

THE COUNCIL

24 November 2022

MINUTES

Present:

Alastair Da Costa (in the Chair), Liz Barber, Simone Buitendijk (Vice-Chancellor), Tom Clark¹, Bethan Corner, Seb Elsworth, Helen Grantham, Kendi Guantai, Peter Jimack, Iain Moffatt, Yvette Oade, Alice O'Grady¹, Leyla Okhai, Maria Papageorgiou, Cordelia Rogerson, Ken Sargison¹, Janet Sheriff, Simon Thompson and Rachel Tsang¹.

In attendance: Jeff Grabill, Nick Plant and Hai-Sui Yu (Deputy Vice-Chancellors), Rachel Brealey (Chief Operating Officer), Jane Madeley (Chief Financial Officer), Jennifer Sewel (University Secretary), Alison Blackburn (Interim Deputy Secretary), Mark Devane (Director of Communications) and Catherine Cho (Minutes).

Apologies: Lauren Huxley and Tim Smith.

Formal declarations of interest

- 22/71 Peter Jimack declared an interest in connection with the paper CL/22/20 given his work in the School of Computing.

Minutes

- 22/72 The Minutes of the meeting held on 29 September 2022 were confirmed.

Arising on the Minutes

- 22/73 Arising on CLM 22/25, it was clarified that while faculties and schools may be exercising some prudence over their finances, they should continue to be encouraged to seek out opportunities going forward.

Vice-Chancellor's report (CL/22/14)

- 22/74 The Council received a written report from the Vice-Chancellor (CL/22/14), which updated members on matters of higher education policy and reported on issues of interest to the life and work of the University, and which was supplemented by an oral update.

Student occupation

- 22/75 The Council was apprised of the occupation of a lecture theatre on campus by a small group of students, and of the actions taken by the University in response to this. The protest appeared to be about the University's response to tackling climate change.
- 22/76 Matters noted included the principles underpinning the University's response; the approval by the University Executive Group (UEG) of a protocol to deal with such occupations; the reflections of the senior leadership team on their interaction with the student occupiers, which had helped inform discussions with the Leadership Forum, and heads of schools and services on the approach to be taken; the importance of well-

¹ Via MS Teams.

defined avenues for discussion and clear communication to counter any misrepresentations on social media; the role of the Leeds University Union as a bridge between the student protestors and the University; and the feedback from students whose studies had been affected by the occupation of the teaching space – while they were supportive of the basis of the protest, they wanted to know what steps would be taken to mitigate the disruptions caused.

- 22/77 Members supported the principles underlying the protocol to address the unauthorised occupation of University premises, which finely balanced the safety of students against the right of free speech. The protocol would be kept under review and Council would be updated on any future developments. It was suggested that as a way of demonstrating Council's support for the University executive, its endorsement should be sought for any proposed activation of the protocol. It was also suggested that the newly established Ethics and Values Committee might have a role to play in the matter.

Industrial action

- 22/78 It was reported that the University and College Union (UCU), Unite and Unison had announced further strike action. UCU would be taking three days of industrial action (24, 25 and 30 November), and that action short of a strike (ASOS) would begin from 23 November. Strike action may continue in the New Year, including a possible marking and assessment boycott. Unite would take strike action between late November 2022 and early May 2023; while Unison said discontinuous strike action would take place between 24 and 30 November 2022.

- 22/79 While it was too early to gauge the actual level of impact of the strike action, University contingency planning operations had begun, and, as in previous years, were guided by three underlying principles of protecting the interests of students, retaining the cohesion of the University community and protecting the standard of Leeds degrees and other qualifications.

National Student Survey (NSS)

- 22/80 Members were advised of changes to be made to the NSS by the Office for Students (OfS) following a recent consultation, as set out in the paper. The changes would make it more challenging to compare outcomes across recent survey periods and for sector benchmarking. The University was exploring alternative, and better, ways to measure student satisfaction to run in parallel with the NSS

Blended learning

- 22/81 The Council noted details of the outcome of research undertaken by the OfS on blended learning. Careful consideration would be given to the research. Members were advised that the University's approach to student education was clear: the institution would build on what it had learned during the pandemic as it focused on future educational experiences, and deliver active and engaging teaching, delivered in-person, and complemented by digital technology where it added value.

University news

- 22/82 Members noted the appointment of Professor Sonia Kumar, as the new Associate Dean Community-Engaged Learning. She would drive impactful community engagement across teaching and learning, focusing her efforts within the Faculty of Medicine and Health. She would also join the team led by the Deputy Vice-Chancellor: Student Education, to develop new university-wide possibilities for community-engaged education.

