

**UNIVERSITY COUNCIL**

**Thursday, 30 November 2023**

**CONFIRMED MINUTES**

<b>Author:</b>	Ms Alison Jones, University Secretary, 12 December 2023
<b>Present:</b>	Mr Jonathan Thornton (Chair), Mr Ajaz Ahmed, Mr Bernard Ainsworth, Ms Sally Baines, Professor Sarah Bastow, Mr Robert Cox, Miss Sally Crosland, Professor Bob Cryan, Mr Mark Fisher, Mr Taha Khan, Mrs Clare Morrow, Mr Krish Pilicudale, Baroness Kathryn Pinnock, Professor Isobel Pollock-Hulf
<b>In attendance:</b>	Dr Laura Chambers, Ms Lydia Devenny, Ms Alison Jones, Mrs Siobhan Moss, Professor Tim Thornton, [REDACTED] (KPMG, for item 9.5 only)
<b>Apologies:</b>	None received

**PRELIMINARY ITEMS**

**PAPER REFERENCE**

Members were welcomed to the meeting.

**1. DECLARATIONS OF INTEREST**

- 1.1 The Vice-Chancellor and the University Secretary declared an interest in item 19 (the Annual Remuneration Report and Senior Postholder Remuneration Committee minutes).

**2. APPOINTMENT OF NEW MEMBERS OF UNIVERSITY COUNCIL**

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- 2.1. The University Secretary informed members that there had been a need to appoint a replacement academic member of staff as a representative of Senate to University Council, following the retirement of Professor Jessica Malay in July 2023. Eligible individuals had been contacted by the Director of Registry, and a candidate had been subsequently nominated. This appointment had been considered and recommended for approval by Governance and Membership Committee.
- 2.2 Members were reminded that the 2022 external governance effectiveness review had recommended that Council consider the inclusion of a second student member to its membership to broaden its overall composition, and a proposal to include a postgraduate research (PGR) student member had been approved at the meeting of University Council in July 2023. Five expressions of interest had been obtained following a call to all PGR students via the Graduate School, and the University Secretary had met with all candidates. Following this, one highlighted candidate had been presented to Governance and Membership Committee for consideration. The Committee had recommended approval of this individual for an initial term of one year, with the possibility of extending their term of office (subject to Committee and Council approval).
- 2.3 Members resolved to **approve** the following appointments with immediate effect:

- the appointment of **Professor Sarah Bastow** to University Council as the academic Senate representative, including as a member of Governance and Membership Committee, for an initial three-year term of office.
- the appointment of **Ms Sally Crosland** to University Council as the postgraduate research student representative, for an initial one-year term of office.

**2.4** Members further noted that Professor Parik Goswami had been elected by and from Senate as a member of Honorary Awards Committee for a term of three years.

Professor Sarah Bastow and Sally Crosland joined the meeting and were formally welcomed to University Council by the Chair and members.

### **3. MAJOR ITEM FOR DISCUSSION**

#### **Review of Performance against the 2025 Strategy Map**

Presentation

**3.1**

[Redacted content]

**3.2**

[Redacted content]

[Redacted content]

[Redacted content]

[Redacted content]

[Redacted content]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

3.3 Members commended the Executive team on progress to date in achieving its KPI targets despite sector pressures and noted the challenges in areas such as growth and efficiency and international. Council resolved to **approve** the RAG-rated summary as presented.

4. **MINUTES AND MATTERS ARISING**

4.1 **Resolved:** that the minutes of the meeting held on 6 July 2023 and the notes of the Council Strategy Day on 21 September 2023 be accepted as correct records.

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4.2 There were no matters arising.

