisation and analysed 16 sector recommendations against the University's current position. It also provided an update on the outcome of a recent cyber security maturity assessment undertaken by BT on behalf of the University as well as recommendations for improving the overall information security outlook. The need for improvement in the areas of resources, asset management and asset hardening.

[minute confidential to Council]

Action: *The IS team should make a proposal regarding areas for initial IS investment to boost visibility of our IT environment.*

Michael Crick exited the meeting at 17:02hrs.

5798 GOVERNANCE EFFECTIVENESS REVIEW

Council noted Paper **C2023/155** and the appointment of Advance HE to facilitate the governance effectiveness review.

The Chair enjoined Council members to participate fully during the review, sharing their thoughts and recommendations with the facilitators. It was confirmed that the governance review workshops are open to all members not just members of the Governance Effectiveness Review Steering Group.

5799 DEEP DIVE – STUDENT WELLBEING

The Deputy Vice Chancellor Education and Student Experience (ESE) and Dr Lucy Foley, Director of Student Experience presented Paper **C2023/156**, the report on student wellbeing which was based on data from the last 11 years. According to the report, the numbers and complexity of student wellbeing incidents had increased and mental health support is now a key deciding factor for students when choosing their preferred institution of study.

An outline of initiatives by the University was provided, including stepped care services, Kent Union Student Advisory Board, Mental Health Charter and partnership with the NHS to improve access to therapy. The change in risk levels being carried by the University due to the impact of NHS referrals, as well as the pressure on Student Minds and other challenges around E&E implementation and capacity were also noted.

Council also noted that the data regarding students with short-term mental health episodes, or who do not identify with the mental needs label could be useful to note for future financial planning, as they may contribute to future support needs. In terms of additional steps that may be taken by the University, it was noted that it would be useful to be able to provide more support for people with ADHD, the diagnosis of which is on the rise. Most of the resources are currently geared towards managing risk with efforts being made to the levels and speed of support with the help of Spectrum Life. The University continues to maintain connections with key groups and organisation in furtherance of its student wellbeing support objective.

Finally, it was noted that when there is a student suicide, there is a requirement to conduct a serious case review which is challenging to undertake. One student has died by suicide this academic year.

Action: *A report on the Student Minds self-assessment will be shared with Council by next spring when the outcome is available.*

5800 JOINT COMMITTEE FOR THE APPOINTMENT OF THE VICE CHANCELLOR

Council noted Paper **C2023/157**.

[minute confidential to Council]

Council **approved** the revised procedure for the appointment of 4 Senate representatives to the Joint Committee for the Appointment of the Vice-Chancellor, being a University-wide call for expressions of interest from all staff (academic and professional).

Also, based on responses to the call for volunteers from among lay members of Council, Council approved the following members as Council representatives of the Joint Committee: Tom Hyner, Dr Sam Parrett, Dan Cook and Michael Crick.

Action: Governance and Assurance to facilitate the selection of Senate representatives and support the Joint Committee.

5801 EDI ANNUAL REPORT

Council noted paper **C2023/158**.

5802 SUSTAINABILITY ANNUAL REPORT

Council noted paper **C2023/159**.

5803 ANY OTHER BUSINESS

The meeting ended with some parting words by the VC who again expressed appreciation for the support of Council, past and present, throughout her tenure.

ITEMS BELOW THE LINE

5804 DATES OF FUTURE MEETINGS

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

- Friday, 28 June 2024, 2-5pm (2024/25 schedule to be presented and approved)

PLANS AND REPORTS FOR NOTE

The following reports were presented to Council to note.

5805 ANNUAL REPORT ON RESEARCHER DEVELOPMENT CONCORDAT

Council noted and **approved** paper **C2023/160**.

5806 KENT UNION ARTICLES OF ASSOCIATION (CONSTITUTION)

Council noted and **approved** paper **C2023/161** following clarification regarding paragraph 9.1.1.

Post-Meeting Update

The Articles were reviewed as follows for more clarity:

9.1.1 *each and every Student who has opted in at the initial registration phase or notified Student Records Administration office (SRAO) at the University of Kent.*

10.3 *Student Members can also choose to opt out at any stage whilst they are a registered student by notifying the University of Kent or the Union, in accordance with the Union's Bye-Laws, or*

5807 KENT UNION CODE OF PRACTICE

Council noted and **approved** paper **C2023/162**.

5808 KENT UNION ELECTIONS

Council noted paper **C2023/163**.

5809 CORRESPONDENCE RECEIVED FROM OFS: PREVENT MONITORING: OUTCOME OF ADR 2023 ASSESSMENT

Council noted paper **C2023/164**

5810 CORRESPONDENCE RECEIVED FROM OFS: RESPONDING TO UNLAWFUL HARASSMENT IN HIGHER EDUCATION

Council noted paper **C2023/165**

5811 CORRESPONDENCE RECEIVED FROM THE PARLIAMENTARY UNDER-SECRETARY OF STATE FOR THE SCHOOL SYSTEM & STUDENT FINANCE - NAO INVESTIGATION

Council noted paper **C2023/166**

5812 CORRESPONDENCE RECEIVED FROM OFS: PROTEST ON CAMPUS – TACKLING HARASSMENT AND SECURING FREEDOM OF SPEECH

Council noted paper **C2023/167**

MINUTES AND RECOMMENDATIONS OF COMMITTEES TO NOTE AND/OR APPROVE

The following minutes and recommendations were presented to Council to note and/or approve.

5813 RECOMMENDATIONS OF LAY NOMINATION COMMITTEE MEETING

Council noted and subject to a minor editorial correction, **approved** the minutes of the Lay Nominations Committee meeting held on 13 March 2024, **C2023/168**.

5814 MINUTES ETHICS COMMITTEE MEETING

Council noted the minutes of the Ethics Committee meeting held on 3 May 2024, **C2023/169**.

5815 REPORT OF THE REMUNERATION COMMITTEE

Council noted and **approved** the recommendations in the reports of the Remuneration Committee, **C2023/170a** and **C2023/170b**.

5816 TRUSTEES' DUTIES: CONSIDERATION OF REASONABLE PROSPECT Council noted Paper **C2023/171**

[minute confidential to Council]

5817 Council **noted** the Forward Programme 2023/24, **C2023/172**.

Notes

1. Papers

Copies are available on the Council e-board 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 Sinéad Critchley, Director of Governance and Assurance (Secretary to Council), (email: S.Critchley-2002@kent.ac.uk).