

**MINUTES OF THE SPECIAL MEETING HELD ON 11 DECEMBER 2020**

Present: Lord Keith Bradley (Chair) [except COU.20.113], Temi Adebayo, Professor Dame Sue Bailey, Dr Tony Coombs, Phil Cusack, Garry Dowdle, Ben Gallop, Merlyn Lowther, Professor Helen Marshall, Sean O'Hara, Adedapo Oni, Sam Plant, Professor Susan Price, Alan Roff, Dr Karen Stansfield, Rik Sterken, Helen Taylor and Professor Mike Wood.

Apologies: Councillor John Merry, Ian Moston

In attendance: Julie Charge (Deputy Chief Executive and Executive Director of Finance), Professor Karl Dayson (Pro Vice-Chancellor Research and Enterprise), Louise Edwards-Holland (Director of HR and OD), Dr Sam Grogan (Pro Vice-Chancellor Student Experience), Janet Lloyd (Interim University Secretary), John McCarthy (Executive Director of Marketing, Recruitment and External Relations), Jackie Njoroge (Director of Strategy), Jo Purves (Pro Vice-Chancellor Academic Development), Huw Williams (Chief Operating Officer) and Elaine Pateman Salt (secretary).

By Invitation: Emma King (Strategic Initiatives Lead) [COU.20.111].

COU.20.101 **WELCOME**

Noted: that in accordance with Covid-19 pandemic guidelines (England) the entirety of the meeting was to be held via video-link utilising the encrypted software technology of Microsoft Office365 Teams.

COU.20.102 **DECLARATIONS OF INTEREST**

Reported: that the Chair declared an interest in Item 10, Reappointment of the Chair.

RESOLVED: it was agreed that Lord Bradley step down from the Chair and leave the meeting during consideration of the item, and that the Deputy Chair Mr Sean O'Hara assume the Chair.

COU.20.103 **ANNUAL ACCOUNTABILITY RETURNS 2019/20 SUMMARY**

Received: a summary of the University's annual accountability returns requirements under the terms and conditions of funding for Higher Education Institutions, to the Office for Students for the year 2019/20 (COU/20/76).

Reported: that the summary was to confirm to members the range of returns to be made to the Office for Students (OfS), by what deadline and the approval route.

COU.20.104 **INTERNAL AUDIT ANNUAL REPORT 2019/20**

Received: on the recommendation of the Audit and Risk Committee, the Internal Audit Annual Report for 2019/20 produced by PricewaterhouseCoopers (COU/20/77).

Reported:

i) - redacted -

Noted:

- i) that the University was reviewing and revising its enterprise strategy to align with research, and this included cultural enhancement;
- ii) that there were a number of customer relationship management (CRM) tools across the University and that there was an ongoing project to unify these under one system;
- iii) that the focus of the CRM project had been student-facing processes in the first implementation stage, for example admission processes;
- iv) that research and enterprise CRM was a key implementation phase to be addressed next year;
- v) the view that benefits arose from establishing and making use of the right relationships, and not simply all contacts;
- vi) that in terms of research funding and grant awards, in the majority of instances the money was attached to the academic staff member (personal intellectual property) which meant that leavers took the contract relationship and funding with them to a new institution;
- vii) that the situation described above had historically created a level of tension regarding commercial sensitivity tension between individuals and institutions, but that the University was confident that a single, user-friendly CRM system would reduce barriers to collecting the information;
- viii) that a single CRM system was the first step towards gathering the information and that there was work to be done to develop trust amongst staff that sharing information did not jeopardise their individual relationships in any way;
- ix) that, in some instances, there were multiple relationships with single organisations, and CRM would also assist the University in understanding whom its key collaborators were.

COU.20.105

**AUDIT AND RISK COMMITTEE ANNUAL REPORT 2019/20 CLOSED**

Considered: on the recommendation of the Audit and Risk Committee, its Annual Report 2019/20 (COU/20/78).

Reported:

- redacted -

Noted: that members thanked ARC committee members for their efforts during this year.

RESOLVED: that the Report be endorsed.

**Office for Students (OfS) Annual Accountability Returns and Supporting Documentation**

COU.20.106

**EXTERNAL AUDITOR'S AUDIT MEMORANDUM AND MANAGEMENT LETTER CLOSED**

Considered: on the recommendation of Audit and Risk Committee, the External Auditor's Audit Memorandum and Management Letter (COU/20/79);

Reported:

- i) - - redacted -

RESOLVED: that the Memorandum and Letter be approved and submitted to the OfS.

COU.20.107

**UNIVERSITY MANAGEMENT REPRESENTATION LETTER CLOSED**

Considered: on the recommendation of Audit and Risk Committee, the University Management Representation Letter (COU/20/80).

Reported:

- i) that this was a standard requirement whereby members were asked to confirm that the information provided was accurate and had been appropriately compiled, as far as members could be assured of such;
- ii) that FRC and ARC had both scrutinised the information for submission, and ARC had assured itself to make the recommendation to approve the Letter;
- iii) that the Chair of Council would be asked to sign on behalf of the governing body.

RESOLVED: that the Letter be approved, and the Chair authorised to sign on behalf of the Council for submission to KPMG.

COU.20.108

**GOING CONCERN STATUS CLOSED**

Considered: on the recommendation of the Finance and Resources Committee, the evidence for the University as a 'going concern' (COU/20/81).

Reported:

- i) - redacted -

RESOLVED: that the financial statements be considered for approval on a going concern basis.

