

Minutes currently confidential to Council

Minutes 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 27 June 2025

Hybrid Meeting Held at Templeman Meeting Rooms DGO1 & DG02, 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 Acting Vice-Chancellor and President, Professor Georgina Randsley de Moura; Lay members: Paul Pugh; Sarah Dance; Julie Kelly; Victoria Wilson; Graham Razey OBE; Thomas Hyner; Dr Sam Parrett CBE; Nick Ratcliffe; Philip Jordan; Jonathan Steel. President Kent Students' Union, Lulu Collins; Vice President Postgraduate Experience, Cláudia Moreira; Elected Student Representative, Lewis Sawyer; Deputy Vice Chancellor Education and Student Experience (ESE), Professor Richard Reece; Acting Deputy Vice Chancellor Strategy and Performance (S&P), Professor Claire Peppiatt-Wildman; Academic Staff Representative, Professor Shujun Li; Non-Academic Staff Representatives, Jahanara Ahmed, Dr Daniel Knox.

In attendance: Chief Financial Officer, Jane Higham; Director of Finance, Frank Richardson (item 8); Prof Murray Smith, SCAFFE Co-Chair (item 9); MDS Team: DVC Research & Innovation, Prof Shane Weller, MDS Project Manager, Caroline Dennis, Director of Digital & Future Technologies, William Draffin and Director of the Institute of Cultural and Creative Industries, David Sefton (item 11), Partner, EY-P, Caroline Pover; EY-P (item 8); Partner; Assistant Director (Governance), Sarah Megson; Governance Support Officer, Hannah John; Head of Secretariat, Lanre Folarin (Secretary); Interim University Secretary and Director of Governance & Assurance, Dr Jo Wright.

Apologies: Lay Members: Dr Mark Downs, Mayuri Lakhani; Academic Staff Representatives, Dr Balihar Sanghera.

6015 CHAIR'S INTRODUCTION

- a. The Chair welcomed members, including new Council lay members, Nick Ratcliffe, Philip Jordan and Jonathan Steel and noted apologies from two lay members and adjustment request, stating that Mark Downs had sent in his position on the items for approval. The Chair also mentioned that it was Lulu Collins' last meeting as President of the Student Union and members wished her well.

Additionally, the Chair explained that given the volume of items Council were expected to cover during the meeting, there was need to reorder the deliberations for efficiency. The new order was outlined and agreed by the members.

The Chair also apologised for the inconvenience occasioned by some late papers and updates to the meeting pack and commended the Interim University Secretary and team for the efforts towards convening and supporting the meeting.

b. The Chair reminded members of their fiduciary duty to the University as trustees.

c. **Disclosure of Interest:** None.

6016 MINUTES

Council approved Paper **C2024/142** Minutes of the meeting held on 16 May 2025.

6017 MATTERS ARISING

The Action Log, paper **C2024/143**, was noted.

6018 ACTING VICE-CHANCELLOR AND PRESIDENT'S COMMUNICATIONS

None.

6019 STRATEGIC PLAN AND CURRENT PERFORMANCE

The Acting Deputy Vice-Chancellor (S&P)'s report, paper **C2024/144** Programme Highlights Report was noted by Council. The report outlined risks, issues and decisions of note, the implementation status and overall programme management. The paper also included the External Stakeholder Reporting Pack (Financial Performance Covenants), the Key Performance Milestones, and the Implementation Plan Spreadsheet (Costs and Benefits).

Council was informed that the overall programme status was trending amber, reflecting the challenges faced in relation to programme resourcing and delivery timelines, particularly risks identified in regard to TOM2 & 3 and concurrent execution of initiatives in relation to the academic workforce. It was also noted that the budget forecast which envisages a resource increase had been submitted to Finance.

Council noted the report.

6020 STUDENT RECRUITMENT DATA

The Acting Deputy Vice-Chancellor (S&P)'s report, paper **C2024/145** Student Recruitment Data as at 2 June 2025 was noted. According to the report, there has been a significant increase in overseas applications and acceptances since March 2025 when new agents fees and scholarships were approved. Comparative data with last year's position were also provided to and noted by Council.

