

**Minutes currently confidential to Council**

**Minutes marked Commercial in confidence or confidential have been redacted from the web version**

UNIVERSITY OF KENT

**EXTRAORDINARY MEETING OF COUNCIL**

**Minutes of the Extraordinary Meeting held on 25 April 2025  
Meeting Held Online via MS Teams**

**Present:** The Deputy Chair of Council and Chair of Finance & Resources Committee, Andrew Newell; The Acting Vice-Chancellor and President, Professor Georgina Randsley de Moura; Lay members: Thomas Hyner; Dr Mark Downs; Paul Pugh; Victoria Wilson; Sarah Dance; Dr Sam Parrett CBE; Graham Razey OBE; Mayuri Lakhani. President Kent Student Union, Lulu Collins; Vice President Postgraduate Experience, Cláudia Moreira; Elected Student Representative, Lewis Sawyer. Academic Staff Representatives, Dr Balihar Sanghera, Professor Shujun Li; Professional Services Staff Representatives, Jahanara Ahmed, Dr Daniel Knox.

**In attendance:** Chief Financial Officer, Jane Higham; Financial Sustainability Director, Peter Pentecost; Director of Finance, Frank Richardson (item 4); Assistant Director (Governance), Sarah Megson; Head of Secretariat, Lanre Folarin; Interim University Secretary and Director of Governance & Assurance, Dr Jo Wright.

**Apologies:** Lay Members: Julie Kelly; The Chair of Council, Mark Preston; Deputy Vice Chancellor Education and Student Experience (ESE), Professor Richard Reece; Acting Deputy Vice Chancellor Strategy and Performance (S&P), Professor Claire Peppiatt-Wildman.

**5983 CHAIR'S INTRODUCTION**

- a. The Deputy Chair presided over the meeting, noting apologies from the Chair and other members, including those who needed to exit the meeting early, and welcomed everyone present. It was noted that the Chair had appointed the Deputy Chair as his proxy and Julie Kelly had conveyed her position on the accounts ahead of the meeting.
- b. The Deputy Chair reminded members of their fiduciary duty to the University as trustees and in particular, in light of the matters for consideration.
- c. **Disclosure of Interest:** None.
- d. The Deputy Chair gave an overview of the items for consideration and stated that the reports on the accounts and Going Concern had been presented to the Audit and Finance and Resources Committees before being brought to Council. Few

corrections made to papers C2024/122 and C2024/124 ahead of the meeting were also highlighted.

**5984 MINUTES**

Council **approved** the minutes of the meeting held on 8 April 2025.

**5985 ACTING VICE-CHANCELLOR AND PRESIDENT'S COMMUNICATIONS**

There were no updates from the Acting Vice-Chancellor.

**5986 GOING CONCERN AND 2023/24 FINANCIAL STATEMENTS**

The Chief Financial Officer, Director of Finance and Deputy Director of Finance presented the following items:

**A. Final Going Concern Assessment**

After being reminded of their trustee duties, Council received Paper **C2024/120** Final Going Concern Assessment for the Period up to July 2026.

Council was informed of the underlying assumptions on which the financial modelling, including the base case performance (Rebased Kent 2030 Plan), plausible worst-case scenario and reverse stress test, was conducted. Additionally, it was noted that a more cautious forecast had been adopted in the Going Concern base case regarding student numbers given the continuing sector challenges **[minutes confidential to Council]**. Also, that further to the Amended Override Agreement agreed with the Lenders, the University now had a substantially increased level of performance covenant headroom for the assessment period, that was deemed sufficient in all risk scenarios set out.

