



Minutes Meeting of Council

Date: 21 February 2022

Present: A Pedder, Pro-Chancellor (in the Chair);
A Hope and C Brownlie, Pro-Chancellors;
J Sutcliffe, Treasurer;
Professor K Lamberts, President & Vice-Chancellor;
D Bagley, A Belton (except item 14), E Croxford, G Gee, B Gilvary, G Greenup,
Professor S Hartley, Professor J Kirby, Professor K Layden, Dr Nicholls,
P Rodrigo, Professor Vincent (except item 14), A Wray (items 4-13; 17-20)

Secretary: Dr Tony Strike

In attendance: Professor G Valentine, J Jones, M McArthur, D Swinn, Professor D Forrest,
Professor Petley (items 1-7); D Harrison (items 1-4), R Sykes and B Abrams
(item 8); A Harris (item 11)

Apologies: A Kay

1. Declaration of Conflicts of Interest

1.1 No conflicts were declared other than those noted in relation to item 14, below.

2. Minutes of the Previous Meeting

(Meeting held on 22 November 2021)

2.1 The Minutes were approved as an accurate record.

3. Action Log and Matters Arising on the Minutes

3.1 Council approved the updated Action Log.

4. Health and Safety Update

(D Harrison in attendance for this item)

4.1 Council received and noted an update from the Director of Health and Safety in which he drew attention to a number of key issues set out in the related papers. In particular, Council noted an update on progress against the five objectives set out in the three-year Health and Safety Plan and matters that would be added to the Plan in future, and a summary of recent accidents, incidents and near misses. Attention was drawn to the emphasis placed on fostering a positive health and safety culture across the University and the measures taken to ensure this. During discussion, in which Council reaffirmed its commitment and support for current and planned initiatives and was pleased to note the positive progress overall, clarification was provided over efforts to ensure completion of mandatory staff training and the approach to benchmarking relevant health and safety data.

5. Approval of Category C business

5.1 Council considered Category C business, which are covered in Minutes 15-20, below.

6. President & Vice-Chancellor's Report

(D Petley in attendance for this item)

6.1 Council received and discussed the President & Vice-Chancellor's report, in which he provided information on key current and forthcoming developments in the policy environment and against each of the themes in the University's Strategic Plan. The following points were noted:

- (a) Industrial Action: After three days of national strike action in December, UCU members at Sheffield and 67 other universities were taking part in further strike action over national issues relating to pensions, pay and working conditions. The action was taking place over the course of 10 days, with ongoing action short of strike with the exception of a marking and assessment boycott. The University's focus remained on ensuring that disruption to students was minimised and the appropriate incident management protocols had been triggered to manage the situation. It was noted that UNISON had also balloted members over both pay and pensions but had not achieved a mandate for action at the University. In the meantime, the University continued to engage with UCU and other trade unions at local and national level to seek to resolve the disputes. A number of students had submitted questions regarding the potential impact of industrial action on their studies and colleagues were being supported to ensure the efficacy, accuracy and consistency of student communications. Council was pleased to note that all University buildings which had been affected by student occupations during the first week of industrial action were now in the University's control and had fully reopened.

With respect to the ongoing local dispute over changes to two departments, it was confirmed that no industrial action had been notified. Members noted the extent of previous and continued engagement with departmental and trade union colleagues as related internal workstreams progressed, and received additional clarification over the state of progress and transitional arrangements that were being implemented.

During discussion, Council noted that trade union membership was not distributed evenly across the University and the impact of the current strike action was primarily concentrated in certain faculties and departments with little to no direct impact in others. It was also noted that, within departments, the impact on individual students would be highly variable depending on their particular programme of study and module choices. Clarification was also provided about the proportion of total staff and academic staff that were anticipated to be taking part in strike action, based on notifications received following the earlier action in December. Further clarification was provided about the extent of staff and student communications in relation to the industrial action, including appropriate support and information about the underlying issues. In addition, it was noted that the University would be taking all reasonable steps to identify, deliver and record the mitigating actions required to deliver the appropriate learning outcomes and assessments to students, and thereby comply with the applicable legal and regulatory requirements. Council was also pleased to note the University's ongoing commitment to undertaking proactive local action to address matters within its control that were relevant to the national level disputes, recognising that these were complex, structural challenges that required systemic, long-term solutions.