5. **CHAIR'S BUSINESS**

5.1 The Chair had no specific items of business to raise.

6. **VICE-CHANCELLOR'S BUSINESS**

**6.1** The Vice-Chancellor updated members on a further range of news from around the University, including:

- The University secured a Gold TEF rating in both student experience and student outcomes, and was the only university in Yorkshire to achieve three Gold ratings in the 2023 TEF.
- The University of Huddersfield's apprentice provision has been awarded an outstanding rating by Ofsted following a recent inspection, and was only the second university to be awarded Ofsted's outstanding rating for its apprenticeship provision in the last four years.
- Professor Liz Bennett, Professor of Technology Enhanced Learning and Director of Teaching and Learning, and Dr Mark Mynett, Senior Lecturer in Music and Music Technology, had both been awarded a National Teaching Fellowship in recognition of their teaching excellence.
- Professor Liam Blunt, Director of the Centre for Precision Technologies (CPT) within the School of Computing and Engineering, was officially inaugurated as The European Society for Precision Engineering and Nanotechnology (euspen) President at the Society's international conference held in Copenhagen.
- The University of Huddersfield had been shortlisted for two Times Higher Education Awards – Business School of the Year, and Research Project of the Year: STEM.
- The Princess Royal attended the 92<sup>nd</sup> Textile Institute World Conference in her capacity as President of the UK Fashion and Textile Association (UKFT).
- Oscar-winners director Danny Boyle and costume designer Jenny Beavan contributed to discussions on how budding costume specialists can break into the stage and screen industry at the 4<sup>th</sup> UK Costume Symposium hosted at the University, and organised by BAFTA and Emmy-winning costume designer Susannah Buxton.
- The University welcomed Sir Patrick Stewart at an event on campus to launch his long-awaited memoir *Making It So*.
- DJ, techno pioneer and electronic musician Richie Hawtin visited the University for an onstage discussion led by Pierre Griscelli, the winner of the Richie Hawtin PhD Scholarship in Electronic Music, Cultures and Production, with music and music technology researchers and students in attendance.
- The University would be part of a £4m textile waste recycling project, working with the UKFT and several prestigious companies.
- Professor Chenyu Du, Professor in Biochemical Engineering within the School of Applied Sciences, will lead an innovative new project to reduce the huge environmental damage that plastics cause, following the award of a substantial £1.75m research grant from the UK Research and Innovation's Engineering and Physical Sciences Research Council (EPSRC) and Biotechnology and Biological Sciences Research Council (BBSRC).
- The University of Huddersfield was one of five universities comprising the £1.6m Future Fibres Network+ (FFN+). The network's research would embed environmental sciences at the heart of fashion and textile sectors.
- Four individuals received Honorary Doctorates in July 2023: Zenebu Hailu Dubale, Aonghus Gordon OBE, Adil Ray OBE and Graham McKenzie. Nitin Sawhney CBE also received an honorary award for services to music at the November 2023 graduation ceremonies.
- Professor Bob Cryan has been recognised by the Royal Academy of Engineering for his contribution to engineering by featuring on the 'Life and Health' line of a novel engineering-themed tube map. The Royal

Academy of Engineering joined forces with Transport for London to create a novel way to recognise Engineering Icons, mapping iconic engineers in place of tube stations. The tube map was released on National Engineering Day, and celebrates the role engineering has played in shaping society.

## 7. UNIVERSITY SECRETARY'S BUSINESS

7.1 The University Secretary briefed members on a range of governance matters which had been considered by the Governance and Membership Committee at its meeting on 7 November 2023, including:

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- Recommendations for new members of Council and its Committees following recent changes to Council membership.
- The updated governance action plan.
- A schedule for governor engagement, designed to aid Council members' further understanding of the broad range of business undertaken by the University.
- The annual Public Interest Disclosure (Whistleblowing) report.
- The application of the University Seal since the last meeting.

7.2 The following items were also considered by Governance and Membership Committee and presented to University Council for approval:

- Updated terms of reference for Council and its Committees. All Council committee terms of reference had been considered at the relevant Committee and recommended for approval by Council. Further updates to terms of reference would be brought forward for consideration by the relevant Committee following review of the current Freedom of Speech and External Speakers Policy.
- The proposal to amend the name of Audit Committee to Audit and Risk Committee.
- The annual report on compliance with the Concordat to Support Research Integrity. This detailed the University's approach to research integrity and its research environment, and confirmed that income received from research grants had been spent in accordance with the specified activity. The report had also been considered and recommended by Senate.

7.3 Council members resolved to **approve** the updated terms of reference for Council and its Committees, the change of name for Audit Committee to Audit and Risk Committee, and the Concordat to Support Research Integrity.

7.4 University Council further resolved to **approve** five nominations for honorary awards as recommended by the Honorary Awards Committee and Senate.\* Members were asked to keep the names of those proposed as strictly confidential until formally announced by the University.