- 22/83 The Vice-Chancellor was pleased to report the creation of a new teaching and research space arising from the refurbishment of the Brotherton Research Centre. Funded by a

bequest, the John Bedford Room would widen access to the Library's Special Collections, enabling hybrid teaching and events. It was part of a wider refurbishment of the centre, which was divided into group and silent study areas to facilitate research and collaborative work.

- 22/84 Congratulations were extended to the Faculty of Arts, Humanities and Cultures on receiving the prestigious Athena SWAN Bronze award, recognising its ongoing efforts to promote equality and inclusivity for all staff and students; and to Professor Cath Noakes on her appointment as chair of a new national science committee that would offer assurance to the UK's workplace regulator, the Health and Safety Executive.

Reporting on the 2021-22 financial year

Minutes of the meetings of the Audit and Risk Committee (CL/22/15 (a) and (b))

- 22/85 The Council received the minutes of the meetings of the Audit and Risk Committee held on 11 October and 15 November 2022 (CL/22/15 (a) and (b) respectively), the substantive points from which were covered in the Committee's Annual Report to the Council, including its commendation of the 2021-22 Integrated Annual Report.
- 22/86 As part of its review of the Integrated Annual Report, the Committee had endorsed the rationale provided by the management on the adoption of the going concern assumption for those statements. It had also approved the letter of representation to be provided by the Council to the external auditors.
- 22/87 The Committee had also considered the University's institutional risk register and an analytical review of changes to the risk register over the previous six months, taking into account institutional and external emerging risks. Overall, the Committee had been satisfied that an appropriate framework to identify, assess and manage risk was in place.
- 22/88 It was reported that the Committee had undertaken a risk deep dive into the University's digital education provision as part of its rolling programme of review. It was assured that the identified risks were being kept under close review under the leadership of the Deputy Vice-Chancellor: Student Education and the recently appointed Pro-Vice-Chancellor: Digital Transformation. Appropriate milestones would be in place to review progress supported by the Transformation Office.
- 22/89 In considering an annual report on the University's activities that contributed to the promotion and achievement of Value for Money (VfM), the Committee had noted the integration of VfM principles within the University's existing management, planning and review processes, and the significant savings achieved through the promotion of sound purchasing policies and practices across the University. It had also received assurances on the steps being taken to provide value for money to students throughout their time at Leeds.
- 22/90 The Committee had received updates on the operation of the Joint School with Southwest Jiatong University, work to ensure compliance with the Transparent Approach to Costing (TRAC) guidance for 2021-22 TRAC return, the current position regarding levels of staff compliance with Health and Safety mandatory training, and the institutional readiness for moving its HESA Student Return to the new format known as HESA Data Futures from 2022-23.
- 22/91 Other matters considered by the Committee included a summary of the outcomes of the remaining internal audit reviews from the 2021-22 programme including the follow-up review on the implementation of internal audit recommendations; details of the actions being taken to address the internal auditors' review of the University's Identity and Access Management (I&AM) arrangements which had been rated as 'high risk'; and the

annual report on the University's fraud risk management, on which there were no issues of concern raised.

- 22/92 The Committee had reviewed the performance of the internal and external auditors and had been content that they should continue to provide their respective services to the University.
- 22/93 The Council **APPROVED** the re-appointment of Deloitte LLP as the University's external auditors for the coming year for the audit of the University's statement of accounts for 2022-23, on the basis set out in CL/22/15 (b).

Annual report of the Audit and Risk Committee (CL/22/16)

- 22/94 The Council considered the Annual Report of the Audit and Risk Committee (ARC) for 2021-22 (CL/22/16), which covered the period up to the Committee's consideration of the draft Integrated Annual Report for 2021-22.
- 22/95 In particular, the report provided reassurances for the Council on the system of internal control; corporate governance; risk management; value for money; the discharge of the Council's own responsibilities; the control and quality assurance of data returned to external authorities and for meeting the compliance demands to support research integrity and of various agencies; and compliance with the terms of the OfS's terms and conditions of registration. The Committee had also endorsed the corporate governance statement and the statement on internal control included in the Integrated Annual Report. On that basis, the Committee had **COMMENDED** the Integrated Annual Report for 2021-22 to Council for approval.
- 22/96 The Committee had considered the report of the internal auditors (PricewaterhouseCoopers LLP) in relation to the financial year 2021-22 (a copy of which had been included as an annex to CL/22/16). The internal auditors had made a number of high, medium and low risk recommendations for improvement to the University's governance, risk management, control and value for money processes. The Committee was satisfied that, in all cases, University managers had taken, or were taking, appropriate action to address the issues raised. On the basis of the work they had carried out during 2021-22, the internal auditors were of the opinion that the University's arrangements were generally satisfactory with some improvements required (the same opinion as the one provided in 2020-21).
- 22/97 Having reflected on the outcome of the internal auditors' work, and taking into consideration the University's response to matters raised by the auditors, the Committee had been satisfied that there were no issues which required inclusion in the statements on corporate governance and internal control in the Integrated Annual Report.
- 22/98 The Committee had also reviewed the audit report and management letter issued by the University's external auditors (Deloitte LLP). No substantive concerns had been raised.
- 22/99 The Council **ACCEPTED** the Annual Report of the Audit and Risk Committee for 2021-22. In doing so, it thanked the Committee for its work over the previous session.