Council enquired about the worse case scenario and whether the figures were in tandem with previous estimates and was informed that the **[minute confidential to Council]** data was being monitored weekly. Council was also informed of the initiatives, schedule of activities and marketing campaigns put in place to ramp up

figures as we approach Clearing on 5th July. However, it was mentioned that Clearing would be approached strategically with a stronger plan in the event of trading off, and an expectation of diverse marketing tactics from competitors. Calls for volunteers have been circulated to staff for additional support for Clearing. Regarding expectations or concerns for KMMS, Council was informed of the strategic decision taken in regard to Clearing. It was noted that a lot of effort was being made to improve the ability to make offers and the recruitment strategy was being further reviewed by the new Interim Director of Marketing.

Council was also informed that the University is also contributing to ongoing consultation on outreach and widening participation driven by the OfS with the aim of creating new regional access partnerships. There have been close to 500 student visits to the campus through allied initiatives.

6021 CHIEF FINANCIAL OFFICER'S REPORT

The Chief Financial Officer (CFO) presented and Council noted paper **C2024/146** The CFO's Report and External Stakeholder Reporting Pack.

The CFO reported on the University's 2024/25 performance to 30 April 2025 **[minute confidential to Council]** Fuller details on the FY2025/26 budget and FY2026/26 forecast and developments on K2030 financing workstreams and were provided subsequently.

[minute confidential to Council]

Council was informed that the 2023/24 Financial Statements submitted to the OfS appear to have been received satisfactorily **[minute confidential to Council]**.

Council was updated on the implementation of phase 1 (lighting upgrades) of the Siemens Partnership (concluded by June 2025) and the upcoming phases 1b and 1c of the project (lighting upgrades for more buildings and installation of solar PV array). It was stated that the full business case for phases 1b and 1c would be subsequently presented to Council following consideration by the Finance & Resources Committee.

[minute confidential to Council].

Action: *Full business case to be provided in due course (CFO)*

6022 PROJECT [minute confidential to Council]

The Chief Financial Officer (CFO) presented and Council noted papers **C2024/147** and **C2024/148 [minute confidential to Council]** The Chair of the Finance and Resources Committee (FRC) confirmed that the business case had been reviewed by FRC and was being presented to Council on the recommendation of the FRC.

Council was provided contextual information regarding the transaction as well as an overview of the structure, the source and uses of the funding, accounting treatment and covenant impact and stakeholder considerations. Relevant documentation were

also provided to Council for consideration and approval. Also, it was confirmed that the relevant University Pension schemes have been notified about the transaction.

Through discussion, Council noted that:

- The capital injection from the transaction was vital to the delivery of the K2030 strategy. **[minute confidential to Council]**.
- It was further noted that the deal would enable the University to deleverage itself **[minute confidential to Council]**.
- Council was asked to approve the transaction **[minute confidential to Council]**. Council approved the transaction and delegated authority as requested.
- In detail:

1 Documents

1.1 [minute confidential to Council]:

- 1.1.1 (Appendix A(a));
- 1.1.2 (Appendix A(b));
- 1.1.3 (Appendix A(c));
- 1.1.4 (Appendices A(d1 and d2));
- 1.1.5 (Appendix (e));
- 1.1.6 (Appendix B(a));
- 1.1.7 (Appendix B(b));
- 1.1.8 (Appendix B(c));
- 1.1.9 (Appendix B(d));
- 1.1.10 (Appendix B(e));
- 1.1.11 (Appendix B (f));
- 1.1.12 **[minute confidential to Council];**
- 1.1.13 **[minute confidential to Council];**
- 1.1.14 **[minute confidential to Council]** (Appendix 2)),

together, the **[minute confidential to Council]**.

1.2 Draft copies of the following documents were made available in advance of this meeting via the Diligent Board portal:

- 1.2.1 **[minute confidential to Council]** (Appendix C (a) – *to be uploaded*);

1.2.2 [minute confidential to Council] (Appendix C (b));

1.2.3 [minute confidential to Council] (Appendix C (c)),

together the “Professional Advisor Reports”.

2 Noted

2.1 It was noted in particular that the Finance and Resources Committee at its meeting of 13 June 2025, the minutes of which were made available in advance of this meeting via the Diligent Board portal, considered carefully the Project [minute confidential to Council] and recommended to Council to:

2.1.1 approve [minute confidential to Council];

2.1.2 delegate authority [minute confidential to Council].

