

UNRESERVED MINUTES

THE UNIVERSITY OF LIVERPOOL

COUNCIL (1045)

MEETING OF THE COUNCIL

Held virtually on **20 MAY 2020**, via Zoom

Present: The Earl of Derby, President (co-Chair for this meeting); Mrs C Booth, Vice-President (co-Chair for this meeting); Professor Dame Janet Beer, Vice-Chancellor; Professor G Brown, Pro-Vice-Chancellor for Education; Dr C Costello, Director of People and Services; Mr E Fishwick; Professor A Hollander, Pro-Vice-Chancellor for Research and Impact; Mr A Hussain, President of the Guild of Students; Dr P Johnson; Mrs H Miller; Mr N Molyneux; Dr R Platt; Dr A Scott; Mr H van Mourik Broekman; Professor J Balogun; Professor B Gibson; Mr K O'Sullivan; and Professor H Scott.

Apologies: Ms C Ankrah-Lucas; and Dr D Walford.

In Attendance: Ms N Davies, Director of Finance; and Mrs E Leonard, Governance Manager.

Clerk to Council: Mr K Ryan.

1. Thanks

It was noted that Mr Sam Butler had stood down as a Council member at the end of April 2020 to avoid any conflict of interest arising from his imminent employment by the University of Manchester.

2. Disclosures of Interest

Members were asked to disclose any interest that could give rise to conflict in relation to any item on the agenda. No such interests were disclosed.

3. Unreserved Minutes

3.1 Unreserved Minutes of the Meeting Held 5 February 2020

AGREED:

- i. The unreserved minutes of the meeting held on 5 February 2020 should be approved as an accurate record.

4. President of Council's Communications

4.1 Unreserved Action Taken on Behalf of Council and Items Dealt with by Circulation Since the Last Business Meeting

RECEIVED:

- i. A report outlining action which had been taken on Council's behalf by the President of Council and items that had been dealt with by circulation since the last business meeting.

REPORTED:

- ii. Since the last business meeting of Council, the President had taken action on its behalf as follows:

Revised Financial Regulations

To approve the recommendations of the Planning and Resources Committee and Audit Committee to approve the revised Financial Regulations which had been updated to reflect the removal of the Chief Operating Officer, to include the revised primary budget holders in section 4.2, and to amend section 16.2 as the use of the University seal was now held in Legal and Governance rather than Finance.

Draw Down of Funds

Minute redacted due to commercial interest.

Constitution of the Education Committee

To approve a recommendation made on behalf of the Senate by the Vice-Chancellor that the constitution of the Education Committee should be changed to include the Strategic Director for Liverpool Online, to ensure on campus and online are as integrated as they can be.

Early Release from University Owned Accommodation Contracts for Students Choosing to Leave

To approve a proposal to waive accommodation fees for the 'after Easter' term for any student choosing to leave their University of Liverpool owned accommodation as a result of the COVID-19 pandemic.

Financial Measures

To approve the following financial measures in response to the COVID-19 pandemic, effective from 18 March 2020:

- Pause all staff recruitment, including engagement of agency or casual workers. The exception to this was externally funded research that could still take place, i.e. was not dependent on access to campus.
- Cease all expenditure on new consultancy, and existing consultancy that could be readily stopped (i.e. was not contractual and would not cause an immediate problem if stopped).
- Cease all other non-pay expenditure that could be delayed or was non-essential to current operations, unless it was externally funded, e.g. research funded.
- Cease all travel, with any exceptions to be approved by the relevant Pro-Vice-Chancellor/Executive Pro-Vice-Chancellor for the area.
- Pause elements of the capital programme (this would largely be schemes that had not yet started or were at a very early stage).

Annual Review

To approve the cancellation of the 2020 promotions and progression round.

Government Furlough Scheme

To approve the proposal that the University should explore the use of the scheme, in particular for those colleagues who were unable to work from home.

Reduction in Cost of Pre-Sessional Programme

To approve the proposal to:

- Offer a 30% discount to all students enrolling on the PSE 12, 10 and 6-week courses
- Offer a further 20% discount of the PSE fee to students proceeding from the Liverpool PSE to a UoL academic programme.