- (b) USS Pensions: Following the circulation of the written report to Council, it was reported that the University has been asked to respond to two further USS-

related consultations with very short deadlines. The first of these related to proposals from UUK to modify the proposed changes to future benefits, which had been costed by the USS Trustee at 0.3% of pay and would be met consistent with the usual 65:35 cost-sharing formula between employers and scheme members. Having noted further details about the nature of the amended proposals and their impact on employers and employees, Council endorsed the approach taken by UEB and agreed by Council's senior lay officers, whereby the University agreed to support the changes as a proportionate response to the member consultation. Subsequently, UUK had issued a second consultation in response to proposals that UCU had formally tabled. Council noted the nature of these proposals, which UCU contended would enable the 2020 USS Valuation to conclude with no changes to benefits and which the USS Trustee had priced on an indicative basis using the same assumptions as for the UUK proposals.

On the basis of analysis and further internal assessment, and recognising the costs and risks that the University would need to accept, Council endorsed the senior Council lay officer's decision to approve UEB's recommendation that the University not support the UCU proposals but remain supportive of the most recent proposals on which USS members and eligible members were consulted, along with the recent proposal to delay the introduction of the CPI cap, as previously indicated in responses to former consultations.

Council confirmed that it was assured that these matters had been deliberated with appropriate care and sensitivity and commended the approach taken to meet the two short deadlines and ensure that the University responses could be taken into account by UUK so as to inform discussion by the Joint Negotiating Committee on 22 February. It was also noted that UCU feedback from employers indicated that 93 out of 97 had not agreed with the UCU proposals, three had agreed some elements but with concerns and only one employer had offered unqualified support.

During discussion, Council noted that continued media and government perceptions of the overall financial health and resilience of the sector. In particular, coverage of large surpluses returned by some providers in 2019/20 failed to take into account the highly variable positions of individual institutions and the uncertainty around future financial performance in relation to student recruitment as A level grades and student recruitment stabilised to levels more aligned with those seen pre-pandemic. Similarly, such coverage did not recognise the importance of individual providers generating funding to support strategic investments to ensure and sustain delivery of excellence to students at a time when the Government was considering its proposed approach to the future funding of HE.

- (c) UUK "Stick to Science" Campaign: During the week of 14 February, UUK had launched a campaign urging EU leaders, as well as the UK and Swiss governments to achieve the UK's and Switzerland's association with Horizon Europe as a matter of priority, emphasising the importance of science collaboration over politics. As previously noted, Horizon Europe was a vital means for scientific funding and collaboration. Throughout the Brexit process the University had worked with partners across the sector, and colleagues across Europe, to argue that it was in their common interests for the UK to remain part of the programme, and this had been agreed as part of the UK-EU Trade and Co-operation Agreement before the process of association had stalled.

Council recognised that, as a charity, the University was bound by Charity Commission rules in relation to political activities. However, given that UK

association with Horizon Europe was clearly in the University's interest to meet its charitable objectives relating to research and education, for public benefit, institutional association would be not only permissible but desirable in that it supported the delivery of charitable purposes.

During discussion, Council considered the benefits of the University associating with the campaign against the costs and risks but agreed that the campaign was strongly in the University's best interests, with minimal, if any, risk to reputation and no costs involved. Council agreed that the University should become a signatory to the campaign.