3 Consideration of Pension Schemes Act 2021

3.1 It was noted that the University is a participating employer in the Pension Schemes.

3.2 In agreeing to the terms of the Project [minute confidential to Council] the University must have regard to its obligations under the Pensions Schemes and, in particular, to the provisions of the Pensions Act 2004 and the Pension Schemes Act 2021.

3.3 The Council considered the EY Pension Report and the M&R Pension Report, [minute confidential to Council].

3.4 The Council is of the view that:

3.4.1 [minute confidential to Council];

3.4.2 [minute confidential to Council];

3.4.3 [minute confidential to Council];

3.4.4 [minute confidential to Council].

4 Resolutions

After due and careful consideration of the Project [minute confidential to Council] Documents and the Professional Advisor Reports, and taking into account their duties and obligations as charity trustees pursuant to the Charities Act 2011, their obligations under the Pension Acts and all other relevant legislation and the University’s constitutional documents and considering the best interests of the University and its creditors, the members of the Council propose that the following resolutions be passed by the Council of the University of Kent:

4.1 **THAT** the Project **[minute confidential to Council]** be and are approved.

4.2 **THAT** the Council shall delegate all powers, authorities and discretions to the Authorised Individuals to act on its behalf as may be necessary **[minute confidential to Council]**, including but not limited to:

4.2.1 **[minute confidential to Council]**.

4.2.2 **[minute confidential to Council]**.

4.3 **[minute confidential to Council]**;

4.4 **[minute confidential to Council]**.

6023 UNIVERSITY'S BUDGET FOR 2025/26 AND FORECASTS TO 2026/27

The Chief Financial Officer (CFO) presented and Council noted paper **C2024/149** Budget for FY2025/26 and Forecast for FY2026/27.

[minute confidential to Council]

[minute confidential to Council].

It was noted that a forecast to 31 July 2027 had to be submitted to the OfS by 31 July 2025.

Council noted the report and discussed as follows:

- **[minute confidential to Council]**
- Another question was whether the impact of cost savings on the University's League Table positions had been fully modelled to which Council was informed that there would be some impact but it would be a sector-wide impact. Beyond that, it was noted that a key variable which impacts League Tables was student satisfaction so the University was ensuring that reasonable portions of the reduced spending would be directed to improving student experience.
- **[minute confidential to Council]**.
- In response to an enquiry about EG's view and justification on whether the current strategy would deliver a turnaround, the Acting Vice-Chancellor expressed confidence that the University was taking the right action, despite the deluge of external headwinds, including government's immigration and devolution policies. **[minute confidential to Council]** EG members explained that the delivered Education Modernisation targets which are more student-centric and efficient are expected to deliver results although not immediately. Also, that more investments will be required to address other student needs identified. A Council member suggested that more investment should go to improving the student experience at the Medway Campus and prepare for devolution which is still expected to come into force in Kent and Medway. **[minute confidential to Council]**.
- The CFO clarified to Council that the forecast's assumption on student numbers would be flagged given that the final data would only be available after

submission in the Autumn term. Also, a 5-year forecast would be undertaken by December. It was noted that the reports were transparent and based on the figures and assumptions currently within the specified 1 year outlook **[minute confidential to Council]**.

- Regarding international student numbers, it was stated that the numbers are trending higher than previously modelled.

Council **approved** the FY2025/26 Budget, subject to **[minute confidential to Council]** and **noted** the FY2026/27 Forecast. Also, Council **approved** submission of the FY2025/26 Budget and FY2026/27 Forecast to the OfS.

Action: To properly caveat the forecast's assumptions (CFO)

6024 **CODE OF PRACTICE ON ACADEMIC FREEDOM**

SCAFFE Co-Chairs, Professor Murray Smith and Lay Council Member, Paul Pugh presented paper **C2024/150** the Code of Practice on Academic Freedom and Freedom of Speech recommended by the Joint Committee on Academic Freedom and Freedom of Expression (SCAFFE) for approval. Council was informed that the Code presented had undergone University-wide consultation, and had been presented to Senate and Ethics Committee. The Ethics Committee had endorsed the Code and Senate had approved and recommended the Code to Council at its meeting on 11 June 2025.

It was explained that the Code will also ensure that the University meets the statutory requirements in the Higher Education (Freedom of Speech) Act 2023, which will come into force on 1 August 2025. Beyond the codification, Council was informed that there was a need to actively take steps to create awareness of the Code and build a culture of free speech in the University. It was noted that this would entail a significant programme of work involving HR, communications, student experience, research and governance teams. Council was also enjoined to support the University giving the promotion of the Code during campus events, such as the Staff Conference, to highlight the importance of Academic Freedom.

