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| **Council** |
| **27 February 2024** |

**Present**: Joe Docherty (Chair), Rebecca Askew, Jonathan Bewes, Kay Boycott, Cheryl Millington, Leslie Ferrar, Freddy Fossey-Warren, James Grierson, Alison Hastings, Denise Lievesley, Dan Lonsdale, Amir Michael, Liadi Mudashiru, Karen O’Brien, Nigel Perry, Philip Plyming, Ari Sadanandom, Corinne Saunders, Rob Senior, Mike Shipman, JJ Thakkar, Terry Toney and Junjie Wu

**In Attendance**: Neil Scott and Amanda Wilcox (all items), Colin Bain for Minute 54, and James Walsh (Minutes)

**Apologies**: Navreet Badwal, Oliver Foster, and Col Macpherson.

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| **Minutes of a Meeting of Council held in The Hub, Mount Oswald** |

# Welcome

The Chair congratulated Dan Lonsdale on his re-election to a second term of office as President of the Durham Students’ Union (DSU).

# Declarations of Interests in relation to Agenda Items

**Noted:** there were no declarations of interest.

# Minutes of Meeting held on 5 December 2023 and 31 January 2024 (C/23/43 and C/3/44 Confidential)

**Approved:** the minutes of the meetings held on 5 December 2023 and 31 January 2024, subject to amendment to Minute 41 b) iv) to read: lessons learned will be considered at future meetings and ARC was satisfied the University was in a position to approve submission to the OfS.

# Matters Arising

**Noted**:there were no matters arising.

# Action Log and Schedule of Business (C/23/45 and C/23/46 Confidential)

**Noted:** in relation to Action Log number 23/24-01: that a written update on arrangements with Ushaw College would be considered at the May Council meeting.

# Chair’s Business

**Noted:** there was no Chair’s business

# Update on Freedom of Speech

**Noted**:

1. the University Secretary provided an update on the Higher Education (Freedom of Speech) Act 2023, which had received Royal Assent in May 2023;
2. the University had a code of practice relating to Freedom of Expression, outlining current expectations in this area and which would be updated in light of the new Act and be brought to Council for approval before the end of the academic year;
3. one of the major changes, brought about by the Act, was that the Office for Students (OfS) would regulate students’ unions compliance with the Act, something that the OfS did not currently do;
4. Arif Ahmed had been announced as the OfS’s Director for Freedom of Speech & Academic Freedom, with Arif attending several events in promoting the emerging work of the OfS in this area;
5. with the new statutory duties on freedom of speech enforceable from 1 August 2024, the OfS were currently consulting on their regulation of students’ unions and a Freedom of Speech Complaints Scheme;
6. it was expected that future OfS consultations would involve: guidance for providers; publishing codes of practice; revisions to the OfS’s regulatory framework to include freedom of speech compliance; and recovery of costs;
7. an internal cross-departmental group had been set up by the University Secretary, which would oversee the production of the New Code of Practice.

# Vice-Chancellor's Report (C/23/47 Confidential)

**Noted**:

1. the Transparent Approach to Costing (TRAC) report had been included under Information Items for Council and was an important submission to the OfS, demonstrating the Full Economic Cost (FEC) of University activity;
2. although there was a focus on undergraduate grants, the University did offer a number of postgraduate grants, including a discount for alums which could be added to where household income was under a specific threshold;
3. following Governance & Nominations Committee (GNC) approval of the Directorship for the National Geothermal Centre, the Centre had been launched;
4. in relation to the Career Development Fellowships (CDFs) the following:
   1. the CDFs had been launched as a new approach in supporting early career staff to progress within their chosen discipline;
   2. CDFs would be launched in September and had developed from joint working between the Executive and the Campus Trade Unions;
   3. Council welcomed their introduction which would aim to develop academic staff who were employed on temporary contracts, in upskilling them to secure substantive roles at the University or elsewhere.
5. in relation to the current instability in the Middle East, the following:
   1. the Chair of Council was briefed weekly by the Vice-Chancellor on any noteworthy activity on campus and Council could be confident that currently the situation was fairly peaceful in Durham;
   2. the President of the DSU confirmed that student activity seemed focussed on fundraising rather than protesting, with some of the more challenging protests occurring in Newcastle.
6. in relation to International Recruitment Pathways the following:
   1. Council was very grateful for the briefing provided by the Director of Advancement, Marketing & Communications in relation to the Sunday Times story, which some Council members had utilised when discussing the matter outside of the University;
   2. the Study Centre, based in Stockton-on-Tees which the University utilised, met QAA standards and accepted 300-500 students which was a relatively small number;
   3. 65% of students progressed from the Study Centre to the University for undergraduate study, with the remaining students attending other institutions in the area or returning home;
   4. the University had robust equivalency standards for students progressing from the Study Centre onto undergraduate programmes;
   5. the agent featured in the article was no longer associated with the Study Centre;
   6. all agents had been reminded of what they could and could not say to prospective students and their families, with the International Office ensuring adherence to Competition & Market Authority (CMA) rules;
   7. the Russell Group had complained to the Independent Press Standards Organisation (IPSO) about the article and were awaiting a response;
   8. Council encouraged the pro-active release of stories relating to the benefits of having international students studying at the University.