- (d) Student Recruitment: It was reported that around 500 of students who were still based in China had coordinated an email campaign expressing objections to the University's decision to resume teaching in semester two on a face to face basis, in line with Government guidance, and that students would be expected to return to Sheffield for teaching but could take a Leave of Absence for the remainder of the academic year if health reasons or difficulty securing travel precluded them from doing so. The University was managing the situation carefully through dedicated and tailored communications and, in particular, making clear that a LoA was not a negative or prejudicial act in the UK, and should have no adverse impact on students successfully completing their degrees. The University was also offering maximum flexibility with regard to students' arrival times in Sheffield and offering additional support for any late starters.
- (e) Office for Students: In November 2021 the Office for Students (OfS) had launched a consultation on its strategy proposing three areas of focus for the period 2022-2025: quality and standards; equality of opportunity; and enabling regulation. A further consultation on Data Futures was launched at the end of 2021 and in mid-January the OfS had also published consultations on the Teaching Excellence & Student Outcomes Framework (TEF) and graduate outcomes. It was reported that UEB had discussed the use of absolute benchmarks in the graduate outcomes proposals and undertaken initial internal analysis that did not identify any concerns from an institutional perspective. However, further work was underway to provide additional assurance that the position at individual programme level was fully understood. It was also reported that the University was in correspondence with the OfS in relation to the University's review of compliance with registration condition C1 and its Student Protection Plan, which the OfS had approved in September. Council noted that, while no regulatory action was being taken, the University was treating the matter with the appropriate seriousness and diligence, and noted the actions being taken in response.

7. Closed minute and paper

8. Technology Enabled Strategic Framework

(R Sykes and B Abrams in attendance for this item)

- 8.1 Council discussed an update on progress since the previous report and related approvals, in November 2021, and work which would be undertaken between March and July 2022. Members noted that Release 3 of SLP had been successfully completed as planned and the transition to operational service for the release was underway. In accordance with those plans, the SLP programme would formally close at the end of February 2022 with related structural changes being phased in line with change management processes such that the staff resource required to deliver the future Student Roadmap was integrated and aligned with the appropriate Professional Services. Similarly, outstanding business as usual work, future delivery and support, accountability and responsibility would transition accordingly.
- 8.2 Council noted the need for future and ongoing work to stabilise the existing system and undertake the necessary testing, while focusing on a product-led, agile approach across

the teams responsible. It was clarified that this approach was consistent with that adopted for other elements of the TEF and was further supported by UEB's previous commitment to greater standardisation and the intention to undertake elements of work on a discrete but systematic basis, rather than as a single large scale programme. It was also noted that the change in approach and additional work required had not had any adverse impact on delivery of TEF Phase 3, which was progressing as planned. Council was satisfied that the necessary mechanisms for reporting and assurance were in place to monitor delivery without the need for any further external assurance; quarterly meetings of the UEB IT Strategy Group and its reports to UEB provided the means by which to provide Council with any interim progress updates in addition to the annual TEF update, and could usefully set out the value and benefits delivered, as well as the rationalisation of the digital estate as plans progressed.

- 8.3 Council noted the update and approved a revenue budget increase of £2,839k for the period 1 March 2022 to 31 July 2022 to allow for the restructure as agreed by UEB and reported to Council in November 2021, and ahead of the incorporation of the Student Roadmap into the annual TEF planning process as agreed by UEB and Council. From August 2022 all further approvals required for the Student Roadmap would be included as part of the annual approval cycle for the TEF.

9. Report of the Council Estates Governance Review Group

- 9.1 Council considered the report of a Task and Finish Group, chaired by Mr Belton, which Council had established in July 2021 to consider how Council, as the governing body and charitable trustees, should discharge its responsibilities for stewardship of the existing estate most effectively; and how the executive should perform its responsibilities for the development and implementation of the University Estate Strategy and for the effective management of the University's digital and physical estate and infrastructure. Based on the Group's findings, recommendations had been made to mitigate any risks that either the Executive and/or Council were insufficiently sighted on estates matters and ensure that there were appropriate mechanism by which to provide assurance to Council over all estates-related issues. UEB had considered a version of the report in order to agree proposed changes to the terms of reference of a number of its sub-groups.
- 9.2 Following discussion, in which clarification was provided about the nature of changes to certain committees and sub-groups and changes to the Council business plan to reflect and implement the Group's findings and recommendations, Council:
- (a) Agreed to dissolve the Council Estates Committee on the basis that the development of the Estates Strategy and the stewardship of the estate was either already considered, or could be, as effectively elsewhere and subject to appropriate changes to the terms of reference of relevant committees.
 - (b) Agreed proposed changes to the Terms of Reference of Council Finance Committee.
 - (c) Noted the changes to the terms of reference of UEB Sub-Groups in the management structure, but suggested that further consideration be given as to whether estates matters should be made more explicit in UEB's own terms of reference.