The institutional risk register (CL/22/17)

- 22/100 The Council considered (as CL/22/17) the University's institutional risk register, which provided a broad overview of the risks that currently threatened the University's strategic objectives and wellbeing, together with details of the steps being taken to mitigate those risks. Members recalled the detailed consideration undertaken at the Council away day held earlier that month. It was also noted that the Strategy and Investment Committee (SIC) had reviewed, and had been content with, the risk appetite levels. The Council

identified no additional risk factors for immediate inclusion in the risk register. It expressed itself reassured by the comprehensiveness of the risk register.

The Integrated Annual Report 2021-22 and draft letter of representation to the external auditors (CL/22/18)

- 22/101 The Council considered the draft Integrated Annual Report (IAR) for the year to 31 July 2022 (CL/22/183). In doing so, the following were noted:
- i. The Statutory Accounts remained consistent with prior years as they were determined by audit standard reporting requirements (Financial Reporting Standard 102) and the OfS Accounts Direction.
 - ii. A revised approach to annual reporting had been developed. The University was moving to a more holistic and modern method of reporting used in other sectors, known as Integrated Annual Reporting. This transitional move, which had been adopted in recent years by several Russell Group universities, would be embedded over two to three years where the University would increasingly articulate the social value it was creating as it delivered its strategy. This approach also supported the demonstration of alignment with delivery of the UN Sustainable Development Goals (SDG) and encouraged a holistic view of strategy, governance, performance and prospects. This first iteration of the model proposed for the 2022 report was drawn from the University Strategy.
- 22/102 Members welcomed the new reporting style, which provided a clear, well thought through and balanced narrative on the University's performance, and which was linked to the institutional KPIs. They commended the University Secretary and her team on the significant effort that had been put into this work and for what they had managed to achieve in such a small space of time. It was recognised that there was more work to be done and the external auditors were keen to support the University with this.
- 22/103 During the discussion that followed, members commented on the difficulty of measuring and reporting against the SDG and other qualitative objectives (such as the University's impact and contribution to the world), and the approach being taken by the University on the measures used to do so beyond financial metrics; and the way in which the IAR could be used to maximise its value.
- 22/104 In terms of the financial statements, the Council was advised that the external auditors had largely concluded their audit work and anticipated issuing a clean report on them. While there had been a minor positive movement on the operating surplus reported, the underlying performance remained as had been reported to Council previously.
- 22/105 The paper also included the draft letter of representation to be provided to the external auditors by the University. It was reported that since its review by the ARC, the draft had been updated to include an additional specific representation concerning a third party disclosure, the effect of which was immaterial.
- 22/106 Noting that there would be some final editorial changes to the IAR, and subject to the conclusion of the work of the external auditors, the Council **AUTHORISED** its Chair, in consultation with the Chair of ARC and the Vice-Chancellor, to take action on its behalf to approve the Integrated Annual Report for 2021-22.
- 22/107 In addition, it **AUTHORISED** the Chief Financial Officer to sign the letter of representation to the external auditors on behalf of the Council.

Five-year financial forecasts (CL/22/19)

- 22/108 The Council considered a paper (CL/22/19) which set out the University's draft five-year income and expenditure forecast for 2022-2027. The paper gave details of the financial

context and key assumptions which had informed the draft forecasts; and how the forecast financial results compared to the previous year's forecasts.

