

C O U N C I L

Unreserved minutes of the meeting held on 28 November 2022

Present: Vice-Chancellor, Professor Proochista Ariana, Ms Wendy Becker, Professor Sir Rory Collins, Professor Patricia Daley, Fra John Eidinow, Professor Cécile Fabre, Mr Tom Fletcher, Professor Nandini Goptu, Mr Charles Harman, Mr Nicholas Kroll, Ms Sharmila Nebhrajani, Professor Diego Sánchez-Ancochea, Professor Alex Schekochihin, Professor Anne Trefethen, Head of the Humanities Division (Professor Daniel Grimley), Head of the Mathematical, Physical and Life Sciences Division (Professor Sam Howison)¹, Head of the Social Sciences Division (Professor Timothy Power), Chair of the Conference of Colleges (Baroness Jan Royall), Senior Proctor (Professor Jane Mellor), Junior Proctor (Dr Linda Flores), Assessor (Dr Richard Earl).

Student Member Representatives and representative of the Early Career Research Staff: Shreya Dua (VP Graduates)², Jade Calder (VP Access and Academic Affairs) and Dr Hilary Wynne (Representative of the Early Career Research Staff)

Apologies: Sir Charles Godfray, Professor Richard Hobbs, Professor Kia Nobre, Head of the Medical Sciences Division (Professor Gavin Sreaton), Pro-Vice-Chancellor (Development and External Affairs), Sir Chris Deverell, Michael-Akolade Ayodeji (President Oxford SU)

Officers in attendance: Registrar, (Pro-Vice-Chancellor (Education), Pro-Vice-Chancellor (Planning and Resources)³, Pro-Vice-Chancellor (Innovation), Pro-Vice-Chancellor (Research), the Chief Financial Officer, the Director of Public Affairs and Communications, the Director of Legal Services and General Counsel⁴, Head of GLAM, the Head of Governance and the Senior Assistant Registrar (Governance).

In Attendance:

Item 3: Ben Heath, Director of Technical Accounting & Reporting

Item 5: Baroness Valerie Amos, Master University College

Item 10: Professor Rhona Sharpe, Director of the Centre for Teaching and Learning

Introductory matters: the Vice-Chancellor welcomed everyone.

The main items were: the annual report of the Audit and Scrutiny Committee, approval of the financial statements, capital projects, the CMF Review, the University Risk Register. There are also a number of important items on the reserved agenda.

Declarations of interest: Council members were reminded to declare any interest that could give rise to conflict in relation to any item on the agenda. These would be noted in the footnotes of the minutes.

I. ORDINARY BUSINESS

(A) Unreserved

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1. Meeting held on 31 October 2022 (C(22)xcv-cvii)

(a) *Unreserved minutes*

The unreserved minutes were approved

(b) *Matters arising from the unreserved minutes of the meeting held on 31 October 2022 not otherwise on the agenda*

¹ Present for items 1 – 21 inclusive

² Arrived during item 1(b)ii at 14:09

³ Conflict of interest declared for item 6(b) as Director of OUPD

⁴ Left the meeting at 14:47 back in at 14:50

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(i) *Revised 23 September 2022 Away Day minutes* relating to item 1 'Securing our Research Excellence' (Minute 2 (b) refers)

The revised minutes relating to item 1 were approved.

(ii) *Congregation Resolution* (Minute 12 refers) (C(22)139)

The Registrar introduced this item reminding Council that at the week 4 Council meeting it had been agreed that a paper would be brought forward for further discussion. It was noted that the Oxford Magazine (OM) had a long and valued history that dated back to 1883, however there were a number of current issues that needed to be addressed

Council **considered** the options for the future:

In discussion it was noted that:

- The flyer that had accompanied the Congregation resolution required clarification in that it had been asserted that the editors did not have access to the database that the e-mail distribution list was generated from, when in fact there had always been access
- OM do not currently follow normal conventions regarding professional editorial standards which was unacceptable;
- 80% of the contributors were men and 75% of the contributors were not employed by either a college or the University nor were they members of Congregation;
- It was important not to conflate editorial governance and freedom of speech;
- Freedom of speech was not at risk as a result of the movement of the OM to on-line only distribution and it could be argued that its reach had increased since moving from the print version;
- Public Affairs Department (PAD) staff continued to support OM however this was increasingly difficult for them because of the tone of some of the articles

Council **resolved** to:

1. continue the current support afforded to the Magazine in the knowledge that some aspects of the 2007 Agreement were no longer effective and that the Agreement was no longer fit for purpose;
2. not allowing access to the mailing list by anyone who was not a member of the University or had not declared in writing that they would comply with the relevant University regulations; and,
3. ask the Board to report to Council on how it dealt with the various risks identified and would ensure appropriate editorial and governance arrangements of the Magazine.

