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| **COUNCIL MINUTES** |
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| Minutes of a meeting that took place on Thursday 22 June 2023 at 15:00 – 18:00 hours in Room 326 [Professor Stuart Hall Building](https://www.gold.ac.uk/campus-map/professor-stuart-hall-building-psh/#map-view), Goldsmiths |
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| **Members:** |  |  |
| Dinah Caine | Council Member (Chair) |
| Lynn Pearcy | Council Member (Deputy Chair) |
| Irene Adeyinka | Council Member |
| Ronke Akerele | Council Member |
| Monika Barnes | Council Member |
| Stella Beaumont | Council Member |
| Andrew Laurence | Council Member |
| Fiona McLaren | Council Member |
| Ben Morton-Wright | Council Member |
| Pam Raynor | Council Member |
| Philip Stoltzfus | Council Member *(via teams)* |
| Henrike Donner | Elected Council Member |
| Michael Guggenheim | Elected Council Member |
| Naomi Thompson | Elected Council Member |
| Victoria Chwa | Ex-Officio Council Member |
| Frances Corner | Ex-Officio Council Member |
| David Oswell | Ex-Officio Council Member |
| Paul Rowlett | Ex-Officio Council Member |
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| **ATTENDEES:** |  |
| Matt Brooks | Director of Governance and Legal Services |
| Jilly Court | Secretary to Council and Chief Operating Officer |
| Anna Carlile | Head of School – PSST |
| Adam Dinham | Head of School – Culture and Society |
| Stephen Graham | Head of School – Arts and Humanities |
| Imran Chughtai | Chief Financial Officer |
| Clive Hayter | Director of Strategy Planning and Projects |
| Tom Morgan | Deputy Director of Communications, Marketing and Recruitment |
| Vivienne Hurley | Director of Research Innovation and Knowledge Exchange |
| Susan Edwards | Director of People and Organisational Development |
| Edward Venning | Consultant |
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| **SECRETARIAT:** |  |
| Sarah Martyn | Interim Head of Secretariat |
| Laraine Moody | Governance Officer |
| Grant Hamilton-smith | Governance Officer *(via teams)* |
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| **APOLOGIES:** |  |
| Susan Dilly | Council Member |
| Aaron Porter | Council Member |
| Kiran Grewal | Elected Council Member |
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| *15:04 – the meeting started.* |
|  | **INTRODUCTORY ITEMS** |
|  | **Welcome, Introduction and Apologies**  |
|  | The Chair opened the meeting welcoming Philip Stoltzfus and Clive Hayter who were attending on Microsoft teams and acknowledging those attendees in the room. |
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|  | Apologies were noted from Susan Dilly, Kiran Grewal and Aaron Porter. |
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|  | Council noted that David Reddaway had stood down from the livery company and had therefore resigned from Council. A letter would be sent thanking him for his endeavours, and further information on his replacement was awaited. |
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|  | **Identification of Items for Discussion** |
|  | There were no additional items on the agenda that were considered for discussion by Council. |
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|  | Council noted that one item of business had been received from Michael Guggenheim which would be discussed at the final meeting of the year on 19 July 2023. The agenda under discussion in the current session was to discuss strategy and budgets. |
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|  | **Open Minutes of the meeting held 23 March 2023 (Paper A)** |
|  | Council resolved to approve the minutes of the meeting held on 23 March 2023 as a correct record, subject to the following changes:  |
|  | * Paragraph 6.2 – the word “students” in the first line should read “staff”.
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|  | **Action Tracker (Paper B)** |
|  | Council noted the updates to the Action Tracker and would consider this in more detail at the meeting in September 2023. |
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|  | **Warden’s Report (Paper C)** |
|  | Council noted that the report was comprehensive, and the following points were considered: |
|  | * **Student recruitment:** further details regarding numbers would be provided for the July 2023 meeting giving context on those students coming through clearing. The report noted the additional investment on an increased advertising campaign to boost recruitment for 2024. An open day would also be open to applicants for September 2024.