- 22/109 The paper also included, as Annex 6, the detailed financial and student number tables and accompanying commentary which the Council was required to approve ahead of their submission to the OfS. These items had been reviewed by the Chair of the Audit and Risk Committee alongside the Director of Finance.
- 22/110 The Council received a presentation from the Chief Financial Officer that provided headlines from and illustrated the information set out in the draft financial forecasts.
- 22/111 The Council was advised that SIC had reviewed, and endorsed, the financial forecasts earlier that month. In doing so, it had emphasised the importance of delivering on the strategic objectives and doing so on time to avoid the need for any mitigation.
- 22/112 The Council's attention was drawn to the contributions made by the faculties and the collaborative way in which they had worked which had made a positive impact on the University's financial position.
- 22/113 Against the background set out above, the Council **APPROVED** the five-year financial forecasts set out in CL/22/19 together with the financial and student number tables and accompanying commentary to be submitted to the OfS (as set out in Annex 6 to CL/22/19).
- 22/114 The Council thanked the Chief Financial Officer and her team for all their work on the matter.

Research IT strategy and business case (CL/22/20)

- 22/115 The Council considered a paper (CL/22/20) which set out the proposal to implement the Research IT (RIT) strategy and the full business case to design and deliver a sustainable RIT service for the University that was responsive to its needs, accommodated the rapidly evolving technologies available, and appropriately linked the University with the national and international research computing ecosystems. Specifically, the Council reviewed the proposed investment over a five-year period into three areas: core research IT service, a research data storage service (based on allocation per RIT active staff) and a research computing service.
- 22/116 The Council noted the detailed scrutiny undertaken by SIC, as set out in CL/22/28, and its endorsement of the proposal.
- 22/117 In response to a question about recruitment risk of IT-related staff in a challenging and highly competitive market, it was explained that unlike recruitment from the mainstream IT pool, this was not a significant issue for the University as it had a pipeline of skilled RIT staff who could progress from postgraduate research study at Leeds into this area.
- 22/118 With regard to a question raised about the risk of the IT projects over-running (in terms of time and finances), the Council was assured that what was contained in the proposal was appropriate and could be delivered on time.
- 22/119 Members discussed the options set out in the paper to take forward the RIT strategy and concurred with the recommendation that of the three options, Option 2 described in the paper was the most appropriate. In doing so, members noted that the investment would be critical to help close the gap with the University's peer group, provide the foundation for an ongoing evidence-informed investment commitment to ensure that Leeds remained an attractive research-intensive organisation for world leading academics to continue delivering high impact research, and in turn create the necessary environment to continue attracting high tariff students across UG and PG.

- 22/120 Consideration was also given to the cumulative impact arising from key IT dependencies and wider cyber security and digital risks on the delivery of the RIT strategy. Members were advised that the Chief Information Officer was involved in the matter and would provide the necessary line of sight of the wider IT risks.
- 22/121 Against the above background, the Council **APPROVED** the implementation of the RIT strategy and the proposed investment along the lines set out in Option 2 of CL/22/20.

Research update (CL/22/21)

- 22/122 The Deputy Vice-Chancellor: Research and Innovation, Professor Nick Plant, introduced a paper (CL/22/21) summarising the University outcome for national assessments of Research Excellence (REF) and Knowledge Exchange (KEF). In addition, data on the University's current externally-funded research portfolio, a key enabler for future research, were also provided.
- 22/123 Professor Plant welcomed the success of the research portfolio, of which the University community should be proud: research activity remained strong and appeared to be recovering well from the effects of the pandemic. He reflected on the importance of the University measuring success in the areas that were important to it rather than be driven by external agencies. He emphasised the need to consider how the University evolved its research in a rapidly changing world to achieve its research and innovation vision.
- 22/124 In response to a question, Professor Plant expressed his confidence that the University was on track to achieving the objectives of its research strategy but recognised that there could be no room for complacency.

Student Education Summary Statement 2021-22 (CL/22/22)

- 22/125 The Council considered the Student Education Summary Statement for 2021-22 (CL/22/22) which highlighted the key themes and actions identified in respect of the quality, standards and enhancement of taught student education. The report provided a summary of key datasets relating to Student Education (the National Student Survey, Graduate Outcomes, Degree Awards, Degree Awards by Sub-Group and, Non-Continuation), and key activities and developments overseen by constituent groups of the Taught Student Education Board relating to Quality and Standards, Portfolio and Curriculum, and the Student Experience. The report also provided an indication of those matters which were relevant to the OfS's B conditions of registration (relating to the quality and standards of a higher education institution's student education).
- 22/126 Further, the report set out the key student education priorities for 2022-23, which included the review of the governance framework for the Taught Student Education Board and its committees (in the context of the Advance HE academic governance review); work around the quality and standards of student education; progressing the implementation of Curriculum Redefined with particular reference to the Leeds portfolio, Leeds curriculum and student recruitment; and work focusing on the student experience, pedagogy and employability.
- 22/127 With reference to the governance review, an observation was made about the relationship between the Senate and its committees and schools and faculties; and the importance to distinguish governance oversight and operational activities. Members were advised that those matters would be picked up in the work underway to review the University committee infrastructure overseen by the Nominating and Governance Committee.
- 22/128 During a detailed discussion, observations were made about the focus of the OfS on unexplained grade inflation and the steps being taken by the University better to

