University of Exeter
COUNCIL BUSINESS MEETING

MINUTES AND ACTIONS – APPROVED BY COUNCIL

10 December 2024
11.15am-16.30pm
Council Chamber, Northcote House

NB text in BLACK for publication; text in BLUE will be redacted for publication

CONTENTS:

24.54 Remuneration Committee Annual Report 2023-24
24.55 Part II – Items (For Decision) Approved by Council
24.56 Part II – Items (For Information)

MEMBERS PRESENT

Quentin Woodley	Pro-Chancellor and Chair of Council
Sir Richard Atkins	Pro-Chancellor and Deputy Chair of Council
Sally Cabrini	Pro-Chancellor and Senior Independent Governor
Professor Lisa Roberts	President and Vice-Chancellor
Professor Dan Charman	Senior Vice-President and Provost
Professor Tim Quine	Vice-President and Deputy Vice-Chancellor (Education and Student Experience)
Damaris Anderson-Supple	Independent Member
Rebecca Boomer-Clark	Independent Member
Andrew Greenway	Independent Member
Karime Hassan	Independent Member
Alison Reed	Independent Member *(online)*
Malcolm Skingle	Independent Member *(online)*
Tim Weller	Independent Member
Glenn Woodcock	Independent Member
Sarah Matthews-DeMers	Independent Member
Dr Sarah Hodge	Senate Representative
Professor Karen Knapp	Senate Representative
Professor Sue Prince	Senate Representative
Elaine Cordy	Professional Services Representative
Alex Martin	Guild President, Exeter Students' Guild
Connie Chilcott	President Exeter, Falmouth and Exeter Students' Union

STANDING ATTENDEE

Professor Adrian Harris	Chief Medical Officer (Royal NHS Devon)

SECRETARY

Mike Shore-Nye	Senior Vice-President and Registrar & Secretary

STAFF IN ATTENDENCE

Dave Stacey	Chief Financial Officer (CFO) and Executive Divisional Director of Finance, Infrastructure and Commercial Services
Ali Chambers	Chief Executive Officer, Exeter Students' Guild
Dr Jeremy Diaper	Assistant Director, Governance (minutes)

APOLOGIES

Nicholas Cheffings	Independent Member of Council
Salam Katbi	Independent Member of Council

Imelda Rogers	Executive Divisional Director of Human Resources

IN ATTENDANCE FOR INDIVIDUAL AGENDA ITEMS

Minute Item 45 – Assurance on new OfS Conditions of Registration

Chrysten Cole	General Counsel and Director of Legal and Student Cases

Minute Item 46 – Update on SETsquared and QantX Investment Fund

Stuart Brocklehurst	Deputy Vice-Chancellor (Business Engagement and Innovation)

Minute Item 47 – REF: Introductory Overview and Background Context
Minute Item 48 – Research Performance 2023-24 and REF 2029 Preparedness

Krasimira Tsaneva-Atanasova	Vice-President and Deputy Vice-Chancellor, Research and Innovation

32. Chair's Welcome and Declarations of Interest

32.1 The Chair welcomed Council members to the meeting and invited any declarations of interest.

32.2 Glenn Woodcock declared an interest in relation to minute item 46 (Update on SETsquared and QantX Investment Fund) on the basis that one of his companies was a cornerstone investor in QantX;

32.3 The Chair noted that apologies had been received from Nicholas Cheffings, Salam Katbi and Imelda Rogers for the Council Business Meeting.

32.4 The Chair noted that Alison Reed and Malcolm Skingle were joining the Council Business Meeting online via Microsoft Teams.

33. Minutes from the Meetings held on 30 October 2024 and 31 October 2024 (CNL/39/24-25, CNL/39a/24-25, CNL/40/24-25, CNL/40a/24-25 Strictly Confidential)

33.1 Council **APPROVED** the minutes of the meetings of 30 October 2024 and 31 October 2024, subject to inclusion of minor typographical amendments provided outside of the meeting.

34. Action Log 2024-25 (CNL/41/24-25 and CNL/41a/24-25 Strictly Confidential)

34.1 Council received the Action Log for information which had been updated to incorporate the most recent actions from the Council meetings on 30 October 2024 and 31 October 2024. The current status of the actions were noted.