Council noted that regardless of the above resolutions, the Magazine would need to move to new SharePoint arrangements from April 2023 in order to remain behind Single Sign On.

(iii) *Chair's action: Schwarzman Building* (information contained in [clip \(9\)](#))

It was **reported** that on the recommendation of the Finance Committee the Chair took action on 19 November 2022.

2. **The Vice-Chancellor's unreserved business (above the line)***

The Vice-Chancellor gave an oral report.

- The research funding position was looking more positive:
 - The UK's continued participation in Horizon Europe still remained unclear, although BEIS had now committed £600m to fund UK participation as a third country. Work on Plan B was continuing and was likely to include three elements: global talent and award, global collaboration and end-to-end innovation. It had also been suggested a binary association/non-association might not be the ultimate outcome. There might be

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association to some elements of Horizon whilst pursuing UK-led schemes developed under Plan B.

- Separately, George Freeman, Minister of State for Science, Research and Innovation, had announced one off funding of: £30m Talent and Research Stabilisation Fund delivered through UKRI; £100m Quality-Related (QR) funding for English universities via Research England; £200m for UK Research Infrastructures, of which £70m to come to universities as formula capital funding. Further detail was awaited although it was understood that Oxford would receive around £1.5m of the Talent and Research Stabilisation Fund, £5m of additional QR and £3m of additional formula capital funding.
- Members of Council were thanked for their responses to the recent UCEA consultation⁵. A longer-range consultation had been launched. Council would be asked to consider a draft response at its February meeting.
- Strikes had taken place on 24 and 25 November with minimal impact on teaching. Any money collected from the withholding of pay during the days of strike action would be directed towards student support.
- The report stage for the Freedom of Speech bill would be on 7 December in the House of Lords. The University was continuing to lobby for changes and was grateful to members of the House of Lords for their support.
- Further lobbying was required on the National Security Bill, which would go to the House of Lords on 6 December. Efforts were being made to reduce the regulatory burden with exemptions being sought for:
 - Agreements Government are already aware of e.g. due to ATAS or export controls
 - Unfunded collaborations
 - Philanthropic income, which legally can't involve "direction" A significant gift had been received from the MasterCard Foundation to provide Masters scholarships for graduate students from Africa and to fund research collaborations related to pandemic sciences. This had not yet been publicised, at the donor's request

Final fundraising figures for the financial year 22-23 showed that a record-breaking £500m had been raised by the collegiate University (£250m by the University, £250m by the colleges).

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3. **Annual Report and letter of representation from the Audit and Scrutiny Committee, 2021/22** (C(22)140) and (C(22)141)**

The Chief Financial Officer provided details on the updated financial statements (item 3i), the Deloitte representation letter (item 3ii), the going concern paper (item 4a) and the Finance Review (item 4b). The Chief Financial Officer noted that the Finance Committee had reviewed the Financial Commentary and were content with its clarity and tone. The 'going concern' paper had been reviewed by the A&SC and they were supportive of the conclusion that the University was a going concern.

The Chair of Audit & Scrutiny Committee introduced the A&SC report and recommended the Financial Statements (item 3i and 3ii) to Council following its evidence-based review. The review had been conducted from the audit perspective and its conclusions had been based on the adequacy and effectiveness of the University's arrangements for risk management, control and governance; for economy, efficiency and effectiveness (value for money) management and for the quality assurance of data. A 'lessons learned' exercise would be conducted.

The Chief Financial Officer introduced the Financial Return (five-year forecast) that would be submitted to the Office for Students (OfS) (item 4c). He reminded Council that this was a statutory return that all universities had to make and that its format was similar to that of previous years.

