

MINUTES OF THE UNIVERSITY OF LIVERPOOL COUNCIL

**MEETING HELD ON 10 JULY 2024 at 12:30PM
IN THE DERBY SUITE, FOUNDATION BUILDING (HYBRID MEETING)**

Present:	Hans van Mourik Broekman, Vice-President (Chair); Professor Tim Jones, Vice-Chancellor; Professor Julia Balogun; Professor Richard Black, Provost and Deputy Vice-Chancellor; Cilla Ankrah-Lucas; Dr Alison Campbell; Dr Mark Carawan; Fiona Cullen; Barry Flynn; Dr Kashmir Gill (online); Helen Miller; Kieran O’Sullivan; Mark Proctor; Matthew Reed; Vasiliki Samuels, President of the Liverpool Guild of Students; Dr Diana Walford; Professor Hazel Scott; Professor Thomas Teubner; and Kathryn Manley, Vice-President of the Liverpool Guild of Students.
Apologies:	President, Carmel Booth; Vanessa Griffiths; and Professor Anthony Hollander, Pro-Vice-Chancellor for Research and Impact.
In Attendance:	Rowan Bradbury, incoming President of the Liverpool Guild of Students; Professor Gavin Brown, Pro-Vice-Chancellor for Education; Nicola Davies, Chief Financial Officer; Kevan Ryan, Clerk to Council/University Secretary and General Counsel; and Michelle Keeley-Adamson, Governance Officer, Secretary.

UNRESERVED BUSINESS

COMMITTEE AND MEMBERSHIP MATTERS

1. Disclosures of Interest

Members were asked to disclose any interest that could give rise to conflict in relation to any item on the agenda. Disclosures are noted under relevant minute headings.

2. Minutes of Previous Meeting

2.1 Unreserved Minutes of the Meeting Held on 24 May 2024

AGREED:

- i. The unreserved minutes of the meeting held on 24 May 2024 should be approved as an accurate record.

ITEMS FOR APPROVAL/DISCUSSION/NOTE

3. President's Communications

NOTED:

- i. Due to the absence of the President, no oral update was received.

4. Clerk's Communications

RECEIVED:

- i. An oral report from the Clerk.

REPORTED:

- ii. In relation to the class action seeking compensation for online teaching during the pandemic and the effect of exam marking boycotts by striking lecturers, a full trial had provisionally been listed for the future, but the current outcome was envisaged to be potentially favourable. A variety of test cases that involved different groups of students would be heard regarding the impact of the pandemic and industrial action. A key risk would be if individual universities opted to settle outside of the case, but work was ongoing in collaboration with colleagues across the sector to mitigate this risk. Council would be kept informed of progress.
- iii. The University was close to concluding a deal with Sensor City and there was optimism that the final stages of contract signings were approaching.
- iv. Council appraisals would be held in due course, and the Clerk would contact members to make arrangements.

5. Vice-Chancellor's Communications

RECEIVED and REPORTED:

- i. An oral report from the Vice-Chancellor on University, sector wide and political news, covering:

University Updates

- Abercromby Square protest
- Graduations
- King's Birthday Honours
- New Chief Operating Officer
- Rankings
- Shanghai
- Launch of Digital Media & Society Institute
- Staff Survey – response rate and timeline for results

Higher Education Sector and Political Updates

- Regional stakeholder engagement
- LCR Investment Zone official launch
- Visit from DCMS Chief Scientific Adviser
- Latest sector publications and research.

- ii. A presentation from the Vice-Chancellor on implications and opportunities associated with the new Government.

NOTED:

- iii. Council was appreciative of the updates regarding the protests and highlighted the skill with which it had been dealt with. Lina Dubbins (Guild) was noted as being instrumental in discussions with the encampment. The collaborative work undertaken by students, the Guild, and staff at all levels had shown the University at its best.
- iv. With the new Government in place, there may be a number of important changes to law, including changes to Unionisation. In addition, opportunities in Health and Social Care reform may become available.
- v. Nine MPs had been elected who were University of Liverpool alumni, including one prominent former University of Liverpool student who was now the chair of the 1992 Committee.
- vi. National Pay Award discussions were ongoing, with an offer of 2.5% (with a higher offer for those colleagues on lower wages). It was likely that UCU would go out to ballot.
- vii. Confirmation of the University's NSS results position was received as follows:

- Improvements had been seen across all areas
- The University had scored within the top three universities in the Russell Group
- Key high scores included:
 - 90% for learning resources
 - 76% for assessment and feedback
 - 87% for student and academic support
 - 81% for organisation and management
 - 77% for mental wellbeing support
- Communications would be shared shortly, and the Vice-Chancellor expressed his thanks to Professor Gavin Brown and all colleagues who had contributed to this successful result.