understand the underlying reasons for its position and to address any shortcomings identified. The point was made that Leeds had exceptionally talented students and if the marks they achieved were merited then this should be reflected in their results. Observations were also made about the need to understand the system of education at Leeds, which would be vital to enable the production of a positive set of student outcomes and to make systemic and sustainable interventions.

- 22/129 The Council was advised of the University's preparations for its TEF submission due in January 2023, which were being led by Professor Alice O'Grady (Dean: Student Education (Standards and Quality)). Members discussed the level of impact that the institution's NSS data might have on the TEF assessment; and the importance of ensuring a strong data-based narrative to support the submission. It was noted that the LUU was preparing a student submission but it was not clear how much influence it might have on the outcome. Further, observations were made about potential applicants' perception of an institution's TEF rating and the part it played in their choice of university; the evidence suggested a limited influence and other factors were in play.
- 22/130 Noting that it had been endorsed by the Senate at its meeting earlier that month, the Council **ACCEPTED** the Student Education Summary Statement for 2021-22 as set out in CL/22/22.

Graduate Outcomes 2019-20 (CL/22/23)

- 22/131 The Council noted a paper (CL/22/23) which provided an overview of the 2019-20 Graduate Outcomes data for the University and the whole sector. It was noted that in overall terms, it was neither a good nor bad year institutionally in the key headlines, with notable variations across schools, faculties and certain demographics as set out in the paper. In particular, the following were noted:
- ~ Of the 3 Graduate Voice metrics, there was indication that graduates from taught programmes believing they were using the skills learnt during their studies appeared to be declining over time, but the other two metrics (students believing that what they were doing was meaningful and fit their future plans) were performing well.
 - ~ The Unemployment and Further Study metrics both had a positive change for taught programme graduates (-1.0%, +0.8% respectively), but graduate-level employment had declined (-1.9%).
 - ~ Work was underway to develop, in line with University metrics, and embed lead indicators to support interventions for current students; to develop performance measures within the new Student Opportunities and Futures Strategy; and to develop, through Faculty Employability Groups (or equivalent) and the Professional Services, action plans informed by contextualised data to inform interventions for 2022-23.
- 22/132 Members reflected on the underlying reason for the decline in the 'using skills' metric above. They were advised that the decline was not of significant concern, and the University would be using more suitable instruments to obtain a better triangulation of students' perceptions.

Annual report on wellbeing, safety and health (CL/22/24)

- 22/133 The Council considered the annual report of the University's wellbeing, safety and health activities during 2021-22 (CL/22/24). The report included a summary of achievements, key performance indicators relating to health and safety management, information on any interventions from enforcing bodies, data relating to accidents and incidents and an overview of key objectives for 2021-22.
- 22/134 Members were advised that the ARC had reviewed the level of staff compliance with the mandatory online health and safety training, which had shown an improvement.

Observations were made about the ambitiousness of the University's 90% compliance target. While accepting there were challenging factors to consider, the University was determined to make every effort to achieve that target.

Prevent duty annual report (CL/22/25)

- 22/135 The Council received (as CL/22/25) the annual report which set out the ways in which the University had in 2021-22 responded to the Prevent duty arising on elements of the Counter-Terrorism and Security Act 2015. This included details of ongoing engagement and implementation of the Prevent duty; and data and other information required by the OfS.
- 22/136 The Council **APPROVED** the University's Prevent duty annual report and the latest version of the Freedom of Expression Protocol (as set out in Annex 3 to the report); and **CONFIRMED** that its Chair was able to make the necessary declarations required by the OfS, as set out in CL/22/25.

Annual statement on modern slavery (CL/22/26)

- 22/137 The Council received as CL/22/26 information about the Modern Slavery Act 2015, together with the statement – made pursuant to section 54 of the Modern Slavery Act 2015 – informing students, staff, suppliers, stakeholders and the public about the steps the University had taken, and would take, to mitigate any risk of modern slavery, human trafficking, forced and bonded labour and labour rights violations within the organisation and its supply chains. The statement covered the activities undertaken over the twelve month period to 31 July 2022.
- 22/138 The Council **APPROVED** the University's annual statement on modern slavery for 2021-22 and **AUTHORISED** its Chair to sign the statement on its behalf.