COU.20.109

**INTEGRATED REPORT; AUDITED FINANCIAL STATEMENTS CLOSED**

Considered: on the recommendation of Audit and Risk Committee, the Integrated Report: Audited Financial Statements (COU/20/82).

Reported:

- i) that in its latest iteration, the Integrated Report continued to develop from previous feedback received;
- ii) that the financial information had been reviewed in the Quarter 4/Month 12 report made at a previous meeting [COU.20.75] and that there had been no significant amendments;
- iii) that thanks be noted to the Finance team, all colleagues involved in the production of

the Report, and members of FRC and ARC for their efforts.

Noted:

- i) that members endorsed the thanks reported, and added that the Report contained very valuable information presented clearly;
- ii) that it was not intended to provide a printed version of the Report this year, but that there would continue to be extensive circulation to partners, stakeholders, alumni and the community, and that it would be accessible via the University website.

RESOLVED:

- 1) that the financial accounts be approved;
- 2) that the Chair, Vice-Chancellor and Executive Director of Finance be authorised to sign the Financial Statements (Integrated Report) on behalf of the governing body.

COU.20.110

### **ANTISEMITISM DEFINITION CLOSED**

Considered: on the recommendation of Governance, Nominations and Ethics Committee, adoption of the International Holocaust Remembrance Alliance (IHRA) working definition of antisemitism (COU/20/83)

Reported:

- i) that the Vice-Chancellor's Executive Team had referred the matter to the Senate in the first instance;
- ii) that the Senate had considered the adoption from an academic freedom perspective, and had resolved to recommend adoption with caveats;
- iii) that the significant caveat was the creation of an expert advisory group to inform practice, with inclusion of a community voice in recognition that Salford had the largest Jewish population outside of London and that the University should not wholly 'advise itself';
- iv) that, subsequently, the proposal was considered by the Governance, Nominations and Ethics Committee (GNEC), which had additionally concluded that asking to adopt one specific position can appear to conflict with the need to address all discriminatory and inclusive positions;
- v) that GNEC had recommended there be a separate programme of work to consider the intersectionality and different facets of discrimination in order to produce guiding principles which would allow the University to make informed decisions;
- vi) that the Chair of GNEC assured members there had been useful debate before the Committee satisfied itself that the recommendation was appropriate, and that GNEC would continue to satisfy itself from a governance perspective that discrimination in all forms was actively eradicated in the activities of the University;
- vii) that the final version of the letter would include reference to the resolution of the governing body.

RESOLVED:

- 1) that the Letter to the Secretary of State be endorsed;
- 2) that an Expert Advisory Group on Antisemitism be established;
- 3) that a programme of work on intersectionality and the interaction of different facets of discrimination be developed.

#### **ACTION (2) AND (3): PRO VICE-CHANCELLOR RESEARCH AND ENTERPRISE**

(Secretary's note: the Expert Advisory Group and programme of work would report to the Inclusion and Diversity Committee in the first instance).

COU.20.111

### **GREATER MANCHESTER INSTITUTE OF TECHNOLOGY ENHANCED EXPRESSION OF INTEREST CLOSED**

Considered: on the recommendation of the Finance and Resources Committee, the proposed expression of interest to the Department for Education to deliver a Greater Manchester Institute of Technology (COU/20/84).

Reported:

- i) that the proposal was for an enhanced expression of interest submission only;
- ii) that the information provided in addition to the proposal included the considerations of

- FRC and ARC;
- iii) that the submission was due by Monday 14 December 2020;
  - iv) that the Department for Education (DfE) had provided a compressed timescale for this first stage submission;
  - v) t- redacted -

Noted:

- i) - redacted -

RESOLVED: that submission of an enhanced expression of interest to establish a GM IoT be approved.

COU.20.112 **UNIVERSITY OF SALFORD CHANCELLOR CLOSED**

Considered: on the recommendation of Governance, Nominations and Ethics Committee, the proposed search and appointment process for the next Chancellor (COU/20/85).

Reported:

- i) that the second term of Professor Jackie Kay was due to end in December 2021;
- ii) that there was a proposed three stage process recommended by GNEC to recruit a new Chancellor: search committee; joint committee of Senate and Council; approval by Council;
- iii) that the timeline had been included in the proposal.

RESOLVED:

- 1) that the process outlined for the appointment of the Chancellor be approved;
- 2) that the membership proposed for the Search Committee be approved;
- 3) that the membership proposed for the Special Joint Committee of Senate and Council be approved.

COU.20.113 **CHAIR OF COUNCIL**

(Secretary's note: Lord Bradley thanked members for their support and efforts on behalf of the University this year and offered season's greetings before leaving the meeting).

Considered: on the recommendation of Governance, Nominations and Ethics Committee, the re-appointment of the Chair of Council (COU/20/86).

Reported:

- i) that Lord Bradley was eligible to be appointed Chair for a second term and had

- indicated his willingness to be considered;
- ii) that a high majority of respondents in the Council Member Evaluation Survey had agreed/strongly agreed on his effective discharge of the role;
- iii) that re-appointment would be for three years.

Noted:

- i) that the Deputy Chair endorsed the recommendation of GNEC;
- ii) that the Chair of Remuneration Committee (REMCO) seconded the endorsement;
- iii) that members unanimously agreed to support the reappointment.

RESOLVED: that the reappointment of the Chair for a second term be approved.

COU.20.114

**DATE OF NEXT MEETING**

Noted: that the next meeting would be held on Friday 22 January 2021