6. Financial Forecast 2 Performance Report

[Paul Fallon, Director of Finance, attended for the Financial Forecast 2 Performance Report and the University of Liverpool Financial Plan 2024/25.]

RECEIVED:

- i. A presentation from the Director of Finance that offered an overview of the current financial position of the University.

REPORTED:

- ii. The University was forecasting an underlying operating surplus (excluding non-cash pension adjustments) of £1.5m for the year. This was £13.0m lower than plan and £9.4m lower than prior year, due largely to the shortfall in overseas tuition fees and higher core funded staff costs.
- iii. The risk of deficit was high at this level of surplus.
- iv. The change to FC1 was c£5m timing of income and c£6m lower QR income and higher pay costs.
- v. Capital expenditure was forecast to be £2.7m lower than plan. There was also a £7.5m fire safety remediation requirement, which was partly offset by other spend delays.

- vi. Cash was at £223.2m, which was up £3.7m on plan and £22.1m lower than the prior year.

NOTED:

- vii. The current operating surplus was too low and could cause significant issues if not addressed.

AGREED:

- viii. The systemic issues that had resulted in a low operating surplus should be addressed via internal controls and a culture change that would be led by the Provost and new Chief Operating Officer.
- ix. Communications would be key to empowering staff to make decisions that would benefit the University's financial situation.
- x. The Financial Forecast should be approved.

7. University of Liverpool Financial Plan 2024/25

RECEIVED:

- i. A presentation from the Director of Finance that highlighted assumptions for 2024/25.

REPORTED:

- ii. *Paragraph redacted due to commercial interest.*
- iii. There were risks linked to overseas student recruitment and ability to deliver cost savings early in the financial year. A range of scenarios were being developed alongside mitigations to ensure that the University achieved a surplus given that overseas recruitment was likely to be below plan. These scenarios would be developed over the summer.
- iv. *Paragraph redacted due to commercial interest.*

NOTED:

- v. The challenges faced by the University were reflective of the broader challenges faced by the sector. It was expected that the University would be on target for home undergraduate student recruitment, but the picture was yet unclear regarding international student recruitment.
- vi. It should also be noted that over the past two years, the University had made significant investment in staffing and equipment.
- vii. The NSS ranking results were positive and would help to attract students, both home and international.
- viii. The University would maximise efforts to deliver on a plan for success. This would include cultural change within Professional Services and looking at different ways to use current resource. In addition, controls were in place regarding recruitment.
- ix. By mid-September, a paper would be available that would summarise cost-driven new programmes, that took into account internal controls, recruitment and student numbers, and a better understanding of the direction of travel now a new Government was in place. At this point, clear plans would be shared with Council.
- x. If the current financial situation was deemed to be an irregular occurrence with no long-term impact, the Council was confident that it would be manageable. This would become clear from September, and when all student numbers had been confirmed. Any controls would be kept in place until there was confidence that the situation was being managed effectively.

AGREED:

- xi. The financial plan should be approved.

8. Estates Strategy 2031+

[Kofi Amoakohene, Director of Campus Planning and Management, Facilities, Residential and Commercial Services, and Sam Radziejowski, Programme

Director, Campus Planning, Facilities, Residential and Commercial Services, attended for this item.]

RECEIVED:

- i. A presentation and a copy of the draft Estates Strategy.

REPORTED:

- ii. The Estates Strategy 2031+ was a key enabler of the Liverpool 2031 strategic framework and acted as a guide for all land and building investments which could total up to £1 billion over the next ten years through the emerging Capital Plan 2024-2034.
- iii. Three financial scenarios were presented to Council:
 - Scenario 1: Essential (£650m)
 - Scenario 2: Desirable (£1.2bn)
 - Scenario 3: Aspirational (£2bn).
- iv. The focus of the Strategy had been on a 7+ year horizon and it had been developed with extensive consultation, setting the University's estate in the context of the Knowledge Quarter, the City, and the Fabric District.
- v. The team faced challenges, including an aged estate and a backlog in maintenance.
- vi. A third of the estate was currently allocated to office space, and a re-balance would be needed to convert to teaching spaces; the changing ways in which staff were working provided an opportunity to allocate more spaces to teaching.
- vii. The 'golden thread' that ran through the project was effective asset management and maintenance.

NOTED:

- viii. The plans had not been widened out for further consultation. Any project would have a project board and any matters that affected students would be presented to them. The Guild would like to be involved in those conversations.

- ix. c£390m would be required to address the backlog of works.
- x. There could be a possibility to sell non-performing assets and higher liability assets, along with third party partnership developments. In addition, private sector market rents were increasing steadily and could provide an opportunity for income.