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|  | * **Office for Students letter on international student recruitment:** The Office for Students had written to a number of institutions highlighting concerns over financial risks to higher education providers. There were concerns regarding a reliance on students from China, however Goldsmiths did not currently have high percentages of students from China, and a carefully crafted response would need to be sent advising that there would be difficulties managing finances going forward if there was withdrawal of support for tuition fees.
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|  | *15:14 – Ronke Akerele entered the meeting.* |
|  | Council noted that there were a large number of international students attempting to apply to Goldsmiths before the regulations around dependents changed in January 2024. The College had advised that it remained in the business of education, rather than migration, and there was no additional funding around international students. |
|  | * **UCU Marking and Assessment Boycott:** Further information regarding the numbers of students affected would be given at the July 2023 Council meeting, following the Exam Board meeting.
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|  | * **Outcome of Office for Students consultation into the future regulation of equality of opportunity:** preparation work continued prior to consideration by Council.
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|  | * **Office for Students Investigation into Computing Provision:** the final report had not yet been published.
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|  | * **National Student Survey 2023:** 2023 had seen the highest participation rate over a number of years.
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|  | * **New Student Wellbeing Framework**: new initiatives around student wellbeing would be launched in August and September 2023.
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|  | * **Reasonable Adjustment (RASA) process**: the process had been enhanced and streamlined disability adjustments relating to academic study with effect from the 2023/24 academic year.
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|  | * **Antisemitism Inquiry**: the call for evidence supporting the independent inquiry would remain open until 18 August 2023.
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|  | * **Confucius Institute Update**: some Council members had received a letter from UK-Transparency China alleging that the College’s Confucius Institute was not “in keeping with Goldsmith’s stated values and UK legislation”. The Senior Management Team had provided assurance that the Confucius Institute was not at odds with College values or duties and responsibilities under UK legislation.
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|  | * **Fundraising**: Goldsmiths would deliver the Arts Council’s Artsmark Programme for 2023-26 as a specialist training provider. Professor Tara Page, supported by the Centre for Arts and Learning would deliver the projects that had a total contract value of £696,300.
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|  | * **Lead Partner for Government Creative Industries Initiative**: the College had been awarded funding of c.£3m to provide a research and development infrastructure that would enable researchers, companies and institutions across the UK to conduct research and development in the application of current and future waves of advanced computing technologies.
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|  | * **City of London Donation to Equity Awards**: Alice Williams was commended for her work in support of a key commitment to students of colour.
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|  | * **Oak Foundation Grant Invitation for and Institute of Refugees**: The College would apply for the grant of £10m which would support the College’s strategy around social innovation and purpose.
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|  | * **Senior Leadership Changes**: there had been a small number of senior leadership changes. Permanent recruitment was taking place for a new Academic Registrar.
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|  | Council welcomed the new funding being awarded to the College and noted that it was working hard to establish its branding. Amidst rumours that the Government would publish its report on Augur in August, focusing on challenges around foundation degrees and related affordability, entry level requirements and numbers aligned with courses, it was noted that this had been discussed at the joint Academic Board and Council meeting and would be managed through the B3s. It was not clear at this time whether there would be sufficient time to execute these given the impending election. |
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|  | The strands of work formed part of the joint government creative industry endeavours which was key moving forward. In addition to these awards, there was a desire to work more collaboratively with higher education where the College’s brand was good. |
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|  | There would be a need going forward to triangulate the numbers, departmental analysis and finances at the July meeting, and most likely beyond that. |
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|  | Council noted the Warden’s report. |
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|  | **Risk Management** |
|  | **Risk Management Report (Paper D)** |
|  | Council noted that the feedback from Council in relation to governance had been included and a risk was now included on the College Risk Register. The Governance team risk register was also included in the paper to address issues that had been highlighted. |
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|  | Council noted the Risk Management Report, welcoming the activity on the governance risks. |
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|  | *15:28 – Edward Venning joined the meeting.* |