## GROWTH AND EFFICIENCY

### 8. HESES RETURN, HOME AND INTERNATIONAL APPLICATIONS, ENROLMENTS AND RETENTION

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8.1 The Deputy Vice-Chancellor briefed members on September 2023 undergraduate Home enrolments and associated Clearing activity,

8.2

8.3

8.4

## FINANCIAL SUSTAINABILITY

### 9. YEAR END ACCOUNTS AND PROCEDURES

9.1 The Director of Finance presented the highlights of the draft Financial Statements to 31 July 2023. The detailed scrutiny of the different aspects of the Financial Statements by both the Audit and Estates and Finance Committees was also highlighted by the respective Chairs. Council noted the following:

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- Financial Strength - the University remained in the upper quartile for financial security amongst all UK universities based on 2021/22 data.
- Loss for the Year before other gains – a loss of £9.7m (5.1%) after pension adjustments and property valuations, a marginal improvement on the previous year of £12.1m (6.6%).
- Income for the Year - the University's total income was £189m, an increase of 3.3%. Increased tuition fee income from international students offset the reduction in home tuition fees. There was also a notable increase in funding body grants, research contracts and investment income.
- Expenditure for the Year - total expenditure had increased by £4.2m (2.2%). Costs relating to staff restructuring and a voluntary severance scheme were offset by a lower pension valuation. Other operating expenses increased, alongside depreciation and impairment costs.
- Reserves and Balance Sheet Movements – total reserves had increased from £490m to £537m mainly due to changes in the pension liability.

- **Borrowings** – the University continued to maintain its debt-free status.
- **Cash generation** – cash generation was 8.1% against the Strategy Map target of 7%.

**Financial Statements for the year to 31 July 2023:** Members noted that these statements had been considered in depth at both Estates and Finance Committee and Audit Committee, and congratulated the Executive on its overall financial position and level of cash reserves in view of the challenging higher education market.

- 9.2 Financial Statements for the University of Huddersfield Enterprises Ltd:** the accounts for the University of Huddersfield Enterprises Ltd (UHEL) were noted. Council agreed to continue the University’s financial support for UHEL until at least November 2024 and **authorised** the Chair of Council to sign a letter addressed to KPMG to that effect. The Director of Finance reported that both subsidiaries had taken advantage of an audit exemption under the Companies Act (as advised by the external auditors), and therefore the accounts had not been audited. UC\_2023\_11\_30\_P9.2
- 9.3 Financial Statements for the Huddersfield Enterprise and Innovation Centre Ltd:** the accounts for the Huddersfield Enterprise and Innovation Centre Ltd (HEICL, trading as 3M BIC) were noted. Council agreed to continue the University’s financial support for HEICL until at least November 2024 and **authorised** the Chair of Council to sign a letter addressed to KPMG in response to the decision to take the audit exemption. A letter of support had been provided in previous years to sustain the company as a going concern. UC\_2023\_11\_30\_P9.3
- 9.4 Financial Guarantees:** members reviewed the financial guarantees for the year to 31 July 2023, which remained in line with the previous year. UC\_2023\_11\_30\_P9.4
- The external auditor (from KPMG) joined the meeting at this point.
- 9.5 External Audit Findings:** the external auditor presented their audit findings for the University and its subsidiaries (including the University’s responses), confirming that all outstanding queries had been resolved. Council resolved to **approve** the audit findings, as recommended by Audit Committee. UC\_2023\_11\_30\_P9.5
- The external auditor from KPMG left the meeting.
- 9.6 Letter of Representation:** members received the draft letter to KPMG on management representations, which would be signed by the Chair following the completion and authorisation of the financial statements. UC\_2023\_11\_30\_P9.6
- 9.7 Going Concern Assessment:** Council noted that both Estates and Finance Committee and Audit Committee supported the proposals outlined. University Council **approved** the going concern assessment. UC\_2023\_11\_30\_P9.7
- 9.8 Internal Audit Annual Report and Review of the University’s Financial Statements for 2022/23:** members considered the Internal Audit Annual Report for 2022/23, noting its endorsement by Audit Committee at its November meeting. Council commended the Executive for the University’s sector-leading position, as evidenced in the report and final assessment. UC\_2023\_11\_30\_P9.8
- 9.9 Audit Committee Annual Report:** the Chair of Audit Committee presented the Committee’s draft Annual Report for the 2022/23 academic year, UC\_2023\_11\_30\_P9.9

acknowledging the support of the external and internal auditors. The positive opinions on management responses to external and internal audit findings, risk management, control and governance, arrangements for financial sustainability, value for money, and management quality assurance of data were noted, and members were reminded that a Statement of Risk Appetite had been approved in line with the recommendations of the 2022 external governance effectiveness review. Council resolved to **authorise** the Chair to sign the Audit Committee Annual Report.

