

NEWMAN UNIVERSITY**Council****Minutes of the Meeting held at Newman University on Thursday 23rd
November 2017 at 2.00pm.****Present:**

Mr Jonathan Day	Chair of the Council
Mr Glen Alexander	
Dr John Carlisle	
Professor Scott Davidson	Vice-Chancellor
Ms Gayle Ditchburn	
Rev Canon David Evans	
Ms Deirdre Finucane	
Dr Mark Goodwin	Vice-Chair of the Council
Dr Karen Graham	
Mr Colin Harris	
Mr Phillip Lennon	
Archbishop Bernard Longley	
Professor Femi Oyeboode	
Ms Rosemary Thorp	
Mr Richard Wallace	

In Attendance:

Ms Andrea Bolshaw	Registrar and University Secretary and Clerk to the Council
Professor Duncan Lawson	Pro-Vice-Chancellor (Formative Education)
Mr Tony Sharma	Director of Finance and Corporate Services
Ms Rosie Richter	President NSU
Ms Jackie Flowers	Minute Secretary

The meeting of the Council opened with prayers led by Archbishop Longley.

The Chair welcomed Mr Colin Harris and Dr Karen Graham as the new staff Council members.

1. Apologies

Apologies were received from Mr Stephen Kenny, Ms Elizabeth McGrath QC, and Mr John Westwood.

2. Minutes of the Meeting held on 27th September 2017

The minutes of the meeting held on 27th September 2017 were agreed to be a correct record of the meeting subject to the correction of a typographical error.

3. Matters Arising from the Minutes

3.1 *Chancellor Selection*

The Council considered a paper setting out the suggested process for the appointment of a new Chancellor of the University and outlining the proposed terms of reference, constitution and timetable of the Working Group. It was noted that the Working Group would bring a single recommendation, with reasons, to the Council and that the Council would make the appointment.

The Chair of the Council reported on a meeting of the Working Group that had taken place that morning. The Group had heard substantial enthusiasm amongst staff and students about the appointment, and agreed that the process would be consultative, with a Town Hall early in the new year to ask students and staff what qualities they wanted to see in a Chancellor. There had been a question at the meeting as to whether the Chancellor should be a practising Catholic as the Articles of Association (incorporating the Instrument and Articles of Government of the University) were not specific on this matter.

Council members agreed that the Chancellor should be a practicing Catholic who had made a contribution to national life. The University was a Catholic institution; the Chancellor, as its figurehead, should reflect and represent the values of the University community and should embody the spirit of Pope Francis: tolerance, respect, a mission of service and a welcome to those of different faith backgrounds.

In response to a question, it was noted that to specify that the Chancellor had to be a practising Catholic would not be a breach of the Equalities Act as there was a genuine occupational requirement.

Resolved: UC18/2017

to approve the operation of the Working Group as set out in the Paper UC 48/17; to confirm that the Chancellor would be a practicing Catholic.

4. HEFCE Accountability Returns

4.1 *Scene-Setting paper*

The Clerk to the Council introduced the HEFCE Accountability and Assurance Annual Return, noting that the template was almost identical to that of the previous year but with a more explicit positioning of the section relating to the quality assurance of data submitted. All of the information for sign-off

had been through the Council and its Committees throughout the annual period in question.

Resolved: UC19/2017

To authorise the Vice-Chancellor (as the Accountable Officer) to sign off, on behalf of the Council, the statements set out in the Annual Accountability and Assurance Return template.

4.2 Accounts and Audit 2016/17

4.2.1 Audit Findings from Grant Thornton

The Council received a copy of the Audit Findings from Grant Thornton. It was noted that the report had been reviewed by the Audit Committee and received by the Finance and General Purposes Committee. The Chair of the Audit Committee advised that no significant issues were raised in the Findings and an unqualified opinion was expected. There had been an additional procedure this year as the accounts of Newman Firmtrust had also been audited. There were no issues arising from the audit of Newman Firmtrust.

The Council thanked the Audit Committee and the Director of Finance and his staff.

4.2.2 Letter of Representation to be provided to Grant Thornton

The Letter of Representation (The Letter) to be provided to Grant Thornton was considered by the Council. The Letter had been reviewed by the Audit Committee at its meeting on 10th November 2017 and the Audit Committee had recommended its approval.

Resolved: UC20/2017

To authorise the Chair to sign the Letter of Representation on behalf of the Council.

It was noted that the Letter would also be signed by the Vice-Chancellor and Director of Finance and Corporate Services.