Council:

- (i) **received** the annual report of the Audit and Scrutiny Committee for 2021/22, following which the report would be published on the University website with redactions where appropriate;
- (ii) **approved** the letter of representation from Council to the external auditors; and.

⁵ The final version of the response submitted to UCEA would be published on SharePoint for information.

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- (iii) **approved** the financial statements, following the review by Audit and Scrutiny Committee (described in the paragraph above) and the review by Finance Committee (covered in a separate paper provided to Council).

4. **2021/22 Financial Review**

- (a) *Office for Students: Going concern evaluation (C(22)142)**

Council **confirmed** that the University is a Going Concern.

- (b) *Report from the meeting of the Finance Committee held on 15 November 2022 and the Planning and Resources Allocation Committee on 8 November 2022. (C(22)143)*

Council **approved** the Financial Statements for the year ending 31 July 2022.

- (c) *Report from the meeting of the Finance Committee on 15 November 2022. (C(22)144)*

Council **approved** the Annual Financial Return for onward submission to the Office for Students.

Council **delegated approval of any changes** to the Financial Statements, letter of representation and Annual Financial Return to the Vice-Chancellor, Chief Financial Officer and Pro-Vice-Chancellor (Planning and Resources).

5. **Report of the Review of the operation of the Crisis Management Framework (CMF) during the Covid-19 pandemic (C(22)145)**

The Vice-Chancellor thanked Baroness Valerie Amos and Professor Timothy Power for leading the review.

The review leads introduced the report, highlighting the following points:

- This had not been a review of the response to the pandemic itself but a review to determine whether the existing CMF was fit for purpose and could be used in potential future crises.
- The review leads were grateful to all those with whom they had met and those who had completed the online survey.
- They had been impressed with the collegiate University's response and the report commended both staff and students.
- In responding to future crises, the University needed a CMF that could be used in a range of situations, that was a living document and could be adapted as needed. The agility of any response, whilst respecting the University's governance structures, was key to its success.
- A number of Key Learnings had been identified, falling into four areas:
 - Adaptability and flex
 - The CMF model
 - Communications
 - Connectivity and the need for a holistic approach, with business continuity planning being key
- The review leads recommended that the CMF be reviewed in light of these Key Learnings and that Council, rather than Security Subcommittee, should take responsibility for the CMF going forward.
- The review leads commented on the excellent governance support they had received when carrying out the review, for which they were most grateful.

During discussion, the following points were raised:

- The report was very clear and comprehensive.
- It would be helpful for it to be considered by Conference of Colleges and for the review leads to attend for that discussion.

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- The importance of determining a clear 'end-point' for the use of the CMF was emphasised. One suggestion was that there might be a period of time after which Gold/Silver/Bronze should be required to pro-actively justify the CMF's continuation.
- In terms of 'ownership' of the CMF, it was agreed that, given the possible breadth of impact from a crisis, responsibility should rest with Council going forward. The CMF should be regularly reviewed and exercises carried out so that Council and other stakeholders were familiar with the model and their responsibilities.
- It was recognised that, during the Covid crisis, the people involved in the response mattered and leadership was key to the success of the response. The revised CMF should emphasise the importance of the deputy role on the crisis management teams and the careful consideration required in their identification.
- A review of lessons learned from the pandemic itself had not been undertaken and was not planned.

Council:

- (i) **considered** the attached review report;
- (ii) **endorsed** the Key Learnings and **agreed** that the existing CMF be revised, in light of those Key Learnings; and
- (iii) **agreed** that going forward, Council, rather than the Security Subcommittee, should be responsible for the CMF.

Council **noted** that the Registrar would co-ordinate the revision of the CMF, supported by the Business Continuity and Major Incident Management Team, based within the Assurance Directorate and in consultation with key stakeholders. A revised version of the CMF would be brought to Council for consideration by the end of the academic year.

6. Further reports from the meeting of Finance Committee held on 15 November 2022

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(a) *Swindon Gateway 2* (C(22)146) The Pro-Vice Chancellor (Planning and Resources) informed Council that this related to both the storage of museum artefacts and books. There had been extensive discussions, over a period of years regarding this development and the intention was to make provision that would last for at least a decade.