Council expressed gratitude for the work of SCAFFE and its Co-Chairs and acknowledged the importance of such a guide to navigate the increasingly controversial terrain of free speech and continue to uphold inclusivity. In relation to compliance which was noted as being largely pertaining to the convening of events, it was explained that this would be handled on a case by case basis and in line with existing University guidelines and security protocols, with reference to the OfS guidelines. Also, SCAFFE intends to draft a Compliance Guide in support. Council also considered whether off-campus events by student societies would be bound by the Code to which it was agreed that they would be bound if the event was being held in the University's name. It was confirmed that this is the current treatment of off-campus student events by the Students Union. It was clarified that

with the recent legislative review, the Students' Union do not need to create another Code or policy separate from the University.

Council **approved** the Code of Practice on Academic Freedom and Freedom of Speech.

**6025 RECOMMENDATIONS FROM FINANCE & RESOURCES COMMITTEE:
MEDWAY DOCKING STATION PHASE 2 BUSINESS CASE**

The DVC (R&I) and team presented paper **C2024/151** Full Business Case for Phase 2 of the Medway Docking Station Project for approval. The Chair of the Finance and Resources Committee (FRC) confirmed that the business case had been reviewed by FRC and was being presented to Council on the recommendation of the FRC. **[minute confidential to Council]**.

Council noted the concerns raised and acknowledged that the direction of travel pointed to an increased interest in the cultural and creative industries and that the University has a role to play. Council enquired if there was a condition to the grant and was informed that the condition was that the project was to be delivered as presented in the grant application. Council was assured that the redesign of phase 2 did not alter the project in such a way as to breach the grant condition. Another question related to whether or not a fresh procurement was required for phase 2 and it was clarified that this would not be necessary as the whole project had been covered by the initial approved procurement and therefore no additional tender was required. Additionally, in response to further questions, it was confirmed that the project has artificial intelligence and immersive technology elements and is expected to serve as a gateway for the University to lead on industrial strategy in the region.

After due and careful consideration of the full business case and relevant transaction documentation, and taking into account their duties and obligations as charity trustees pursuant to the Charities Act 2011, their obligations under the Pension Acts and all other relevant legislation and the University's constitutional documents and considering the best interests of the University and its creditors, the members of the Council **approved** the following:

1. **[minute confidential to Council]**.
2. **[minute confidential to Council]**, subject to the following conditions being met:
 - a) **[minute confidential to Council]**; and
 - b) **[minute confidential to Council]**.

6026 UPDATE AND RECOMMENDATIONS FROM AUDIT COMMITTEE

The Chair of the Audit Committee provided an update on key risks and mitigations to note and presented key policies for Council approval.

The Chair of Audit Committee reassured Council that the Committee had done a deep-dive with the relevant team to better assure the direction and focus of the University's business intelligence. That the Committee had also received adequate update on teach-out and staff arrangements. The Chair emphasised the continued lack of staff compliance with mandatory training requirements causing significant risk in **[minute confidential to Council]**.

Council agreed that a more robust approach to ensuring compliance was required with suggestions such as withdrawing staff IT account access pending compliance, were considered.

Additionally, the Chair presented paper **C2024/152** Corporate Risk Register and Procedure for Council approval, stating that the Register had been pruned to a more manageable size for ease of monitoring.

Council was informed that additional updates and policies of note (Annual Data Protection & Freedom of Information Report; Anti-Bribery and Corruption Report) had been uploaded to the Diligent Reading Room for Council's attention. Additionally, Council was asked to approve the updated Whistleblowing Policy **C2024/153** and the updated Declaration of Interest Policy **C2024/154**.

Council **approved** the Corporate Risk Register and Procedure, the Whistleblowing Policy and the Declaration of Interest Policy.

Action: *Strengthen compliance with mandatory trainings.
(Dir HR & OD, EG)*

6027 REPORT FROM ETHICS COMMITTEE

The Chair of the Ethics Committee presented a Report **C2024/155** highlighting a number of important themes to Council. These included issues relating to mandatory training, organisational culture and compliance and the Chair echoed the report made by the Chair of the Audit Committee regarding the risks associated with the current levels of non-compliance with mandatory training.