Amendment to the Charter (CL/22/27)

- 22/139 The Council received (as CL/22/27) a paper that detailed amendments to the Charter agreed at its last meeting (CLM 22/41) in respect of the expansion of the number of senior University officers who could confer degrees. It had been reported on that occasion that amendments to the Charter required a Special Resolution (a resolution passed at one meeting of the Council and confirmed at a subsequent meeting).
- 22/140 Confirming the decision taken on 29 September 2022, the Council unanimously **AGREED** to adopt the following **SPECIAL RESOLUTION** in accordance with Chapter XIX of the Charter:

That the Charter granted by His Majesty Edward VII on 25 August 1904, and as subsequently amended, be further amended as set out in the Appendix to the Minutes of the meeting on 24 November 2022, subject to such amendments as the Lords of the Privy Council may require.

- 22/141 It was suggested that consideration be given to ensuring that the changes were clearly explained and understood by the University community, and that it was usual for the presiding officer role at graduation ceremonies to be shared between a number of senior University officers and was not the sole responsibility of the Vice-Chancellor.

Senate (12 October and 16 November 2022)

- 22/142 The Council received the Minutes of the meetings of the Senate on 12 October and 16 November 2022.

University Executive Group

- 22/143 It was noted that the Group had endorsed: workload principles developed by a sub-group of the Joint Committee of the University and UCU; the objectives and strategic vision for advancing postgraduate research; the Fully Online Education initiative; the creation of the International Strategic Fund to deliver strategic objectives around international collaboration and partnership; the University's membership of the UK Reproducibility Network (UKRN); the acquisition of ARC5 research storage service and the formation of a research IT team as part of the Research IT Strategy; the updated University Publications Policy; the University's response to an OfS consultation on changes to access and participation plans; a building lockdown process; and the annual report on the Prevent duty.
- 22/144 It was further noted that the Group had approved: the investment for the development of a Digital Learning Accelerator; the Statement on Open Research which set out the University's sector leading commitment to open up research practices to stakeholders to help achieve the University's mission; the proposal to match all University-funded postgraduate researcher stipends to the new UKRI rate; the 2023 approach to student number planning and taught student recruitment; and an amended process and timeline for the IPE 2023.

Research and Innovation Board

- 22/145 It was noted that the Group had endorsed the updated University Publications Policy. It had also considered updates on the Research Transformed programme and its Horizon Scanning work stream; and the development of the Research IT Strategy.
- 22/146 It was noted that the Senate had approved changes to the Research and Innovation Board's terms of reference.

Taught Student Education Board

- 22/147 It was noted that the Senate had approved changes to the Taught Student Education Board's terms of reference. Senate had also noted changes to the terms of reference of the Board's constituent committees: Portfolio, Recruitment and Curriculum; Student Experience, Opportunities and Futures; and Quality and Standards.

Tributes to retiring professors and conferment of Emeritus Professorships

- 22/148 The Council associated itself with the Senate's resolutions to mark the retirement of three professors and approved the conferment of the title of Emeritus Professor upon the following (date from when these would be effective indicated in brackets):

- Professor Margaret Atack (1 August 2022)
- Professor Michael Cardwell (1 November 2022)
- Professor John Coyler (1 October 2022)
- Professor Stuart Eggington (15 October 2022)
- Professor Malcolm Heath (1 October 2022)
- Professor Robin Le Poidevin (1 October 2022)
- Professor Norma Martin Clement (1 October 2022)
- Professor Paul Millner (29 October 2022)
- Professor Jeremy Munday (1 October 2022)
- Professor Jonathan Partington (1 November 2022)

Report from the Strategy and Investment Committee (CL/22/28)

- 22/149 The Council considered a report (CL/22/28) of the meetings of the Strategy and Investment Committee held on 21 October and 11 November 2022.