The potential loss of income from this proposal was just over £1m, although this should be considered in the context of a significant reduction in PGT and PGR income if no changes were made. The rationale for the proposal was to mitigate the risk of COVID-19 having an adverse impact on PGT/PGR recruitment, while at the same time delivering a strong, positive message in the Chinese market.

iii. Since the last business meeting of Council, the following matters had been dealt with via email circulation to members, with proposals amended in accordance with members' comments as appropriate:

- The proposed response to the Committee of University Chairs' Consultation on its Revised HE Code of Governance had been approved
- The refreshed 2026 Strategy, reflecting updates in the context of changes to the domestic and international HE environment, had been approved
- The Forecast 2 and Quarter 2 Performance Report had been circulated for information, noting that figures had changed given the change in circumstances and further updates would be provided
- A Senate Chair's Action Report had been circulated. This detailed action taken by the Vice-Chancellor on behalf of the Senate in relation to the approval of student experience and research related decisions required in response to the COVID-19 pandemic. All decisions had been informed by the work undertaken by the COVID-19 Working Group and VIPRE (Vice-Chancellor's Incident Planning Response Executive).

iv. Emails sent by the Senior Leadership Team to all staff or the Leadership Forum had also been circulated to Council members to ensure they were kept abreast of ongoing developments in response to the COVID-19 pandemic. These had been augmented by informal briefing sessions held via Zoom for all members on 8 April 2020, 16 April 2020, 22 April 2020 and 6 May 2020.

AGREED:

v. The action taken by the President on Council's behalf as outlined in 4.1ii above should be endorsed.

5. Vice-Chancellor's Communications

5.1 Summary of External Engagements

REPORTED:

i. Since the last meeting of Council, the Vice-Chancellor had visited, met with, hosted or attended meetings regarding the following:

12 February British Council Board of Trustees, London

13 February	Private Meeting with Minister Chris Skidmore, London Russell Group Board and Dinner with Sir Michael Barber, London
21 February	UUK Members Meeting, London
25 February	FCO Pontignano UK/Italy Partnership on Climate Change, London
2 March	Simon O'Brien, Liverpool City Region Cycling and Walking Commissioner
5 March	N8 Board, Newcastle
6 March	Women in Business Awards, Downtown in Business
12 March	AHRC Council, London
	<i>Started home working 18 March 2020 – virtual events:</i>
23 March	Liverpool Strategic Partnership
24 March	British Council Board of Trustees
26 March	LEP Board
30 March	Russell Group Board Update
8 April	Russell Group Board Update UUK Board Update
15 April	Russell Group Board Update
21 April	Russell Group Board Update British Council Board of Trustees Update
23 April	British Council Higher Education Discussion
24 April	UUK Board AHRC Assurance Board
28 April	Russell Group Board Update.

5.2 Update

REPORTED:

- i. There remained a great deal of uncertainty around whether overseas students would still wish to commence their studies in the UK at the start of 2020/21. Government messaging would be crucial in this regard.
- ii. Communications would be issued next week in respect of the University's plans for Semester One and these would be shared with Council.
- iii. Positive feedback had been received from University of Liverpool students who had responded to a NUS survey regarding provision and communications during the pandemic.

ITEMS FOR APPROVAL/DISCUSSION/NOTE

6. Planning and Performance Cycle: Impact of COVID-19 on Future Plans

RECEIVED:

- i. A paper summarising the work being undertaken to understand the most likely impact on University plans and their underpinning assumptions as a consequence of the COVID-19 emergency.
- ii. A presentation from the Director of Finance summarising the highlights from the report and the latest position.

REPORTED:

- iii. To understand the most likely downstream impact, engagement had taken place internally, nationally with other HE institutions and mission group networks, regulators and Government, and internationally with the University's partners and student recruitment contacts. The intelligence gained from these engagements to date had enabled a small number of scenarios to be defined that covered the main eventualities for changes in student volume (fee income), mode of education delivery (commercial income) and research income, as well as the likely downstream financial impacts and consequent challenges for sustainability.

Remainder of minute redacted due to commercial interest.

7. Strategic Risk Register

[The Interim Director of Strategic Planning, Mr Phil Hopwood, attended for this item.]

RECEIVED:

- i. A paper providing the latest version of the Strategic Risk Register, together with a report submitted to Audit Committee in March 2020 detailing the revised Risk Management Framework.