# Senate Report (C/23/49 Open)

**Noted**:

1. in relation to the Marking & Assessment Boycott the following:
   1. Senate had received a report which reviewed degree outcomes in light of the impact of the MAB, confirming that utilisation of the 75% rule was accurate in all but one or two cases;
   2. Senate was therefore in a position to assure Council that application of the 75% rule maintained quality and standards of the degrees awarded.
2. in relation to the Reimaging Governance Project the following:
   1. following the successful bid for a Wellcome Trust grant, the aims of the Project were to address research culture in governance, through the creation of a shadow research committee structure;
   2. the Postdoctoral Research Associates (PDRAs) had been recruited, alongside a Project Manager, with Council to be kept informed of progress.

# Students' Union Report (C/23/50 Internal)

**Noted**:

1. in addition to the items detailed in the report, the President of the DSU noted the following:
   1. concerns relating a recent event arranged by the Christian Union which raised questions if it reflected an appropriate application of freedom of speech principles;
   2. a request to respond to the issues raised by the Sunday Times in relation to international study routes, where the DSU had robustly defended the value international students to the University community.
2. the DSU continued to raise concerns with the Durham Union Society on the speed of progress in addressing cultural problems previously discussed with them;
3. Council noted the open invitation from the President of the DSU to visit Dunelm House, particularly during its 60-years of opening celebration.

# International Institute for Sustainable Energy (C/23/48 Confidential)

**Noted**:

1. the University had been named as a junior partner in a proposal being led by Newcastle University;
2. funding for the Institute had been split between the two governments, with the UK universities involvement being funded by the UK government;

**Closed Minute**

# Audit and Risk Committee Report: 25 January 2023 (C/23/59 Confidential)

**Noted:** the report of items discussed at the Audit & Risk Committee meeting held on 25 January 2024, with the main substantive item on the Annual Report and Financial Statements having been considered by Council on 31 January 2024.

# Research Infrastructure (C/23/51 Confidential)

**Noted**:

1. the Department for Science, Innovation & Technology (DSIT) had launched a bid for funding for institutions interested in hosting and operating a large-scale computer system for artificial intelligence (AI) applications;
2. the University had expressed an interest in the funding, although the successful bidder would not receive confirmation from the DSIT until sometime in March 2024;

**Closed Minute**

# Heads of Colleges (C/23/52 Internal)

**Agreed**: the re-appointment of the Heads of College as detailed in the report.

# Head of Departments Geography and Sociology (C/23/53 Internal)

**Agreed**:

1. the two-month extension for the current Head of Geography’s term of office;
2. the appointment of the new Heads of Department for Geography and Sociology for the terms of office as detailed in the report.

# Finance Committee Report: 14 February 2024 (C/23/54 Confidential)

**Noted**: the report of items discussed at the Finance Committee meeting held on 14 February 2024.

# Governance and Nominations Committee Report: 31 January 2024 (C/23/55 Internal)

**Noted**: the report of items discussed at the Governance & Nominations Committee (GNC) meeting held on 31 January 2024, with the substantive items requiring Council’s approval included as agenda items.