Council noted the report.

6028 ORDINANCES

The Assistant Director (Governance) presented paper **C2024/156** Updated Ordinances in furtherance of the annual ordinances review following consultation with various teams and upon Senate's recommendation.

Council noted the updated sections and **approved** the Ordinances.

6029 UPDATED STUDENT PROTECTION PLAN

The DVC ESE presented **C2024/157** Updated Student Protection Plan.

[minute confidential to Council].

CONFIDENTIAL

Council noted this and **approved** the Updated Student Protection Plan.

6030 DEGREES OUTCOME STATEMENT 2024

The DVC ESE presented and Council **approved** the Degrees Outcome Statement 2024 **C2024/158**, noting that the University's degree outcomes were still trending within industry figures. Council also noted that the performing arts and specialist colleges tend to award a higher level of good degrees.

6031 VARIATION OF ACCESS AND PARTICIPATION (APP) PLAN

The DVC (S&P) presented **C2024/159** Variation of Access and Participation Plan.

Council was interested in knowing how the proposed financial thresholds compared with that of the University's competitors and whether it would not generate negative press. It was explained that the figures had been benchmarked against industry thresholds but might still be regarded as insufficient by some.

Council **approved** the Variation of Access and Participation Plan.

6032 ANY OTHER BUSINESS

A few members requested clarity regarding certain governance processes and it was agreed that this would be addressed at the next review of the Governance Effectiveness Review Action Report.

Council was also requested to discuss student experience more extensively with reference made to the PGR Survey Report which had been circulated to members earlier in the academic year, particularly regarding non-academic issues. The request was noted and it was agreed that while Council prioritises consideration of student experience, issues needed to pass through the appropriate governance routes of the University, such as the Graduate and Researcher College Board, Senate, etc., after which, specific proposals may be brought forward to Council.

Action: *KSU to liaise with G&A.*

More details on the student benefits of K2030 to be presented to Council (DVC, S&P)

KSU to share the Student-Centric Report/Video with Council

ITEMS BELOW THE LINE

6033 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:

CONFIDENTIAL

- 3 October 2025
- 28 November 2025
- 22 January 2026 (Strategy day)
- 20 March 2026 (likely Medway)
- 22 May 2026
- 26 June 2026

Contingency meetings planned for the Summer will hold online via MS Teams on 21 July 2025, 29 August 2025 and 15 September (all 9:00-11:00am)

PLANS AND REPORTS FOR NOTE

The following reports were presented to Council to note or approve.

6034 KENT STUDENTS' UNION FINANCIAL STATEMENTS FROM 1 AUGUST 2024 TO 31 MARCH 2025

Council noted paper **C2024/160**.

6035 KENT STUDENTS' UNION FY2025/26 BUDGET

Council **approved** paper **C2024/161** as recommended by the Finance and Resources Committee.

MINUTES AND RECOMMENDATIONS OF COMMITTEES TO NOTE

The following minutes were presented to Council to note.

6036 MINUTES OF PEOPLE COMMITTEE

Council **noted** paper **C2024/162** Minutes of the meetings held on 6 May 2025.

6037 MINUTES OF JOINT COMMITTEE FOR ACADEMIC FREEDOM AND FREEDOM OF EX-PRESSION (SCAFFE)

Council **noted** paper **C2024/163** Minutes of the meeting of 21 May 2025.

6038 MINUTES OF ETHICS COMMITTEE

Council **noted** paper **C2024/164** Minutes of the meeting of 23 May 2025.

6039 MINUTES OF REMUNERATION COMMITTEE

Council **noted** paper **C2024/165** Minutes of the meeting of 6 June 2025.

6040 MINUTES OF AUDIT COMMITTEE

Council **noted** paper **C2024/166** Minutes of the meeting of 10 June 2025.

6041 REPORT OF SENATE

Council **noted** paper **C2024/167** Report of the meeting of 11 June 2025.

6042 MINUTES OF FINANCE AND RESOURCES COMMITTEE

Council **noted** paper **C2024/168** Minutes of the meeting of 13 June 2025.

6043 Council **noted** the Forward Programme 2025/26, Paper **C2024/169**.

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 (Interim University Secretary), (email: j.wright-2062@kent.ac.uk).

CONFIDENTIAL