The next agenda item was taken out of order. The Vice-Chancellor and the University Secretary stepped out of the meeting at this point.

## 19. COMMITTEE MINUTES

- 19.1 Members considered and **approved** the Annual Remuneration Statement from the Senior Post Holder Remuneration Committee, which provided assurance to Council that the Committee had discharged its responsibilities, having had sight of detailed comparator information, and that the remuneration of the Vice-Chancellor was set at an appropriate level.

The Vice-Chancellor and University Secretary rejoined the meeting. The Director of Human Resources also joined at this point.

## 10. FINANCIAL FORECAST AND FINAL BUDGET FOR 2023/24

- 10.1 The Director of Finance reminded Council of the provisional budget for 2023/24 previously agreed at the July 2023 Council meeting and confirmed that no revisions had been made to the budget assumptions since that time. UC\_2023\_11\_30\_P10
- 10.2 The Chair of the Estates and Finance Committee confirmed that the Committee had considered the Financial Forecast in detail at its meeting on 14 November 2023 and had been supportive of the proposed budget.
- 10.3 Council resolved to **approve** the Financial Forecast 2023/28 for onward submission to the OfS.

## 11. STUDENTS' UNION ACCOUNTS FOR THE YEAR TO 31 JULY 2023 UC\_2023\_11\_30\_P11

- 11.1 University Council received the Huddersfield Students' Union (SU) Financial Statements and congratulated the SU for its financial performance and increased turnover during the previous year.

## 12. REVIEW OF THE UNIVERSITY'S FINANCIAL REGULATIONS UC\_2023\_11\_30\_P12

- 12.1 The Director of Finance summarised the updates to the University's financial regulations, which were largely minor in nature (such as updating nomenclature) and reflected current financial practice within the University. It was confirmed that these updates had been considered by the Senior Leadership Team and Estates and Finance Committee. Council members **approved** the regulations, which would be published on the University's website.

## INSPIRING

## 13. STUDENTS' UNION REPORT UC\_2023\_11\_30\_P13

- 13.1 The SU President presented the highlights in SU activity since the last

Council meeting, namely:

- The success of Welcome Week and increased attendance at the Welcome Fair.
- Recent sporting successes, and the intention to develop a new women's cricket team.
- Increased engagement with the SU by students, particularly for sports and societies and student representation training.
- Partnership work with the National Union of Students around voter registration and engagement as part of preparing for the next national general election.
- Recent governance changes, including a reduction in the number of student Sabbatical Officers from five to four, redesigning the existing committee structure, and recruiting for a new Chief Executive Officer in light of the present incumbent's resignation.
- Working in partnership with the University on a range of projects in line with sabbatical officer priorities.
- Supporting students from Palestine and Israel following the escalation of the conflict in the Middle East.

## 14. ANNUAL REPORT ON ACADEMIC GOVERNANCE

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14.1 Members considered the annual Academic Governance Report, which had been prepared in accordance with OfS Quality Assessment requirements and considered by Governance and Membership Committee and Senate. The report provided assurances that the University was meeting its responsibilities for the regulation, quality assurance and enhancement of educational provision through its academic governance structures, and outlined the various mechanisms in place for doing so, including:

- professional statutory and regulatory body reports
- external examiner scrutiny
- annual evaluations
- quality appraisals
- thematic reviews
- continuous review of the academic portfolio
- student feedback and engagement
- trends in student casework.

14.2 The Deputy Vice-Chancellor reported that future versions of the report would include additional detail in the enhancement section in response to feedback from Governance and Membership Committee. University Council resolved to **approve** the report.

## PEOPLE FIRST

### 15. EQUALITY, DIVERSITY AND INCLUSION ANNUAL REPORT

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15.1 The Director of Human Resources (HR) introduced the report which provided data essential for regulatory requirements, as well as an overview of actions taken in 2021/22. It was highlighted that the University had been an early adopter of the Fair Work Charter (an initiative led by the Mayor of West Yorkshire).

15.2 Council members commended the Executive on the Jo Cox More In Common Centre as an example of a project executed with a community-focused outcome in mind, and suggested that the University continued to

evidence its impact as a local and regional employer. In response to a member query, it was confirmed that staff were able to update their personal records to confirm their gender, including as non-binary, and the Director of HR agreed to ensure that future EDI annual reports would include reference to all gender categories.

- 15.3 Members congratulated the team for the comprehensive report and commended staff for the work undertaken, and agreed to **approve** the annual report.