AGREED:

- xi. Given the current financial position of the University, further work would be required to cost the scope of works.
- xii. The Estates Strategy should be approved subject to it being fully costed.

9. Policy Updates

9.1 Policy and Code of Practice Regarding Freedom of Speech and Academic Freedom

RECEIVED:

- i. A copy of the revised Policy and Code of Practice Regarding Freedom of Speech and Academic Freedom.

REPORTED:

- ii. This Policy had been updated to reflect the requirements of the Higher Education (Freedom of Speech) Act 2023 and the Office for Students Proposed Regulatory Advice 24: Guidance related to freedom of speech. This Proposed Regulatory Advice was currently out for consultation and the draft policy would be revised again when the final Regulatory Advice was available to ensure compliance.
- iii. It was clarified that internationally, the University would continue to operate within local freedom of speech legislation.

AGREED:

- iv. The policy should be approved.

- v. Formal thanks should be recorded for the work undertaken by Dr Paula Harrison.

9.2 Student Conduct Policy

RECEIVED:

- i. A revised Student Conduct Policy.

REPORTED:

- ii. The policy had been revised in order to address the following:
 - To make the policy more trauma informed and user friendly
 - To consider the duty the University has to promote freedom of speech within the law, and this was reflected in the removal of some of the original terminology used. Speech that amounts to unlawful harassment or unlawful discrimination does not constitute free speech within the law and is not protected.

AGREED:

- iii. The revised Student Conduct Policy should be approved.

10. Liverpool Guild of Students Update (End of Year Review)

[Tricia O'Neill, Chief Executive, Guild of Students, attended for this item.]
[The Vice-Chancellor left the meeting at this point.]

RECEIVED:

- i. A presentation from the President of the Guild on the work of the Guild Officers during the past year, covering: performance against the Guild's promises to support its members, putting members at the heart of decision-making, and ensuring that all students benefit from the Guild; marketing of the Guild and events held; finances; and collective work updates (reinstatement of the night bus, Access and Participation Plan, Curriculum Development Project, and Exemption from Late Penalties self-certification).

NOTED:

- ii. The Guild experience of the encampment had been challenging when representing the whole student body, but the team had collaborated effectively and were thanked for their efforts to build relationships and trust over the months that the encampment was in place.
- iii. There had been an increase in PGT students who wished to be involved in Guild activities and work was ongoing to include 'left out' groups within activities.
- iv. The work highlighted during the presentation showcased the importance of working together; when the Guild works together with the University, the City Region, and local businesses and transport companies, good things can be achieved.

AGREED:

- v. Formal thanks should be recorded for the hard work undertaken by Vasiliki Samuels, Kathryn Manley, Lina Dubbins and Rowan Bradbury during their terms.

11. Civic, Innovation and Place – Pillar of Liverpool 2031

AGREED:

- i. Owing to time constraints, Professor Beveridge should be invited to attend a future meeting of Council to present on the Civic, Innovation and Place pillar of Liverpool 2031.

REPORTS FROM COUNCIL'S COMMITTEES

12. Senate

RECEIVED:

- i. A report on the meeting of the Senate held on 26 June 2024 and the outcome of the additional meeting held 22 May 2024, covering the following items:

For Approval

- Policy and Code of Practice Regarding Freedom of Speech and Academic Freedom (*dealt with as a substantive item by Council – see minute 9.1 above*)
- Student Conduct Policy (*dealt with as a substantive item by Council – see minute 9.2 above*)

For Noting

- Curriculum Project Progress Update
- Review of PDR Narrative Statement Pilot and Proposals for Wider Adoption
- Reports from Senate’s Strategic Committees:
 - Education Committee – 12 June 2024
 - Research and Impact Committee Meeting – 12 June 2024
- Senate Approvals from other Sub-Committees
 - Academic, Quality and Standards Committee
 - Postgraduate Research Committee

Meeting held 22 May 2024

- An additional, special meeting of Senate had been held to enable members to discuss the detail in the emerging thinking around the Curriculum Review Project. The outcome was to not take forward the proposal related to a change in credit structure. Proposals relating to the Institutional Learning Framework and programme structure (timetabling) were approved.

NOTED:

- ii. A discussion on the outcome of the external Senate effectiveness review had been deferred until the next meeting. Council would receive a copy once it had been subject to review by Senate during the 2024/25 cycle.

13. Audit Committee

RECEIVED:

- i. A report on the meeting of the Audit Committee held on 13 June 2024, covering the following items:
 - Internal Audit update, including a copy of the Internal Audit Plan for 2024/25

- Cyber Security update: a high-level review of cyber security culture over four years
- Annual Report on Fraud and Whistleblowing.