Council discussed the proposition and were reminded by the Head of GLAM that both the strategic and financial case for development had been presented, reviewed and approved by Council on a number of occasions. The Pro-Vice-Chancellor (Planning and Resources) stated that it was not possible to defer this project any longer as there was already inadequate storage afforded to museum items and they risked being damaged by being housed inappropriately. The Pro-Vice-Chancellor (Planning and Resources) re-iterated that a detailed explanation and further information had been provided to Council at its most recent Away Day in September 2022 on what the capital and endowment funds were and how they could be designated in a number of ways. It was suggested that Council would welcome an informal briefing on money flows within the University. The Pro-Vice Chancellor (Planning and Resources) said that PRAC would be discussing the 2023/24 budget in detail over the coming months.

Council took the actions set out in the report.

RESTRICTED

(b) *Wellington Square* (C(22)147)

Council took the actions set out in the report.

7. Report from Planning and Resource Allocation Committee 8 November 2022

RESTRICTED

(a) *Minor Capital Plan 2022/23* (C(22)148) **

The Pro-Vice Chancellor (Planning and Resources) informed Council that this was a rolling three-year plan.

Council took the actions set out in the report.

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OPEN (b) *ESSC Annual Report to Council (C(22)149)*

The Pro-Vice-Chancellor (Planning and Resources) introduced this item pointing to the positive aspects contained within it. Demonstrable progress had been made, although as a result of coming back to on-site working post-Covid the overall carbon footprint of the University had increased for that year.

Council **noted** the Environmental Sustainability Report 2021-22.

CONFIDENTIAL 8. **Annual report from the Head of Division, Mathematical, Physical and Life Sciences**

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The Vice-Chancellor introduced this item thanking Professor Howison for his leadership of the Division. He would be stepping down at the end of the current academic year and arrangements were being put in place to recruit his successor.

The Head of the MPLS Division gave a presentation accompanied by slides.

He highlighted the following:

- The major awards and accolades of the Division including the Fields Medal (James Maynard), the Shaw Prize (Ehud Hrushovski) and the Breakthrough Prize (David Deutsch). There had also been a number of Royal Society prizes and a range of Early Career Researcher prizes and student awards;
- The funding success and recognition achieved included £13m Schmidt Futures AI in Science Fellowships, four ERC Advanced Grants and four ERC starting grants;
- REF 2021 had been successful with the percentage of 4* papers in Mathematics & Statistics ranked number 1 and Engineering & Materials ranked number one for impact.
- Computer Science was ranked number one in the THE World Rankings for the fifth consecutive year;
- Last year the MPLS EDI team had focussed its attention on mental health and this year it would be looking to further support neurodiversity and disability;
- Research performance was positive and business income was up;

On a personal note Professor Howison asked Council members to consider how they might enable the embedding of diversity and opportunity into all staff and students' engagement with their work and learning. He thanked the Council Secretariat for their support with meeting materials ahead of time so that he could prepare in advance. Consideration of access to buildings, the use of hybrid meetings (which cut out background noise and glare), audio loops that were fit for purpose and clear signage were all important enablers. He looked forward to working with the new Chief Diversity Officer.

RESTRICTED 9. **University Risk Register Michaelmas Term 2022 (C(22)150)****

The Registrar introduced this item.

During discussion a number of points were raised including:

- The SU Vice-President (Graduates) queried what actions the University might be able to take to mitigate risk 13 (failure to attract most able PG candidates). Funding was the key issue.
- It was noted that, in considering their risk registers, organisations tended to focus on risks in their particular sector – giving consideration to broader geopolitical risks was also necessary.

Council **noted** the updated risk register and the points raised during discussion.

OPEN 10. **Report from Education Committee on 14 November 2022 (C(22)151)**

(a) *Digital Education Strategy 2023-27*

The Pro-Vice-Chancellor (Education) introduced this item, explaining that this was the University's second Digital Education Strategy – the review of the original one had been delayed due to the

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pandemic. A working group, chaired by the Principal of Jesus College, had consulted widely with divisions, colleges, professional services and students in drawing up the new strategy. It aimed to optimise the use of digital tools to enable inclusive teaching approaches by supporting and adding value whilst reducing the stress and burdens on academics. The investment needed to take forward the actions in the strategy would be provided largely by the Digital Transformation Programme and the IT Development Plan.