10. Report of the Council Task and Finish Group: Departmental Reviews

- 10.1 Council considered the report of a Task and Finish Group, chaired by Mr Rodrigo, which Council had established in July 2021 to review the processes for departmental performance reviews and reflect on whether any changes should be considered. The purpose of the review was to consider the timing and nature of any updates to Council in relation to departmental performance, in order that Council might be assured as to

its ability to monitor Faculty and Departmental performance. It was noted that the Group's terms of reference clearly distinguished the roles and responsibilities of the President and Vice-Chancellor (P&VC), advised by the executive (UEB), and Council and distinguished the roles of the different bodies. Members noted the process followed by the Group and its findings, based on its consideration of how the University's processes and frameworks for monitoring and managing collective and individual performance could facilitate engagement with Council at the appropriate times. Council affirmed its view that effective and strong departmental performance was essential to ensuring that the University was able to deliver its strategic objectives and priorities, in furtherance of its charitable objects.

10.2 Following discussion, Council approved the following recommendations:

- (a) Council would continue to receive and approve the Vision and Strategy as from time to time updated and at least every five years, and annually it would receive and consider progress reports against the Council KPIs and Delivery Plans for each Pillar of the Strategy, starting in 2022 as previously agreed.
- (b) Council would be provided in autumn 2022 with a summative overview of the output of the Strategic Planning Framework including the number of Departments by Faculty in each performance category compared to the ambition set out in the Strategy.
- (c) Council would receive a summative update of progress against plans and targets across Faculty and departments, highlighting any performance issues or areas which had required intervention, from autumn 2023.
- (d) While Council would want to be alerted to any material outliers which pointed either to excellence or which raised concerns, and be notified of any trends or shared challenges, Council would not routinely receive the individual departmental outputs from the Strategic Planning Framework or the related Faculty or Departmental Plans, which would be reviewed by UEB.
- (e) Council would seek an assurance report by July 2023 which evaluated and updated Council on the implementation of the Strategic Planning Framework, Academic Career Pathway criteria and expectations, and the Staff Review and Development Scheme; including whether they were supporting the goals of the Vision and Strategy and whether the criteria were sufficiently differentiating performance levels, leading to recognition and improvement. It was also suggested that this report might also be provided to the Council Audit and Risk Assurance Committee (see below, Minute 17, below) in as much as it related to the effectiveness of internal management and control.
- (f) The P&VC would routinely use their report to Council to highlight orally or in writing when any Faculty-led or UEB-led review of a whole faculty or academic department or similar was considered likely to be required and the rationale for this, or where a review of activity could result in substantial change or reputational risk across faculties or academic departments. Where the purpose of those discussions might be harmed by their disclosure any briefing could if necessary be taken as closed business, where information was likely to be exempt from disclosure if it was requested under the Freedom of Information Act.

11. Annual Report on Fundraising, Campaigns and Development

(A Harris in attendance for this item)

- 11.1 Council received and noted a presentation from the Director of Campaigns and Alumni Relations in which he provided an update on activities and achievements over the previous year and future plans. Attention was drawn to: the alumni population; strategic

drivers; campaign targets, timescales and progress; campaign leadership and reporting arrangements; and the range of next steps. Council welcomed the presentation and the positive progress and achievements to date. During discussion, clarification was provided about the relative size of the CAR team and the expected returns on investment for UK institutions, whilst recognising the important qualitative role in supporting key activities such as student recruitment and graduate employability.

12. Armed Forces Covenant

- 12.1 Council considered and agreed that the University would become a signatory to the Covenant, action which was supported by members of the Universities of Sheffield Military Education Committee (MEC) and SU Officers and had been recommended by UEB. It was noted that undertaking actions required under the Covenant would support important, strategic activities in relation to Widening Participation. Council also approved a related implementation plan, including the intention that this be marked by a signing ceremony to take place before July 2022, which could coincide with the annual MEC lecture on 30 March 2022 and hosted by Sheffield Hallam University.