NOTED:

- ii. Regarding cyber security, a new campaign for phishing awareness, that had been conducted via MS Teams, had been well received. In addition, a senior ITS colleague had presented at the Senior Leaders Network meeting in a drive to enhance communication and awareness of the cyber security risks faced by the University.
- iii. There were a number of actions that became overdue in the last quarter, with unsubstantiated requests for extensions given a year or more in advance of the agreed deadline. Moving forward, Audit Committee had agreed that three months would be a suitable amount of time for extensions, if accompanied by a well-substantiated case. A responsible member of the Senior Leadership Team would be invited to meet with the Audit Committee to put forward requests for extensions.

AGREED:

- iv. The Internal Audit Update and Plan 2024/25 should be endorsed.

14. Finance and Resources Committee

RECEIVED and NOTED:

- i. A report on the meeting of the Finance and Resources Committee held on 20 June 2024, covering the following items:

For Approval

- Financial Forecast 2 (*dealt with as a substantive item by Council – see minute 6 above*)
- University of Liverpool Financial Plan 2024/25 (*dealt with as a substantive item by Council – see minute 7 above*)
- University of Liverpool Estates Strategy 2031+ (*dealt with as a substantive item by Council – see minute 8 above*)

For Noting

- Vice-Chancellor's Update
- Student Recruitment Update

- Enterprise Performance
- Remedial Works to Victoria Gallery and Museum
- Journal Policy
- Tax Strategy
- USS Debt Monitoring Framework.

15. Nominations Committee

[Disclosures of interest were noted for Kieran O’Sullivan and Professor Julia Balogun, given the proposals to extend their term of office. Both individuals left the meeting temporarily during the consideration of their re-appointments.]

RECEIVED:

- i. A report on the meeting of the Nominations Committee held on 20 June 2024, covering the following items:
 - Membership of Council
 - Appointments and Re-appointments to Vacancies/Upcoming Vacancies for Council-appointed Members of University Committees/Bodies.

AGREED:

- ii. An ordinary resolution should be passed to approve the proposed amendment to Statute 8.1.2 to provide for the Chief Operating Officer to be appointed as an ex officio member, with the members present voting unanimously in favour of this amendment.
- iii. An external recruitment exercise should be undertaken to fill the upcoming vacancies on Council through the use of an external recruitment agency. This exercise should also be used to recruit to associate roles.
- iv. As a principle, the Chair of the Remuneration Committee should be ringfenced to a Council member rather than an external independent member of that Committee.
- v. A level of flexibility in the appointment process for the second student-position on Council should continue to be retained. For academic year

2024/25, this second position should be filled by an elected Guild Officer.

- vi. Professor Julia Balogun and Kieran O’Sullivan should be re-appointed as members of Council for the period 1 August 2024 to 31 July 2027, noting that this would mean both individuals serving the maximum period of nine years.
- vii. Moving forward, as a general principle, members of Council should be limited to two periods of three years (six years in total), with a third term being subject to continued strategic alignment, performance and attendance. The Council agreed that any exceptional extensions of terms should be limited to a maximum of nine years’ service.
- viii. Professor Julia Balogun should be re-appointed as a member of the Nominations Committee for the period 1 August 2024 to 31 July 2027.

16. Remuneration Committee

RECEIVED and NOTED:

- i. A report on the meeting of the Remuneration Committee held on 20 June 2024, covering the following items:
 - Endorsement of Action Taken in between Meetings
 - Analysis of the 2023/24 Russell Group and UCEA Salary Surveys
 - Register of SLT Members’ Interests and Any Associated Remuneration
 - Report on Senior Staff Matters
 - Analysis of the CUC 2024 Survey of Vice-Chancellors’ Remuneration
 - Review of the Vice-Chancellor’s Remuneration 2023/24.

AGREED:

- ii. The recommendation of the Remuneration Committee that, given the current financial and wider economic challenges faced across the HE sector, the Vice-Chancellor should not be awarded an additional pay rise this year should be approved. This, however, was not in any way attributed to performance, which had been very strong. The proposed objectives for 2024/25 should also be approved.

17. Thanks

NOTED:

- i. Three members of Council were completing their periods of service and this was their last meeting:
 - Vasiliki Samuels, who had served on the Council as the President of the Liverpool Guild of Students
 - Kathryn Manley, who had served on the Council as a Vice-President of the Liverpool Guild of Students
 - Helen Miller, who had been a lay member of Council from 2018 to 2024.

AGREED:

- ii. Helen Miller, Vasiliki Samuels, and Kathryn Manley should be thanked for their excellent contributions during their service and wished well for the future.

18. Date of Next Meeting

NOTED:

- i. The next meeting would be an awayday to be held on Thursday 26 September 2024, with timings to be confirmed.