REPORTED:

- ii. There were a number of proposed score increases as a result of the impact of COVID-19 and the realignment to the 5x5 risk scoring matrix to make institutional risk scoring consistent across all functions.
- iii. A separate risk for Cyber Security had been added as previously agreed – this had formerly been included as part of the Compliance risk. The new risk had been added as an external risk as a significant part of the risk was external.
- iv. Cyber Security and Financial Sustainability risks remained high at this stage post-mitigation. Timelines and action plans were being developed in order to bring these risks down post-mitigation. Both risk levels had high risk scores relating to the impact of COVID-19 and the mitigations reflected this.
- v. Other proposed changes included:
 - Risk mitigation actions had been updated to reflect the impact of COVID-19 on these including the delay in Brexit negotiations, impact on research funding and uncertainty of impact
 - Addition of the new immigration scheme that was having a positive impact regarding Brexit
 - Inclusion of the potential benefit of moving teaching to online on the ability to develop new online and blended programmes to diversify fee income
 - *Redacted due to commercial interest*
 - Opportunity to attract funding for COVID-19 research
 - Opportunity to attract new students through Kaplan Online.
- vi. The Formal Senior Leadership Team had been asked to consider changes in risk leads and had agreed that for each risk there should be a requirement that at least

one of the owners must be a member of the Team. Several changes had been made to risk leads.

- vii. Council would have an opportunity to meet with risk leads in the autumn to scrutinise and discuss the risks which may lead to a revision of the risks, mitigating actions and scores in the register. In preparation for this, risk leads would review their risks in detail prior to the Council meeting with the support of Strategic Planning.

AGREED:

- viii. The updates to the Strategic Risk Register should be approved, subject to further consideration being given to the post-mitigation scoring of S3 (Student Satisfaction and Wellbeing).
- ix. The Risk Management Framework should be endorsed.

8. Diversity and Equality Annual Report

[The Director of Human Resources, Mr Keith Watkinson, and Diversity and Equality Officer, Mr Darren Mooney, attended for this item.]

RECEIVED:

- i. A presentation from the Director of Human Resources and the Diversity and Equality Officer on the Diversity and Equality Annual Report 2018/19. The full written report had been shared via the report from the Planning and Resources Committee.

REPORTED:

- ii. The Equality Framework set out the key diversity and equality objectives in accordance with the Public Sector Equality Duty (Equality Act 2010). Six student strategic objectives covered recruitment, admissions, progression, attainment, and graduate outcomes and six staff strategic objectives covered staff recruitment, retention, progression, diversity competence and representation, employer of choice, and family friendly culture.
- iii. Key activities planned for 2019/20 included:
 - Development of family friendly policies
 - Implementation of a flexi time framework for departments to adopt, as well as an opt-out process of advertising all new appointments as open to job share
 - Continued support for departments making applications for Athena SWAN awards, with work to commence on the University's gold application
 - An internal inquiry into the experiences of staff and students from ethnic minority groups in response to the Equality and Human Rights Commission's report into racial harassment in higher education
 - Analysis of the results of the staff survey to determine if there were any equality issues
 - Work to renew the University's application for the Disability Confident Charter

- Accessibility improvement works.
- iv. It was proposed that future Diversity and Equality annual reports would focus more specifically on actions which were progressing staff and student diversity and equality objectives and mitigation for dealing with target underperformance. The content of future reports would take shape from discussion on performance against objectives undertaken in Formal Senior Leadership Team, Education Committee, Research and Impact Committee and Planning and Resources Committee. It was proposed that data to support progress would still be available, but via hyperlinks rather than as part of the main body of the report.

9. 2019 Staff Survey Results

[The Director of Human Resources, Mr Keith Watkinson, and Head of Organisational Development, Mrs Mary Moran, attended for this item.]

RECEIVED:

- i. A paper providing the University level results of the staff survey carried out in November 2019, together with a presentation from the Director of Human Resources and the Head of Organisational Development setting out the priorities arising from the University level results and the plans for taking these forward in light of the changed context in which the University was now operating.

REPORTED:

- ii. The staff survey was held triennially, with the previous survey taking place in 2016. The survey aimed to gather opinions from staff on a range of topics to help further understand their experiences of working at the University to support institutional and local decision making.
- iii. For this survey, the University had chosen a different provider (People Insight Ltd), with a new question set and response scale. Whilst this prevented direct comparison with the 2016 results, it meant that data could be benchmarked against around 45 HEIs and 11 Russell Group institutions.
- iv. The University had achieved a 60% institutional response rate (4183 responses). This was a 3% increase from 2016, but remained slightly below the sector average. Faculty response rates ranged from 62% (Central Professional Services) to 45% (Faculty of Science and Engineering).
- v. Results for Engagement were relatively positive at institutional level (75% satisfaction) which was 6% above the HEI sector benchmark and 2% above Russell Group. The Engagement indicator provided a snapshot of overall experience of perceptions of working life at the University and was determined from responses to five key questions. Six out of the nine survey question themes had scored above the HE sector average. The following areas had emerged as areas to be considered as institutional priorities: Managing Change; Communication and Involvement; Leadership; and Wellbeing and Stress.
- vi. To ensure the validity of the findings and that the action plans reflected the current reality, pulse surveys would be undertaken to ascertain the impact of the changes in working conditions and general context which had arisen due to COVID-19.