|  | **Strategy 2023-28 (Strategy Pack)** |
|  | **Strategy** |
|  | Council noted that the aim of the strategy was to provide a framework showing the roadmap, definition of priorities and clarity around the mission statement. There was a need to listen to feedback from the consultation, particularly from staff and students, where there was a belief that the future could be problematic. This would require operational plans that would support the delivery of the work over the next few years. |
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|  | The plans were coming to fruition, giving a sense of direction, and would move the College forward over the next ten years. The current documents would require refining before the framework was brought back to the July 2023 meeting providing clarity on structures, priorities, inter-relationships and rationalisation of KPIs.  |
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|  | **Core Pillars** |
|  | **Social Purpose Pillar** |
|  | Council noted that there was a new pillar entitled *social purpose* which highlighted activity already being undertaken at Goldsmiths, and what more could be done. Set out were the opportunities that could be provided to staff, students and alumni and support for the community and individuals in terms of achieving social impact and change. Goldsmiths had considerable strengths in four areas: gender equality,­ reducing inequalities, human rights, and quality education and by bringing together expertise, could help deliver social innovation in order to address society’s needs. There was a need to look at how this strategy inter-related to other workstreams to demonstrate the value of the College to potential students, partners and stakeholders, as well as recognising there could be some hard decisions to make in harnessing that potential, which would be underpinned by understanding the College’s strengths and stakeholder requirements to ensure a sustained and significant impact over the years. |
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|  | Recommendations included a phased approach to embedding the strategy. From the beginning of the 2023 Autumn term, the proposals and assumptions would be tested to ensure buy-in from internal and external stakeholders, building on the work already undertaken. Four workstreams would be set up focussing on curriculum development, partnerships, engagement, communication and volunteering opportunities, and considering the metrics to ensure the College’s activity remained on track. |
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|  | Council made comments around the excitement of the hugely ambitious plan and associated risk, phased approach, clear priorities, check and balance processes, inclusion of the needs of the community, required skill sets, practical ways to enabling job market opportunities, equality and diversity, presentation and marketability, a balance for on-going work and new workstreams coming on-line, access and participation, KPIs, clarity around the purpose of the pillar, and that the pillars should not be separated out as they were core to the future of the strategy. |
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|  | **Research and Knowledge Exchange Pillar** |
|  | Council noted that discussions had taken place and that more work was required in respect of relationships with students and phrasing that had been raised by the Research and Enterprise Committee. Consultation had taken place with heads of departments and directors of research whereby a framework had been circulated in the autumn term. Subsequently discussions had taken place over the autumn and spring terms with directors of research at school level, Research and Enterprise Committee, open meetings, Goldsmiths leadership group, and heads of school. |
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|  | Council made comments around research and knowledge with appropriate input from stakeholders, impact of research on the community, solutions to be provided based on research, analysis of the College’s current work, staffing, credibility and realism of the plans, finances and budgets, refinement of objectives and deadlines, clarity around local and global activity, quick wins and differences in language throughout the document. |
|  | **Action: David Oswell to bring back data around current service levels in research comparatively with other universities.** |
|  | *16:23 – Council took a break and returned at 16:32.* |
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|  | **Education and Student Experience Pillar** |
|  | Council noted that this pillar would build on existing learning and teaching assessment strategies and work that had already been taken at school level, open engagement sessions, and finally the Education Action Group that had been running since November 2022. |
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|  | Council made comments around clarity around the vision, inclusion of disruption by technology, consultation with employers, agility of the plans in meeting changing needs and the reality of the possibilities, benchmarking, further highlighting of students throughout the document, preparation of students for high quality careers, emphasis around internships, international students, retention, the inclusion of critical readers from organisations outside the public sector, feedback gained from the International Student Network, and a specialised framework to support international students. |
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|  | **Strategic Vision** |
|  | Council noted that previous points raised had been included in the latest edition of the plans and passed through critical readers. There was a balance between articulating the ambition and reflecting the current position much of which would come from the enabling plans. The structure of argument was noted to be very much around innovation coming together and once there was a consensus around the tone and language of the documents then these could be set out for each audience. |