Through discussions, Council noted that:

- The Final Going Concern Assessment has been presented to and endorsed by the Audit and Finance and Resources Committees. The Chair of the Audit Committee mentioned that the Committee would enhance monitoring of the business intelligence data and reporting on student recruitment to provide further assurance to Council. The Deputy Chair (and Chair of FRC) also confirmed the endorsement of the Finance and Resources Committee, highlighting the External Auditors' unqualified report.
- Regardless of the plausible worst-case scenario modelled, it was noted that since previous impact on the University's finances had been caused by seemingly implausible scenarios, it would be necessary to channel more effort to improve marketing, branding, conversion rates, and overall student experience in a bid to hedge against implausible eventualities. Council noted the overall increase in the market for students and the need for the University to build back with a view to improving application rates, etc. Thus, Council requested enhanced reporting on student numbers possibly with School level data, to include more details on initiatives being implemented.
- Council acknowledged the support of the Lenders and the generosity of the concessions granted following the most recent negotiations as the University continues to work on delivering Kent 2030.

- The need to constantly consider the likely impact of the deployment of additional financial improvement levers on staff morale and how much more may be done to support staff. Consideration of the implications for students was also noted, including the need to ensure that cost management measures do not inadvertently worsen student experience, especially for students in Medway. The CFO stated that additional work would be done to cautiously manage decision gateways on this issue.
- More insight on the activities of the Future Students and Brand team was provided, e.g. provision of additional scholarships and increased conversion activity. It was suggested regarding the international recruitment strategy that too much focus should not be placed on certain already saturated markets but the University should explore the possibilities that markets like the USA could offer, in order to compete reasonably with its peers.
- The Acting Vice-Chancellor expressed gratitude to colleagues, Council members, and the External Auditors for their contribution and support in delivering the accounts and going concern assessment.

After due and careful consideration of the Going Concern assessment, taking into account their duties and obligations as charity trustees, financial reporting guidelines, the University's constitutional documents and considering the best interests of the University and its stakeholders, Council **agreed** that the University has sufficient certainty over the adequacy of its liquidity position and compliance with its covenant thresholds over the period to July 2026 and has demonstrated that it is a Going Concern without any material uncertainty. **Council therefore approved the Going Concern Assessment.**

**Action:** *Enhanced reporting to Council on student numbers (DVC S&P)*

*Georgina Randsley de Moura and Sarah Dance exited after indicating their positions on the remaining agenda items.*

#### **B. External Audit Findings Report**

Council received and **noted** Paper **C2024/121** which would be submitted along with paper C2024/124 to the OfS. Council was also informed that adequate management responses had been provided to all the audit findings.

#### **C. 2023/24 Financial Statements**

Council received and **approved** Paper **C2024/122**, [minutes confidential to Council].

It was confirmed that members' feedback since the circulation of the final draft on 11 April had been incorporated. Also, that due to the strict filing timeline any remaining errors would be resolved via a press release.

In response to enquiry about staff cost (and the increased number of senior staff receiving annualised remuneration in excess of £100,000), Council noted that the

increase highlighted was attributable to the growth of the Kent and Medway Medical School (KMMS) and that this had been explained in the financial statements.

**D. Letter of Representation**

Council received and **approved** Paper **C2024/123** Letter of Representation in support of the Audit of the 2023/24 Financial Statements and committed to considering pulling the listed cost mitigation levers, where necessary during the going assessment period.

**E. Annual Financial Return and Commentary**

Council received and **approved** Paper **C2024/124** Annual Financial Return and Commentary for submission to the OfS. It was noted that paper C2024/121 External Audit Findings would be annexed to it.

*Mayuri Lakhani exited the meeting after indicating her position on the remaining agenda item.*

**5987 INTERNAL AUDIT PROVISION**

Council **noted** and **approved** Paper **C2024/125** [minutes confidential to Council]

[minutes confidential to Council]

[minutes confidential to Council]

[minutes confidential to Council]

**5988 ANY OTHER BUSINESS**

None.

**5989 DATES OF FUTURE MEETINGS**

Council noted the following dates for forthcoming meetings in the academic session 2024/25 holding at the Darwin Boardroom unless otherwise Indicated:

- Friday 16 May 2025
- Friday 27 June 2025

**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 Jo Wright, (University Secretary), (email: [j.wright-2062@kent.ac.uk](mailto:j.wright-2062@kent.ac.uk)).

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