Professor Rhona Sharpe, Director of the Centre for Teaching and Learning, outlined the four themes in the strategy:

1. Provide the foundations for digital education
2. Enable a more inclusive educational environment
3. Extend the global reach of Oxford's educational opportunities
4. Support experimentation and sustain innovations in digital education

Council **endorsed** the Digital Education Strategy 2023-2027.

11. **Annual Report of the Safety Executive Group (SEG) 2021/22 (C(22)152)***

The Registrar introduced this item and reminded Council of the Health and Safety Review that had been conducted. It was important for the newly formed SEG to report to Council regularly so that the issues remained a priority. The 'Everyday Safe' campaign had been rolled out across the University and was part of the new governance and reporting structures that had been put in place during the academic year 2021/22.

Council **noted** the issues considered by SEG during the academic year 2021/22, as set out in section (d) of the paper.

12. **Report from Personnel Committee on 20 October 2022**

OPEN

(a) Athena Swan and Race Equality Charter Action Plans 2022-27 (C(22)153)

The Pro-Vice-Chancellor (People and Digital) introduced this item informing Council that the Athena Swan Silver application would be submitted this week. Consultation had taken place through the committee structure and the equality and diversity steering groups at divisional level.

The Race Equality Charter (REC) application would be reviewed by the incoming Chief Diversity Officer Professor Tim Soutphommasane before it was submitted in March 2023. The REC had been reviewed by Education Committee as it impacted students as well as staff, and a number of staff networks.

Council **approved** the actions plans in Annexe B and C for submission with the renewal applications.

13. **Further consideration of request from the National Commission for Museums and Monuments of Nigeria for the return of all materials taken as part of the actions in Benin City in 1897 (C(22)154) ***

This item was deferred as further information had been requested by the Charity Commission.

Items approved or reported without discussion at the meeting ('below the line') are listed below.

OPEN

14. **The Vice-Chancellor's unreserved business (below the line) (C(22)155)**

Without discussion Council **noted** the:

- (i) notice of appointments
- (ii) OfS News and publications; and
- (iii) UUK Press Statements.

15. **Prevent duty: accountability and data return to the Office for Students (C(22)156) ***

Without discussion Council:

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- (i) **noted** the outcome of the annual report submitted to the OfS in December 2021 (section (d)(i)) in the paper);
- (ii) **noted** the information on the University's implementation of the Prevent duty over the course of the last academic year, as set out in Annex A and, in light of this,
- (iii) **considered** and **approved** the draft Prevent annual accountability statement, set out in section (d)(ii) of the paper and the data return attached at Annex B, for the period 1 August 2021 – 31 July 2022, for submission to the OfS by 1 December 2022.

16. **Report from the meeting of the Planning and Resource Allocation Committee, 8 November 2022**

(a) *Value for Money Annual Report 2021/22 (C(22)157) **

Without discussion Council **noted** the Value for Money Annual Report.

17. **Termly Report from the Safety Executive Group (C(22)158) ***

Without discussion Council **noted** the report of the meeting of the Safety Executive Group held on 25 October 2022.

18. **Schedule for Council's meetings during 2022/23 (C(22)159) ***

Without discussion Council **approved** the schedule for Council's meetings during 2023/24, as attached at Annex A.

19. **Unreserved report of the meeting of the General Purposes Committee held on 14 November 2022 (C(22)160)**

OPEN (a) *Changes to IT Regulations*

Without discussion Council **approved** the proposed amendments to Council Regulations 1 of 2002, as set out in Annex A of the report.

OPEN (b) *Audit and Scrutiny Committee: Review of Standing Orders*

Without discussion Council **reviewed** and **approved** the Standing Orders, available as Annex C of the report.

OPEN (c) *Amendments to Legislation to Reflect the Accession of Charles III*

Without discussion Council:

- (i) **approved for submission to Congregation** the proposed changes to the Schedule to the Statutes set out in **Annex D**.
- (ii) **noted** the need to change 'Queen in Council' to 'King in Council' in some of the introductory text to individual Statutes.
- (iii) **noted** the need to amend Council Regulations 24 of 2002 and 25 of 2002 to change references from 'Her' to 'His' Majesty in Council.

20. **Performance of the Oxford Endowment Fund (C(22)161) ***

Without discussion Council **noted** the information.

21. **Any other unreserved business**

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