Action plans would then be developed in light of the original survey findings and subsequent information from the pulse surveys. It should also be acknowledged that part of the survey had coincided with a period of industrial dispute, with industrial action taking place during the final week of the collection. There had also been significant change projects affecting staff during the survey period, including the announcement of the closure of the London Campus two weeks before the survey launched. Such events may have negatively impacted employee perceptions in the survey results.

10. Brand Strategy Consultation

AGREED:

- i. The presentation from the Director of External Relations on the developing brand strategy should be deferred to the July 2020 meeting of Council.

11. Fire Safety Management Update

RECEIVED:

- i. A paper providing an update on key areas of fire safety management at the University, with specific regard to student accommodation.

REPORTED:

- ii. New guidance published on 20 January 2020 by the Ministry of Housing Communities and Local Government (MHCLG) set out the requirements for the fire safety management of multi storey, multi occupancy residential buildings. The MHCLG guidance called for building owners to replace cladding panels constructed of High Pressure Laminates (HPL) which did not meet new fire safety tests. The guidance also called for building owners to follow a 15-point plan of short term mitigation measures where HPL panels did not meet current fire safety tests.
- iii. The University had appointed BB7, an independent fire safety consultant, to provide assurance on the fire safety management position at Crown Place against the requirements under this new guidance. The HPL panels on Crown Place did not meet current fire safety tests. ULCCO SP had been instructed to replace the panels, with works scheduled to take place over the summer 2020 at a cost of £2.17m which had been approved by the Planning and Resources Committee.
- iv. Fire safety management standards remained mixed across the private rented sector. Intelligence on landlords operating outside of Liverpool Student Homes accreditation was varied. The opportunity presented to improve this position by providing further guidance to landlords on areas of good practice as well as introducing additional standards to provide further assurance for landlords registered with Liverpool Student Homes.
- v. Engagement with key partners including Liverpool City Council and Liverpool John Moores University continued. Further discussion was needed with Liverpool City Council over proposed licensing changes to the private rented sector and the potential impact on student accommodation.

- vi. Guidance for new and returning students on fire safety and the search and selection of private sector accommodation was being reviewed with communications targeted for 2020/21.
- vii. The regulatory and guidance framework for Fire Safety Management had changed significantly since the Grenfell disaster in 2017. This was becoming increasingly complex and more onerous on building owners and managers. Unlike similar large and complex organisations, the University did not have in place designated roles for fire safety management. Duties were currently split between the University Safety Adviser and the FRCS Head of Risk and Assurance. As a priority, a Fire Safety Manager had been recommended to lead on the development of a University fire safety strategy and implementation plan. An approval to proceed had been granted by the Formal Senior Leadership Team on 2 March 2020. Additional fire safety management resourcing would need to be built into the 2020/21+ planning cycle.
- viii. Investigations were continuing on the previously reported failure of the glazing panels to Crown Place. Since completion in 2014, defects had been reported to around 11 units (out of several thousand) with the majority being reported to block 2. Technical reviews and consultations with specialists had been undertaken including sample checks on site to test for quality and workmanship issues. A specialist testing lab (Glass Technology Services Ltd) had been engaged to undertake failure analysis on the damaged panels. This was originally scheduled for the end of March but had been postponed due to the COVID-19 restrictions and temporary closure of the lab. These works had now been rescheduled to align with the installation of access equipment for the HPL panel replacement. In the meantime, a risk assessment and site inspection process had been established to monitor the glazing facades with no further issues reported to date.

PLANNING AND RESOURCES COMMITTEE

12. Reports of the Planning and Resources Committee

12.1 Report of the Meeting of the Planning and Resources Committee held 10 March 2020

RECEIVED:

- i. A report of the meeting of the Planning and Resources Committee held on 10 March 2020, covering the following items:
 - Diversity and Equality Annual Report 2018/19
 - Forecast 2 and Quarter 2 Performance Report
 - School of Environmental Sciences and School of Electrical Engineering and Electronics Business Case
 - Planning and Performance Cycle Parameters: Update
 - Annual Report on Endowment Usage and Impact
 - Moody's Updated Credit Opinion January 2020 – Bond Requirement
 - 2019 Staff Survey Results
 - Malawi CREATOR Business Case
 - Fire Safety Management Update.