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|  | Council made comments around Goldsmiths values, democracy, the narrative would not cover all audiences, there was little reference to social innovation, universities, local and global students, skill mix, inter-disciplinary approaches, the link between creative and employability, or equality and diversity. The report lacked inspiration and needed to include the requirements of the future customer and a reference to expansion into other areas, as well as clarification about the number of enablers. Council suggested that a balanced scorecard be produced so the work could be measured and monitored. |
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|  | Council noted that local democracy was important, but in line with regulation requirements for universities, Council would continue to have a majority of independent members. Therefore, it was not considered a valuable use of time in continuing to debate this issue. |
|  | *17:17 Council took a break and returned at 17:27 – Edward Venning, Vivienne Hurley and Philip Stoltzfus left the meeting.*  |
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|  | **Enabling Plans, Planning Frameworks and KPIs** |
|  | Council would be canvassed outside the meeting for the views on the enabling plans and KPIs. |
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|  | **Action: Director of Governance and Legal Services to canvass Council for views on the enabling plans.** |
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|  | **Size and shape** |
|  | Council noted that the size and shape built on previous conversations that had taken place to increase the number of students over a five-year period. Since then, the numbers had matured and retention was more concrete, meaning that the assumptions had been more positive and effectively the numbers were starting from a lower base. It would therefore take longer to reach the number of students or there was a need to be more aggressive with the assumptions. As a result, Council needed to make some strategic decisions to address this issue. A detailed market analysis would be commissioned looking at the current offer, and that of competitors, the outcome of which would be to look at the gaps. A strategic review had also been undertaken around the culture and society which would assist in programme development. To deliver the financial plan, there would be a number of things that needed to be addressed such as demographics, competitors’ undertakings, league tables ranking and student numbers which would also drive the changes that needed to improve the whole student experience. The work would start in September 2023 with a review of the schools, followed by the production of strategies across estates, people, and IT, which would be translated by the end of the school year into financial numbers, and in September 2024 the new size and shape of the new strategic direction would be implemented. |
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|  | Council felt that some of this work should have already been completed to inform the strategy and enabling pillars. It was noted that this would be an iterative process going forward having recently exited three years of recovery, and the strategy would build on the strong foundations already in place. It was confirmed that there was sufficient information available for the strategy to be launched in September 2023 as would data and analysis to shape the size of the new strategic direction. |
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|  | **Financial Forecast 2022/23 and Budget 2023/24 (Paper L)** |
|  | Council noted the presentation and highlights around a positive year during 2022/23 with better union relations, an increase in income which was offset by the pay award, support provided for staff with the cost of living, provision for industrial events, a reduced reported surplus because of changes in assumptions and pension provisions and charges, increased income and increased numbers around undergraduates and overseas students, whilst home students and related income was down, operating expenses had grown due to an increase in agency costs, the accelerated pay award and higher charges around overseas students. These costs, were however, offset by vacancy savings. It was noted that the budgeted sale of property had been deferred to 2023/24. |
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|  | Council noted the following summary for the 2023/24 budget which would deliver increased underlying and reported surpluses, cashflow and income. Operating expenses would likely increase, as would numbers of overseas and post graduate students, although there would be a reduction in home students against an offset of an overall fall in student numbers. The financial covenants would be met, except for the headroom, which was at risk, which meant there was little room for manoeuvre and the College could be in breach. Key activity included stabilisation around processes and improving the student experience. |
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|  | Council noted the main budget assumptions around the student number increase, contingencies, and savings from the recovery programme. Contributions by school was noted but could not be compared to previous years as the centralised costs had been removed. The budget reflected savings from the recovery programme which would further enhance the underlying surplus and save the College from a covenant breach. The key sum was the cashflow figure increasing to £8m and could provide a buffer should something untoward happen. The increase in the total income was driven by a combination of overseas students and unregulated tuition fees. There were also discrepancies when comparing tuition fees for different categories of students. When looking at the student numbers at the next meeting, Council asked that information around courses attended by overseas students was included. Operating costs had increased because the career service had been brought back inhouse, but over time there would be savings realised and assumptions included reductions in agency costs.  |