4.2.3 Newman University Accounts for year ended 31 July 2017

Introducing the Accounts, the Director of Finance and Corporate Services advised that the Accounts were substantially unchanged from the draft presented to the Council on 27th September 2017. Some minor amendments had been suggested and the incorporated amendments had been agreed by the Audit Committee at its meeting on 10th November 2017.

During consideration of the Accounts, some minor amendments were suggested.

Resolved: UC21/2017

Subject to the amendments noted at the meeting, to approve the financial statements and to authorise the Chair to sign them on its behalf.

Action: Director of Finance and Corporate Services

4.3 HEFCE Financial Forecast Commentary 2016/17

The Financial Forecast Commentary for 2016/17 was presented to the Council for approval. It was noted that at its meeting on 18th October 2017 the Finance and General Purposes Committee had considered the Commentary and had recommended that it be approved by the Council for submission to HEFCE.

Resolved: UC22/2017

To approve the Commentary for submission to HEFCE

*4.4 Annual Report of the Audit Committee to the Council
Chair of the Audit Committee*

The Chair of the Audit Committee reminded the Council that the Committee made a formal Annual Report to the Council at the end of every audit cycle, in compliance with standard guidelines from HEFCE. It was noted that the Internal Auditor (BDO) had undertaken a benchmarking exercise of the reports of some other institutions and that the findings of the exercise had been incorporated. This year, to provide an additional dimension and insight beyond the HEFCE requirements there was a reflection on the working of the Committee.

During consideration of the Annual Report, some minor amendments were suggested.

Resolved: UC23/2017

As amended above, to approve the report for submission to HEFCE

Arising from the report, it was noted that there had been a turnover in the membership of the Committee resulting in some new and less experienced members and the importance of induction for Audit Committee members was emphasised. The Council agreed that these important reflections should be considered at a later point in the Council's schedule of meetings.

Action: Clerk to the Council

4.5 *Annual Efficiency Return*

The Clerk to the Council reminded that the Council had to provide an annual assurance to HEFCE of value for money (VFM). She reported that HEFCE had altered the requirements for reporting on VFM and now required an 'Annual Efficiency Return' and she highlighted the main changes and the HEFCE methodology.

The report was noted and received.

4.6 *Senate Annual Report and action plan relating to the continuous improvement of the student academic experience and student outcomes*

The Clerk to the Council reminded Council members that as part of HEFCE's new operating model for quality assessment, university governing bodies were asked to provide assurance on the improvement of the student academic experience and outcomes and to receive and discuss a report and accompanying action plan. She introduced the Annual Provider Review Report which had been approved by Senate, noting that the body of the report concerned process and the appendices gave detail of the process in action. She commented that following the changes in the HE regulatory framework, this required reporting might change in future.

The Pro-Vice-Chancellor (Formative Education) outlined the assurance process during the year and emphasised the key element of rigorous externality, for example, through the external examiners and through the external membership of validation panels. It was noted that enhancement was a theme running throughout the report.

Resolved: UC24/2017

Subject to the correction of minor typographical errors, to authorise the 'accountable officer' (the Vice-Chancellor) to sign the required assurance statement.

Action: Clerk to the Council

5. HEFCE Prevent Annual Return

The Council was advised that the second annual report to HEFCE on Prevent was due to be signed off by the Council on 23rd November 2017 in order to meet the HEFCE deadline of 1st December 2017. It was noted that the Report had been considered by the Audit Committee at its last meeting. Summarising the report, the Clerk to Council explained that this year HEFCE had suggested a format and that this was similar to what the University had produced last year. She reported that the message from HEFCE briefings was that the report should show policies in action. HEFCE understood that small and specialist institutions might not be able to give examples of Prevent in action as they might not have examples or instances to draw upon but could submit general 'welfare' cases. The illustrative case-studies in the University's report were not related to Prevent but were attempts to satisfy the HEFCE guidance.

During discussion, it was confirmed HEFCE did not make these reports public.

The Clerk to the Council reported that there would be training on Prevent for new Council members.

Some minor corrections and amendments were noted.