12.2 Report of the Additional Meeting of the Planning and Resources Committee held 27 April 2020

RECEIVED:

- i. A report of the meeting of the Planning and Resources Committee held on 27 April 2020, covering the following items:
 - Updated Forecast 2 Position
 - Planning and Performance Cycle Parameters: Update.

OTHER COMMITTEES OF COUNCIL

13. Audit Committee

RECEIVED:

- i. A report of the meeting of the Audit Committee held on 19 March 2020, covering the following items:
 - The appointment of Ernst & Young LLP as the University's External Auditors
 - The KPMG External Audit Plan and Strategy for the Year Ended 31 July 2020
 - COVID-19 Discussion
 - Risk Management Framework Update Report
 - Data Assurance Update Report
 - Reports of the Internal Auditors
 - Update on Recent PwC Internal Audit (Tier IV Students)
 - Value for Money (VfM) Reporting
 - Update on Reportable Events.

AGREED:

- ii. Ernst & Young LLP should be appointed as External Auditor for the financial year 2020/21 and for the following two financial years with an option to extend that by up to a further two financial years.
- iii. The KPMG Audit Plan and Strategy, detailing the proposed approach to the audit of the financial statements of the University and its subsidiary companies for the year ending 31 July 2020, should be endorsed, noting that timescales and some areas of focus would need to be flexible as a result of the COVID-19 pandemic.

14. Health and Safety Governance Committee

RECEIVED:

- i. A report on the meeting of the Health and Safety Governance Committee held on 5 May 2020, covering the following items:
 - Progress with HASMAP Compliance – Request for Extension to Completion Deadline
 - Health and Safety Policy 2020/21 (Annual Review)

- Management of COVID-19 Virus Outbreak
- Proposals from the Consultative Committee on Health and Safety (CCHS)
 - Proposed Changes to Safety E-Learning
 - Radiation Protection Office Recommendations: University of Liverpool Staff and Students Travelling by Air with a Radiation Dosimeter
- PwC Statutory Compliance Audit.

AGREED:

- ii. The proposal to extend the deadline for completion of HASMAP high level of compliance from July 2021 to December 2021, in light of the operational demands and responses posed by the COVID-19 pandemic, should be approved.
- iii. The updated University Health and Safety Policy 2020/21 should be approved.

15. Nominations Committee Business: Report of the Selection Panel to Appoint the Next Vice-President of Council

RECEIVED:

- i. The report of the selection panel to appoint the next Vice-President of Council held on 11 May 2020.

REPORTED:

- ii. Following the appointment of Mrs Carmel Booth as the next President, and in accordance with the process agreed in November 2019 to appoint the next Vice-President, a call for expressions of interest had been circulated to all Council lay members on 12 February 2020, with a deadline of 10 March 2020. Two expressions of interest had been received.
- iii. Both candidates had been interviewed on Monday 11 May 2020, using Zoom, by a selection panel comprising:
 - Members of the Nominations Committee: the outgoing President of Council, the Earl of Derby; the Vice-President of Council, Mrs Carmel Booth (in her capacity as incoming President of Council); the Vice-Chancellor, Professor Dame Janet Beer; elected Senate representative on Council, Professor Bruce Gibson; the President of the Guild of Students, Mr Adnan Hussain; and lay member of Council, Mr Norman Molyneux
 - The Clerk to Council, Mr Kevan Ryan.
- iv. The selection panel had recommended that Dr Paul Johnson should be appointed as Vice-President of Council for the period from 1 August 2020 to 31 July 2023.

AGREED:

- v. Dr Paul Johnson should be appointed as Vice-President of Council for the period from 1 August 2020 to 31 July 2023.

STRATEGIC COMMITTEES

16. Education Committee

RECEIVED and NOTED:

- i. A report on business conducted via email in place of the cancelled March 2020 Education Committee meeting, covering the endorsement of the following items:
 - Diversity and Equality Annual Report 2018/19
 - Faculty Portfolio Plans for the Faculties of Health and Life Sciences and Humanities and Social Sciences
 - Chair's Action Report, in relation to the granting of outline approval for new programmes.

17. Research and Impact Committee

RECEIVED and NOTED:

- i. A report of the meeting of the Research and Impact Committee held on 12 March 2020, covering the following items:
 - REF 2021
Cases for Unit Level Reductions in Outputs
 - UKRI Open Access Consultation Review
 - Researcher Development Update
 - Diversity and Equality Annual Report 18/19.

ROUTINE ITEMS

18. Use of the University Seal

RECEIVED and NOTED:

- i. A summary of uses of the University Seal since the last meeting.

19. Date of Next Meeting

NOTED:

- i. The next meeting of the Council would be held on Tuesday 7 July 2020.