13. Capital Report

- 13.1 Council received and noted an update on progress of projects in the capital programme, including projects recently considered and approved by ECSG, UEB and Finance Committee in accordance with the Council Scheme of Delegation. Members also noted the provisional budget allocations for estates capital expenditure included in the current cash flow forecasts and ongoing consideration of project prioritisation in advance of formal business cases being prepared and presented for approval.

14. Report of the Council Nominations Committee

(A Belton, T Wray and Professor Vincent were not present for this item due to conflicts of interest)

- 14.1 Council received and approved the Report, including an update and related recommendations arising from the work of the Council Appointing Committee that was overseeing the search for new senior Council officers as part of wider succession planning. In particular, Council approved the following:
- (a) The appointment of Adrian Belton as Chair 'designate' with immediate effect and as Pro-Chancellor and Chair of Council from 1 August 2022 for up to one year to 31 July 2023.
 - (b) The appointment of Tony Wray as 'designate' Chair of the Council's Audit Committee with immediate effect and as Chair of the Audit Committee and Pro-Chancellor from 1 August 2022 for up to one year to 31 July 2023..
 - (c) An extension to the appointment of Professor Jim Litster as Interim Vice-President & Head of Faculty of Engineering from 1 August 2022 to 31 July 2023.
 - (d) The appointment of Professor Mary Vincent as VP Education following a successful interim period and on the recommendation of a panel convened electronically by the President and Vice-Chancellor, for a period of three years effective from 1 January 2022 to 31 December 2024.

15. Report of the Senate

- 15.1 Council received and approved the Report.

16. Finance Matters

16.1 Report of the Finance Committee

16.1.1 Council received and approved the Report.

16.2 Closed minute and paper

17. Report of the Audit Committee

17.1 Council received and approved the Report, including amendments to the Committee's terms of reference and name to become the Council Audit and Risk Assurance Committee.

18. Governance Matters

18.1 Students' Union Incorporation

18.1.1 Council approved the Memorandum and Articles of Association of the University of Sheffield Students' Union following the decision to incorporate, which had been endorsed by Council following the previous Quinquennial review of the Student's Union constitution in 2020.

18.2 Office for Students Update

18.2.1 Council received and noted an update on OfS activity since the previous report to Council in October.

18.3 Transfer of Endowment: Charity Commission Resolution

18.3.1 Council considered a proposal that the University transfer an endowment fund to following a request from the original donor that the endowment fund that they created through a donation, be transferred to another institution, the British School at Athens. The purpose of the endowment fund is to support a bursary with restrictive eligibility criteria that would limit its use, resulting in annual income accumulating rather than being spent as intended. Members noted the legal advice obtained in relation to the matter, as outlined in the related paper, the importance of donor relations and related reputational risks, as well as the value of the endowment and the annual income available for distribution.

18.3.2 Having considered the matter carefully, noting the legal advice received, the requirements of the Charity Commission, the positive response of the British School at Athens, the donor's wishes, and that it would not be possible for the University to fulfil the objects of the charitable trust, Council by a unanimous decision hereby resolved THAT:

1. The Keith and Nong Branigan Bursary Permanent Endowment Fund be transferred to the British School at Athens for the specific purpose of funding bursaries in Aegean Prehistory;

2. The British School at Athens will continue to hold the funds as a permanent endowment.

18.4 Council Business Plan 2021-22

- 18.4.1 Council noted the updated Business Plan, including amendments to take into account future business arising from the Council reviews of estates governance and departmental reviews (see Minutes 9 and 10, above).

18.5 Amendment to Regulation IV: The Auditor

- 18.5.1 Council approved amendments to the Regulations of Council, which would ensure that the University was able to tender and contract for audit services in compliance with applicable regulation and guidance.

19. Use of the University Seal

- 19.1 Council received and noted a report on the application of the University seal since the previous meeting.

20. Public Availability of Council papers

- 20.1 Council received and approved recommendations concerning the publication on the web of papers presented at the meeting, in accordance with previously agreed proposals on the disclosure of information. It was noted that a number of papers were confidential and would not be made publicly available.