- 22/150 The Committee had undertaken a detailed review of the 2022 five-year financial forecasts. Overall, having reviewed and tested the rationale and the work undertaken to develop the financial forecasts, it was satisfied that these were appropriate and that there was clear mitigation in place to address the significant inflationary and other costs pressures over the planning period. The Committee also recognised the movements on expenditure set out in the plans, all of which had been explained, given the complexities of the University's planned investments. It recommended the approval of the 2022 five-year forecasts by the Council.
- 22/151 The Committee had gained assurance, through a thematic deep dive, on the planned delivery of the Student Education (SE) strategy. It was content with the approach being taken to achieve the student education strategic objectives. It commended the thoughtful and considerable effort being put into the work in this area.
- 22/152 The Committee had undertaken an annual review of the University's risk appetite framework covering the institution's overarching priorities (reputation, compliance and financial) and the academic and enabling strategies. It was of the view that no changes to the risk appetite framework would be needed at this time. The risk appetite levels remained appropriate in delivering the University strategy and objectives.
- 22/153 Following a detailed examination of the case, the Committee had endorsed the proposal to implement the Research IT strategy and the full business case to design and deliver a sustainable RIT service for the University.
- 22/154 The Committee had received an update on the establishment of the Transformation Office (TO). It noted the outline of the TO's primary role and remit, further details about its pathway for development, and the assessment of its current level of maturity. There were no specific issues of concern raised.

Report from the Health and Safety Committee (CL/22/29)

- 22/155 The Council considered a report of the meeting of the Health and Safety Committee on 3 October 2022 (CL/22/29).
- 22/156 Matters noted by the Committee included the resumption of legal update training sessions for University leaders by Eversheds solicitors; a summary of accident and incident statistics reported on the Sentinel system from 1 August 2021 to 31 July 2022, upon which there were no issues of concern raised; and an update on the progress to develop the health and wellbeing strategy expected to be introduced in summer 2023.
- 22/157 It had also welcomed the news that the University had received the prestigious 'President's Award' award which recognised and celebrated outstanding Health and Safety performance. This was as a result of the University having achieved the Royal Society for the Prevention of Accidents (RoSPA) gold award for eleven consecutive years.

Report from the Nominating and Governance Committee (CL/22/30)

- 22/158 The Council considered a report from the Nominating and Governance Committee (CL/22/30) which gave details of the Committee's deliberations in respect of the filling of Council vacancies, the proposed terms of reference and constitution of the new Ethics and Values Committee, changes to the reporting structure of a number of Council committees, and the progress and plans to take forward the remaining recommendations arising from Advance HE's governance reviews.

Appointment to the Council

- 22/159 Noting the recruitment exercise undertaken by the Committee to appoint to the staff vacancy on Council, the Council **APPROVED** the appointment of Professor Simon Kelley

(School of Earth and Environment) to the Council with immediate effect for a period of three years.

- 22/160 The Committee had also discussed the approach to be taken for the filling of the one remaining lay member vacancy on Council and the vacancy which would arise from August 2023 when Liz Barber's one-year extension of office expired.

Ethics and Values Committee

- 22/161 The Council **APPROVED**:
- ~ the terms of reference and constitution of the Ethics and Values Committee as set out in Annex 2 to CL/22/30
 - ~ the appointment of Janet Sheriff, lay Council member, as the Committee's inaugural Chair.
- 22/162 The Committee would now take steps to identify suitable candidates to fill the various constituencies on the Ethics and Values Committee.

University Strategy and key University committees

- 22/163 The Committee had discussed the findings of the mapping of the University Strategy – through the 9 strategic key performance indicators – to the governance committees and where Council could be provided with the necessary assurance on the oversight of the implementation of the strategy. In the main, Senate and its boards would undertake academic assurance monitoring and oversight responsibility, with other scrutiny roles played by the key Council committees (e.g. Audit and Risk, Strategy and Investment, Health and Safety and Equality, Diversity and Inclusion). Members noted that coverage appeared to be largely appropriate, albeit that the terms of reference of the relevant committees and boards might need to be updated to ensure they fully captured the role in respect of the strategy. Work on reviewing those terms of reference was being planned.
- 22/164 The Committee had undertaken a more general review of the current committees reporting to the Council. In particular, it had reviewed the existence of the Sustainability Committee, established in 2021 to oversee the University's approach to sustainability and the Seven Climate Principles. It noted that matters had moved on considerably since that time and was of the view that such a committee was not required and any residual business could fall within the scope of the new Ethics and Values Committee.
- 22/165 The Committee had also agreed that, following Council's previous endorsement, the Animal Welfare and Ethical Review Committee (AWERC) should no longer be a committee of Council reflecting practice elsewhere in the sector; that AWERC alongside the University Research Ethics Committee (UREC) and the Gift Acceptance Committee (GAC) would report into the Ethics and Values Committee; and that the terms of reference of the Remuneration Committee should be revised to include people and pension matters (including a direct link to the Council Group on Pensions).
- 22/166 The Council **APPROVED**:
- i. the dissolution of the Sustainability Committee;
 - ii. the amendment of the terms of reference of AWERC, UREC, GAC and Remuneration Committee to reflect the matters set out CLM 22/165 above.