Resolved: UC25/2017

Subject to the amendments suggested, that the Chair of Council should sign the Report on behalf of the Council

Action: Clerk to the Council

6. Institutional Sustainability and Risk Management

6.1 List of Principal Risks and the Re-freshed Risk Register for October 2017

The major refresh of the University's Risk Register was presented by the Clerk to the Council for consideration. The renewal of the Register had been undertaken by the ULT in consultation with the UOT and was part of the refreshment of the Strategic Plan. The Register had been formatted to take into account the recommendations of the Internal Auditors (BDO) in 2016 and is now shorter and more focussed with better cross reference and alignment. Appendices had been incorporated to help managers to score risks consistently. She advised that the Register had been reviewed by the Audit Committee at its meeting on 10th November 2017. The Audit Committee had welcomed the refresh and felt it made the Register more manageable and made it easier to focus on critical risks.

During consideration of the Register and in respect of *Appendix 2 - Risk Appetite and Tolerance* the following points were discussed.

Professor Lawson explained the reasons for the 'very low' categorisation of Collaborative Partnerships noting the potential reputational and other damage from failure of a partnership. He said that partnerships were not established unless there was a positive benefit to the institution and the wider community: they were not undertaken for financial reasons. Many requests from other institutions for the University to validate their programmes were rejected. He outlined the processes in place for entering into a collaborative partnership and said that partner institutions were those with shared mission and values; these were mainly local FE colleges but also, for example, Markfield Institute of Higher Education a specialist institution for Islamic studies.

In response to a further question, the Clerk to Council confirmed that the categories in Appendix 2 did not explicitly map to the Risk Register, but agreed that this could be done.

Action: Clerk to the Council

The Council considered that it would be helpful and useful to have a more detailed consideration of risk appetite and tolerance, perhaps at the Council Away Day.

Action: Chair/Clerk to the Council

Resolved: UC26/2017

To approve the re-freshed Risk Register (2014-2020)

7. Financial Position – Update for 2017/18

The Director of Finance and Corporate Services presented a paper giving a financial update for 2017/18. He advised that the University was expecting to achieve the budgeted surplus of £603,000; income was expected to be slightly lower than budget due to lower recruitment of part-time students and costs would be managed to meet the budgeted surplus. The full year pay forecast was currently in line with the budget; capital expenditure also remained within budget; cash balances were relatively strong. The Director of Finance and Corporate Services would be undertaking a detailed mid-year financial forecast in January and February would produce a report on this in February 2018.

The Council received the update and noted that there were no significant concerns.

**8. Newman Students' Union – Constitution and Bye-laws
(carried over from the previous meeting)**

The Students' Union had completed a comprehensive review of its Constitution and Bye-Laws. There had been initial consideration of the revised documentation at the last Council meeting with further discussion carried over to this meeting. The President of the Students' Union presented a tabled report summarising the proposed changes to the Constitution and Bye-Laws. She advised that there had also been further revision to the document to take into account the suggestions at the last meeting that there should be a University member as a NSU trustee.

During discussion of the documents, it was suggested that it should be the Vice-Chancellor rather than the ULT who would nominate an external trustee (paragraph 14.7, p13). Some other minor amendments were noted.

Resolved: UC27/2017

Subject to the amendments suggested, to approve the Constitution and Bye-laws of the Students' Union.

Action: President, Students' Union/Development Manager Students' Union

9. Report of the Vice-Chancellor

The Vice-Chancellor presented his report on the higher education environment and significant sector and institutional developments. The report covered: HEFCE and the Office for Students (OfS), tuition fees and the TEF, Initial Teacher Training, Teaching Apprenticeships, Regional Hubs of the Catholic Education Service, appointments and awards.

In particular, he noted that the OfS (the new higher education regulator) would start from 1st January 2018, becoming fully operational in April 2018. At this point, HEFCE will cease to exist and its duties will be divided between OfS and United Kingdom Research and Innovation (UKRI), which will allocate research funding. A long consultation document had been issued to which Guild HE would formally respond, with input from its member institutions. Participation in the TEF had previously been voluntary, but would in future be compulsory for an institution to be listed as an approved HE provider. The Vice-Chancellor advised that whereas HEFCE had been both a funder and a regulator, the OfS would primarily be a regulator. There would be a metrics-based system of regulation, with monitoring on a real-time basis, although it was not clear at the moment exactly how the data monitoring would operate.

He reported on the introduction of the new Knowledge Excellence Framework (KEF) which would focus on economic impact and measure Universities' engagement with industry.

It was noted that tuition fees would be frozen at the current rate and that consequently the University would receive a flat income for the foreseeable future, unless it was able to increase student numbers.

Since the report had been written, he noted that the National College for Teaching and Leadership (NCTL) had been wound up and incorporated to the Department for Education (DfE). The DfE would now be directly responsible for recruiting the number of teachers required.