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|  | Council noted that the budget was tight and would be at risk in the event that founding assumptions, particularly in respect of recruitment targets, did not crystallise. In addition, the sensitivity analysis in respect of covenant compliance showed an increasing risk of technical breach in the foreseeable future. Whilst the governing body was content to give its approval to the budget, members observed that there was imperative to pursue savings in order to mitigate the aforementioned the risks.  |
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|  | **Action: to bring back courses attended by overseas students to the July 2023 meeting when student numbers would be studied in more detail.** |
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|  | *17:59 – Anna Carlile left the meeting.* |
|  | Council noted that if the capital had not been deliberately reduced there would have been a covenant breach and there would be less flexibility in using the reduction in capital against the covenant. Care would be taken around the use of cashflow across the covenant reporting periods and the College would continue to deliver savings, and assumptions around increase in some student cohorts would stop evasive action taking place. |
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|  | Both the Audit Committee and Finance and Resources Committee had already looked at the finances in more detail and one issue was that expenses were growing faster than income which left little room for error, or overspend, which was not sustainable. It was likely that an increased look at expenses would be required as savings from the recovery plan had not all been realised, and it was clear that costs needed to be reduced. It was suggested that lessons be learned from the areas that were reducing their costs and these were applied to those areas that had not been so successful. Funding was also required to support the strategy, so further work was required to save the remainder of money from the recovery plan. Clearly there was a need to maintain cost control and the strategy could not be delivered by making small cuts. The Finance and Resource Committee had already discussed big decisions about areas that could be expanded and developed, and decisions needed to be made as to whether the College struggled through the coming year implemented an unaffordable strategy or delayed the start date. |
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|  | It was suggested that there may be other options available, around the endowment, or rebalancing the balance sheet and mobilising external support. Council also felt that administration across the College needed to be tightened to ensure seamless processes and removing some of the underlying issues. There were concerns around reputational damage in respect of the strikes, particularly the MAB, where students could not progress and were only being given provisional awards. |
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|  | Council resolved to approve the Budget for 2023/24 subject to further cost savings being found. |
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|  | **Timetable and Schedule** |
|  | It was agreed that the timetable and schedule would be discussed further at the July 2023 meeting.  |
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|  | **Controls and Assurance** |
|  | **Academic Controls and Assurance** |
|  | **Academic Board Reports (Paper E)** |
|  | Council noted the reports from the Academic Board in respect of its meetings in March and May 2023. |
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|  | **Academic Standards (Paper F)** |
|  | Council noted the paper which had been received previously by the Quality and Standards Committee and Academic Board. |
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|  | **Internal Audit Plan (Paper G)** |
|  | Council resolved to approve the amended Internal Audit Plan. |
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|  | **OfS Reportable Events** |
|  | Council noted that there had been one reportable event. |
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|  | **Governance** |
|  | **Search Committee update (Paper H)** |
|  | Council noted: |
|  | 1. pursuant to Council’s resolution of 23 March 2023, a Search Committee was established and convened to advance the recruitment and appointment of a successor Dinah Caine CBE;
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|  | 1. recruitment consultants, Minerva Executive Search, have been appointed to assist and facilitate the search for a successor; and
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|  | 1. that the Search Committee anticipates Council being able to recruit and appoint a successor by November 2023.
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|  | **Committee Impact Reports (Paper I)** |
|  | Council noted the following Committee impact reports: |
|  | * External Relations Committee – 22 May 2023
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|  | * Health and Safety Committee – 15 May 2023
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|  | * People and Organisational Development and Equalities Committee – 7 June 2023
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|  | * Finance and Resource Committee – 9 June 2023
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|  | * Audit and Risk Committee
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|  | * Nominations and Governance Committee – 13 June 2023
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|  | **Health and Safety Policy (Paper J)** |
|  | Council: |
|  | * noted that minor amendments had been made to the Health and Safety Policy and that these were commended to Council by the Health and Safety Committee; and
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|  | * resolved to approve the revised Health and Safety Policy.
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|  | **Next Meeting 19th July 2023** |