## 16. ANNUAL HR MONITORING REPORT

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- 16.1 The Director of HR introduced the report, highlighting the measures that had been implemented to reduce staff absence and mitigating the need for formal procedures. The success of these measures was evident in the University being below national and public sector averages for absences.

- 16.2 In response to member queries, it was confirmed that the University would not have a substantial increase in the numbers of temporary and agency staff following recent staffing changes. Members thanked the Director of HR for the report.

The Director of HR left the meeting.

## 17. ANNUAL PREVENT REPORT

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- 17.1 The Deputy Vice-Chancellor provided a short update report to Council on Prevent matters, detailing the institutional processes and policies in place to ensure due regard for the UK Government's Prevent Duty requirements. Members noted that the recent Shawcross Review would result in changes to Prevent reporting and guidance as of 31 December 2023, and the new draft University risk register and action plan were presented for information. These would be considered at the next Senior Leadership Team meeting, and training for Council members on the new requirements would be organised by the University Secretary's Office in due course.

- 17.2 Council reviewed and **approved** the 2023 Annual Prevent Report and **authorised** the Chair of Council to sign the Prevent annual accountability statement for onward submission to the OfS, together with the data return. It was noted that the risk register and associated action plan had been considered by and approved at Audit Committee.

## OTHER COUNCIL MATTERS

### 18. APPOINTMENT OF EXTERNAL AUDITORS

- 18.1 In line with the Audit Committee's recommendation, Council resolved to **approve** the appointment of KPMG for the year ending 31 July 2024, and delegate the remuneration setting to the Chair of Audit Committee, Vice-Chancellor, and Director of Finance.

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### 19. COMMITTEE MINUTES

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- 19.2 The minutes of the following meetings were noted:

Audit Committee, 5 October and 16 November 2023  
Estates & Finance Committee, 28 September and 14 November 2023

Governance & Membership Committee, 7 November 2023  
 Honorary Awards Committee, 24 October 2023  
 Senior Post Holder Remuneration Committee, 13 November 2023  
 Senior Staff Remuneration Advisory Committee, 13 November 2023  
 A summary of the Senate meeting on 1 November 2023.

- 19.3** The Chair of Estates and Finance Committee confirmed that the Committee received regular progress updates on the Southgate campus, and commended the positive discussions that had taken place between the Executive and interested partners.

## OTHER BUSINESS

### 20. ANY OTHER BUSINESS

- 20.1** There were no further items of business.

### 21. AVAILABILITY OF AGENDA, PAPERS AND MINUTES

- 21.1 Resolved:** to exclude the following papers from the open version under Standing order 11.8.

Agenda item 7	Governance Action Plan Report on the Concordat to Support Research Integrity Honorary Award Nominations	UC_2023_11_30_P7
Agenda item 8	HESES Return, Home and International Applications, Enrolments and Retention	UC_2023_11_30_P8
Agenda item 9	Financial Statements – summary and commentary only Letter of Support for UHEL Letter of Support for HEICL Financial Guarantees External Audit Findings Internal Audit Annual Report and Review of Financial Statements Audit Committee Annual Report	UC_2023_11_30_P9.1 UC_2023_11_30_P9.2 UC_2023_11_30_P9.3 UC_2023_11_30_P9.4 UC_2023_11_30_P9.5 UC_2023_11_30_P9.8 UC_2023_11_30_P9.9
Agenda item 10	Financial Forecast	UC_2023_11_30_P10
Agenda item 11	Students' Union Accounts for the Year to 31 July 2023	UC_2023_11_30_P11
Agenda item 14	Annual Report on Academic Governance	UC_2023_11_30_P13
Agenda item 15	Annual Equality, Diversity and Inclusion Report	UC_2023_11_30_P15
Agenda item 16	Annual HR Monitoring Report	UC_2023_11_30_P16
Agenda item 17	Prevent Duty Annual Accountability Return 2023	UC_2023_11_30_P17
Agenda item 18	Appointment of External Auditors	UC_2023_11_30_P18
Agenda item 19	Annual Remuneration Report	UC_2023_11_30_P19

### 22. DATE, TIME AND PLACE OF NEXT MEETINGS

Thursday 8 February 2024, Council Strategy Day (exact details to be confirmed)

Thursday 21 March 2024, 13.00 in the McClelland Suite

(\* = Further details in the Confidential Supplement to these minutes, excluded under Standing Order 11.8)