# Recruitment of New Chair of Council Appointment and Timeline (C/23/56 Internal)

**Noted**:

1. the Senior Independent Governor (SIG) and University Secretary had developed a process, with a comfortable timeline, for the recruitment of a new Chair of Council;
2. the recommendation was for an external search partner to be engaged to support the process, with Council Members to be asked to forward any suggestions to the University Secretary;
3. the constitution of the appointment panel had been suggested in the report, with the SIG to seek approval from GNC for the final membership;
4. that there would be opportunity for other Council members, not on the appointment panel, particularly the Vice-Chancellor to be involved in the selection process ;
5. although the timeline was indicative, there was sufficient scope for a recommended appointment to be presented to Council in March 2025.

**Agreed**:

1. the use of an external search partner, with the decision over which partner to be delegated to GNC;
2. the composition of the Chair of Council Appointment Panel, with GNC delegated authority to approve final membership;
3. the University Secretary would contact all Council Members to seek recommendations of external search partners and expressions of interest to be considered for the Appointment Panel. **AW**

# Committee Membership Review (C/23/57 Internal)

**Noted**:

1. following Council Member appraisals carried out by the Chair of Council, GNC had endorsed some minor sub-committee changes and the extension to terms of office for Council Members coming to the end of their first three-year term on Council;
2. noting the conclusion to second terms of office for three Lay Members of Council by 31 July 2025, one of whom had decided to step down at the end of July 2024, GNC had recommended a recruitment process be implemented;
3. GNC would continue to monitor committee membership and the recruitment process for new Lay Members.

**Agreed**: as detailed in the report:

1. the Council Sub-Committee membership changes;
2. the three-year second term extension to the terms of office for those Council Members.

# Amendments to Regulations (C/23/58 Internal)

**Noted**:

1. following Privy Council approval of the University Statutes in October 2023, the University Regulations had been considered by the Governance Review Implementation Group (GRIG);
2. the GRIG recommended the following:
   1. seven Council related Regulations required no amendment and should be uploaded to the University website alongside the University Statutes;
   2. minor amendments were needed to the Council Regulation, prior to uploading to the University website, to recognise the addition of the People & Organisational Development Committee and the introduction of the SIG and Deputy Chair positions;
   3. as UEC was a joint sub-committee of Senate and Council, amendments to reflect the University Secretary’s membership of UEC could be endorsed by Council for approval by Senate;
   4. there were a number of Senate related Regulations, for which a timeline for consideration at Senate had been proposed, prior to Council approval of any changes;
3. in relation to the Convocation Regulation the following:
   1. during its consultation on the Statutes the Statutes Review Working Group had received a question over the purpose of Convocation;
   2. noting that other institutions had removed Convocation entirely, GNC felt that its historical value was sufficient for it to be retained. Although its purpose should be defined as a forum for discussion between the alum of the University and the Executive. Retaining its authority to approve the appointment of the Chancellor;
   3. in clarifying the purpose of Convocation it was necessary that the membership should reflect the purpose, and changes were proposed in the revised Convocation Regulation.
4. a check would be made that Lay Members maintained a majority position on Council, as detailed in its Regulation.

*[****Secretary’s Note:*** *There are currently 24 Members of Council, with the University Secretary and Chief Financial Officer attendees. The total number of Lay Members is 13, with the Dean of Durham Cathedral an ex-officio Lay Member of Council]*

**Agreed**:

1. to upload Regulations where no changes were required to the University website; **AW**
2. amendment to the Council Regulation for uploading to the University website; **AW**
3. to endorse the changes to the UEC Regulation for Senate approval and the timescale for consideration of the Senate related Regulations;
4. clarification to the purpose of Convocation and its membership to reflect its purpose for uploading to the University website. **AW**

# People and Organisational Development Committee Report: 1 February 2024 (C/23/59 Confidential)

**Noted**:

1. the report of items discussed by People & Organisational Development Committee at its meeting on 1 February 2024;
2. the next meeting of the Committee would be held in-person at the University to aid discussion and networking opportunities.

# Transparent Approach to Costing (TRAC) Annual Report 2022/23 (C/23/60 Confidential)

**Noted**: the TRAC return figures submitted to the OfS on 31 January 2024 for information.

# HR Report on Key Staffing Matters (C/23/61 Confidential)

**Noted**: the HR Report on Key Staffing Matters for information.

# Register of Sealings (C/23/62 Internal)

**Received:** the Register of Sealings for information.

# Dates of Future Meetings

**Noted:** thedates of future meetings: 14 May 2024 and 9 July 2024.