There was a discussion about the creation and boundaries of the Regional Hubs established by the Catholic Education Service; the Vice-Chancellor noted that the mapping had been based on the Catholic universities as the hubs.

The Vice-Chancellor reported that Dr Lorraine Thomas had been appointed as Dean of the Faculty of Education; the University had become the first to be awarded the CAFOD Livesimply Award; and that Professor Childs had become the Director of GuildHE's Consortium for Research Excellence, Support and Training (CREST).

The Council received an update on student numbers. There are now 2758 students in total. The University needed to become less dependent on clearing than in previous years. New enrolments on foundation degrees and full time undergraduate degrees were healthy and had helped to offset the decline in ITE enrolment. The Vice-Chancellor emphasised the critical importance of the development and introduction of new programmes.

The report was received.

10. Reports from the Council Sub-Committees

10.1 Nominations Committee

The Council received the unconfirmed minutes of the meeting of the Nominations Committee held on 27th September 2017.

Since the last Nominations Committee meeting, it was reported that Mr Nathan Ganley, Events and Activities Officer with the Students' Union, had been elected as the student Council member. The Council received a pen portrait of Mr Ganley. In view of the fact that Mr Ganley has been duly elected, the Acting Chair of the Nominations Committee brought forward this appointment for recommendation to the Council under Chair's Action.

Resolution 13/17

The Council agreed to appointment Mr Ganley until June 2018.

10.2 Finance and General Purposes Committee

The Council received the unconfirmed minutes of the meeting of The Finance and General Purposes Committee held on 18th October 2017.

10.3 Audit Committee

The Chair of the Audit Committee gave an oral report of the meeting held on 10th November 2017. He thanked the previous Chair of the Committee for her work and help to him in his new role. He noted that most of the business undertaken by the Committee appeared on this agenda.

The Clerk to the Council had given an update on progress with the students affected by the Tier 4 revocation.

The Clerk to the Council told the Council that there would be a formal report on Tier 4 to the February 2018 meeting of the Council.

Action: Clerk to the Council

11. Reports from Senate

11.1 Minutes of 13th September 2017

The Council received the minutes of the meeting of the Senate held on 13th September 2017.

11.2 Minutes of 8th November 2017

The Council received the unconfirmed minutes of the meeting of the Senate held on 8th November 2017.

Mr Wallace reported that he had attended the meeting as an observer and had found this most useful. It was noted that Professor Oyebode would be observing at the next meeting of Senate.

12. Any Other Business

- 12.1 The Council noted that Ms Thorpe was attending her last meeting as a Council member. Council members celebrated and commended her contribution to the work of the Council and wished her good health and happiness for the future.

Ms Thorpe, in response, noted the openness of the University management and thanked the Clerk to the Council for her help and support. Reflecting on the role of a Council member, she emphasised the importance of not being passive.

- 12.2 It was reported that the Mayor of the West Midlands had convened a Faith Conference which would take place on the next Monday. A group of students from the University was attending, as was Rev Canon Evans.

13. Date of next meeting

The next meeting to take place on Wednesday 21st February 2018.

The meeting of the Council closed with a prayer from Rev Canon Evans.

The Council
Action Plan from the meeting held on 23rd November 2017

Minute	Agenda Item	Action to be Taken	Person Responsible
4.2.3	Newman University Accounts for year ended 31 st July 2017	To make amendments as agreed at the meeting.	Director of Finance and Corporate Services
4.4	Annual Report of the Audit Committee to the Council	<ul style="list-style-type: none"> i) To make amendments as agreed at the meeting ii) Induction for new members of the Audit Committee iii) Reflective report to be scheduled for a later meeting in the cycle of meetings 	Clerk to the Council
4.6	Senate Annual Report and Action Plan	To make amendments as agreed at the meeting.	Clerk to the Council
5.	HEFCE Prevent Annual Return	To make amendments as agreed at the meeting.	Clerk to the Council
6.	Institutional Sustainability and Risk Management	<ul style="list-style-type: none"> i) To map the categories in Appendix 2 to the Risk Register ii) To place risk appetite and tolerance on the 	<p>Clerk to the Council</p> <p>Chair/Clerk to the Council</p>

		agenda of the Council's Away Day	
8.	Newman Students' Union – Constitution and Bylaws	To make amendments as agreed at the meeting.	President, Students' Union/Development Manager, Students' Union
10.3	Audit Committee	Report on Tier 4 to February meeting of the Council	Clerk to the Council