Report from the University Research Ethics Committee (CL/22/31)

- 22/167 The Council considered a report of the meetings of the University Research Ethics Committee held on 3 May and 1 November 2022 (CL/22/31).
- 22/168 It was noted that the Committee had reflected on its role and remit, and that of faculty research ethics committees (FRECs) in the context of the growth of research activity

across the University, the increasing external focus on research ethics and integrity, and the University's wider strategy of improving research culture. Work would be undertaken (through the Secretariat in consultation with the Dean for Research Culture and her team) on ways to enhance the governance of and oversight mechanisms for research ethics activities.

22/169 The Committee had approved the approach – to be piloted by the Faculty of Biological Sciences FREC – for the ethical review of low risk service activities or consultancy, which would operate under strictly defined conditions.

22/170 Other matters considered by the Committee included annual reports from the FRECs; an update on the implementation of an electronic research ethics application system (Infonetica); and an update on research ethics training and development activity overseen by the Organisational Development and Professional Learning team.

Amendment to the Charterhouse Rheumatism Trust (CL/22/32)

22/171 The Council considered a proposal, CL/22/32, to amend the purposes of the Charterhouse Rheumatism Charity for which the University was the sole corporate trustee. The changes would more accurately reflect the original trustees' intentions and enable the University to apply the Charity's funds more effectively and strategically.

22/172 It was noted that:

- i. the Charity was established in 1967 to support the work of the Charterhouse Clinic and the first trustees were medical doctors;
- ii. in 1988, the trustees endowed a Charterhouse Chair in Rheumatism at the University;
- iii. in 1996, the University was appointed as sole corporate trustee under a Charity Commission Scheme, overseen by the Committee on Trust Corporation, with the apparent purpose to link the Charity with the University so that the funds could be used by the Leeds Institute of Rheumatic and Musculoskeletal Medicine;
- iv. the Charity's funds were currently held as a University of Leeds Endowment Investment Fund, restricted such that only the income might be applied for the Charity's purposes, and an annual donation of £100k had been made to the Institute, to fund the Charterhouse Chair;
- v. the Committee on Trust Corporation was disbanded and a Corporate Trustee Advisory Group was established in 2018;
- vi. there have been discussions regarding the current purposes of the Charity and whether they enabled the most effective application of its funds;
- vii. advice from specialist charity law firm Taylor Vinters LLP indicated that Council approval should be sought to apply to the Charity Commission to amend the purposes of the Charity (more accurately to reflect the trustees' intentions) and to remove the current restrictions on the Investment Fund (to allow the use of capital as well as income), thereby achieving greater impact by funding a world-leading institution to conduct research in the field of rheumatism and musculoskeletal medicine.

22/173 Against the above background, the Council **APPROVED** that:

- ~ subject to the consent of the Charity Commission, the purposes of the Charity be amended along the lines set out in CL/22/32;
- ~ an application be made to the Charity Commission under s.62 of the Charities Act for a Scheme to amend the purposes;
- ~ a request be made to the Charity Commission for their concurrence to the s.282 resolution which would release the permanent endowment restrictions.

Matters for report (CL/22/33)

22/174 The Council received a paper (CL/22/33) setting out a number of matters for report including those summarised below.

Obituaries

22/175 The Council recorded its condolences for the deaths which were reported in CL/22/33.1.

Distinctions; professorial and senior appointments

22/176 Warm congratulations were offered to the recipients of honours and distinctions reported in CL/22/33.2. Details of recent professorial and senior appointments were given in CL/22/33.3-4.

22/177 A student member drew attention to some disquiet that had been expressed over the appropriateness of the University highlighting the achievements of a member of staff who had, it was suggested, posted unacceptable views on social media in the recent past. The Secretary reported that the matter had been duly investigated at the time by the then Deputy Secretary and no further action had been deemed necessary.

Authority to use the Common Seal

22/178 The Council endorsed the uses to which the Common Seal had been put since its previous meeting, as detailed in in CL/22/33.6.

Vote of thanks

22/179 Noting that this would be his last Council meeting before leaving the University to take up a new role, on behalf of the Council, the Chair thanked Mark Devane for all his contributions to the work of the Council and the University. He wished Mr Devane well and every success in his new role.