35. Business Schedule 2024-25 (CNL/42/24-25 and CNL/42a/24-25 Confidential)

35.1 Council received for information the Business Schedule for the Academic Year 2024-25.

36. Chair's Business and Matters Arising

36.1 The Chair provided a verbal update on the following Chair's Business and Matters Arising:

a) Council Member Recruitment Council Membership 2025-26

36.2 The recruitment process for a Class II Independent Member of Council to succeed Alison Reed was underway and the advert was scheduled to close on 10 January 2025. In the increasingly volatile sector-wide financial context it would be critical to ensure that the University recruited a senior and highly experienced individual with substantive experience (both as a CFO and non-executive) to succeed Alison Reed from 1st August 2025 as an Independent Member of Council, Audit and Risk Committee, and Finance and Investment Committee;

36.3 Nicholas Cheffings and Andrew Greenway had also advised that they would be stepping down from Council on 31st July 2025. Odgers Berndtson had been engaged to support all of the Independent Council member recruitment processes and further updates would be provided to Governance and Nominations Committee in due course, who would nominate to Council recommended candidates for appointment by 29 May 2025;

36.4 Further to the announcement that Sir Richard Akins would be stepping down from Council and the Chair of Council's invitation for expressions of interest in the role of Pro-Chancellor and Deputy Chair of Council (Class I) at the Council meeting on 31st October 2024, Professor Malcolm Skingle (Class II) had expressed a strong interest and indicated that following his recent retirement he had more capacity to undertake the role;

36.5 Governance and Nominations Committee had unanimously endorsed the appointment of Professor Malcolm Skingle as Pro-Chancellor and Deputy Chair of Council from 1st August 2025 and the renewal of the current term of office of Quentin Woodley (Pro-Chancellor and Chair of Council) for a second term (1st August 2025 – 31st July 2028);

36.6 Following the meeting of Governance and Nominations Committee on 28 November 2024, an email had been circulated on behalf of the Pro-Chancellor and Senior Independent Governor to notify the wider membership of Council that final approval would be sought at the meeting on 10 December 2024 for the appointment of the role of Pro-Chancellor and Deputy Chair of Council and the renewal of the Chair of Council's current term of office.

APPROVED: the appointment of Professor of Malcolm Skingle as Pro-Chancellor and Deputy Chair of Council from 1st August 2025, which would constitute his second term of office on Council (1st August 2025 – 31st July 2028).

APPROVED: the renewal of Quentin Woodley's term of office as Pro-Chancellor and Chair of Council for a second term from 1st August 2025 – 31st July 2028.

b) Updated Delegation Framework and Financial Regulations

36.7 Following endorsement by the Senior Vice-President and Registrar & Secretary, the Chair noted that a streamlined process for the sign-off of clinical research agreements had been approved via Chair's Action to ensure there was a transparent and efficient institutional process in place to avoid potential delays in signing agreements. This had been informed by sector-wide best practice and consultation with the Association of University Research Sponsors. The updated sign-off process would be incorporated in the revised and refreshed version of the Delegation Framework;

36.8 The updated Delegation Framework and Financial Regulations had been deferred from the meeting of Council on 10 December 2024, but the latest versions would be scheduled for endorsement by Finance and Investment Committee (19 February 2025) and final approval by Council (27 February 2025).

37. President and Vice-Chancellor's Report (CNL/43/24-25 Strictly Confidential)

37.1 The University's commitment to conducting and communicating world-leading climate research had been recognised with a prestigious prize at the Times Higher Education (THE) awards held on 28th November 2024. Exeter had secured the 'Outstanding Contribution to Environmental Leadership' award which was collected by Professor Peter Cox (Director of the Global Systems Institute);

37.2 The University had been placed 32nd overall in the QS Sustainability Ranking 2025 which recognised the steps universities worldwide are undertaking to tackle the greatest Environmental, Social and Governance (ESG) challenges. The University was also placed 19th in Europe and 11th in the UK;

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37.4 The Office for Students had temporarily suspended work on applications for registering new HE Providers, granting degree-awarding powers and University titles, in order to focus on managing the risks surrounding financial sustainability of the sector and protecting the interests of students, including working more closely with institutions under significant financial pressure. The number of providers anticipated to face significant challenges in the next 2-3 years was continuing to increase and it was understood that the OfS had appointed a group of insolvency specialists (reportedly including PwC and KPMG) to monitor a watchlist of c. 30 HE providers amid growing concerns surrounding the financial sustainability of the HE sector. It was recognised that it would be important to monitor whether increasing engagement of OfS in financial challenges facing the sector resulted in additional regulation;

37.5 Universities UK (UUK) had established a Transformation and Efficiency Taskforce to explore how universities could partner and collaborate to develop new models and ways of working to deliver transformation and cost savings. The Taskforce was being chaired by Sir Nigel Carrington, former Vice-Chancellor of University of the Arts London, who also had prior experience as Deputy Chairman of McLaren Group;

37.6 The latest sector intelligence highlighted that it was anticipated to be another challenging year for international student recruitment in the UK Higher Education sector. The following was noted:

37.6.1 A number of underlying shifts in international recruitment were being driven by global policy changes and changes in the preferences of prospective international students;

37.6.2 The Australian government had not yet confirmed an international student number cap which had been proposed to limit the number of new international students under the National Planning Level framework. The Group of Eight (Australia's most research intensive universities) had introduced additional scholarships and discounts in an effort to attract international students in an increasingly competitive environment;

37.6.3 There had been a significant drop in the level of international student applicants from China (including Hong Kong / Singapore / Malaysia), with an emerging trend in Chinese students opting to study closer to home partly due to increasing costs and continued government focus on strengthening the reputation of Chinese Universities;

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37.8 In relation to the planned relocation of graduation ceremonies from Truro Cathedral to Penryn Campus:

37.8.1 An official announcement regarding the relocation of the Graduation 2025 ceremony from Truro Cathedral to Penryn Campus had been published on Thursday 28th November 2024. Whilst there had been extensive consultation and engagement over a year to inform the development of the plans, a number of student representatives across several departments of the University had received messages of concern following the announcement;

37.8.2 The proposal to relocate the Graduation Ceremony had been based on a number of key factors, including: enhancing accessibility for those with mobility and sensory impairments; enabling larger cohorts to be able graduate in single ceremonies; increasing availability of tickets to facilitate more friends and family being able to celebrate in students' success; strengthening the connection with the campus and a sense of celebration on graduation day. There were also other logistical factors which had been considered such as travel constraints between Penryn campus and Truro Cathedral;

37.8.3 Written correspondence (including letters and emails) had been responded to and all academic departments had been consulted and engaged with. The graduation planning committee and campus leadership team would identify opportunities to re-engage with the wider student community and help develop a sense of excitement about the redesign and development of future ceremonies;

37.8.4 Lessons learned would be reviewed and reflected on to ensure continuous improvement in consultation and engagement with the student community in Penryn;

38. University Annual Reports

a) University Annual Report and Financial Statements (Year End 31 July 2024) (CNL/44/24-25 and CNL/44a/24-25 Confidential)

38.1 The Annual Report and Financial Statements (Year End 31 July 2024) had been reviewed and endorsed by the University Executive Board, Audit and Risk Committee and Finance and Investment Committee. Following final approval by Council they would be signed by University officials and KPMG prior to being submitted to the Office for Students as part of their annual accountability process;

38.2 The Annual Report and Financial Statements to 31 July 2024 would be published on the University's website within 2 weeks of being signed;

38.3 The Chair of Council noted that the following reports had also been received for information and assurance:

b) External Auditors Report (CNL/44a/24-25 Confidential)

c) Management Letter of Representation (CNL/44b/24-25 Confidential)

d) Going Concern AY 2024-25 (CNL/44c/24-25 Confidential)

38.4 The following was noted in discussion:

38.4.1 In the process of auditing the financial statements the level of materiality was often determined by applying a percentage to a chosen benchmark (eg a specific percentage of turnover), but was not based exclusively on a pre-specified amount and also informed by wider judgements including public expectations about what may be considered important such as the remuneration of senior staff;

38.4.2 In the annual reports and financial statements that had been published across the UK HE sector there had been no significant deficits reported to-date, but it was anticipated that there would be a series of multi-million pound deficits reported in due course in light of the increasing financial challenges facing Universities;

38.4.3 It was anticipated that institutional governance and financial risk management across the sector could come under increased scrutiny by the Office for Students as a result of their continued focus on the financial sustainability and resilience of the sector;

38.3.4 In light of the significant financial challenges facing the sector, the University continued to maintain an open dialogue with its lenders including a forward look at 5 year financial forecast and plan.

APPROVED: the University's Annual Report and Financial Statements to 31st July 2024 for signing.

APPROVED: the delegated approval of Annual Financial Return 2024 to the Office for Students to the accountable officer (President and Vice-Chancellor).

39. First Forecast 2024/25 (CNL/45/24-25 Strictly Confidential)

39.1 The Chief Financial Officer presented an update on the first financial forecast for 2024-25 (based on 3 months of actual results and 9 forecast periods). The following points were highlighted:

39.1.1 PGT international entrants had contracted but were marginally better than forecast over the summer, including January start assumptions which were currently in line with fee expectations;

39.1.2 UG international year one recruitment had contracted versus plan, but had been offset by improved retention;

39.1.3 PGT home was forecast to be lower than planned, with a shortfall in actual entrants fee rates as a result of the mix of subjects;

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AGREED: That further analysis would be undertaken to review potential drivers behind enhanced student retention rates and to ascertain if there were any factors behind this recent trend that could be utilised strategically to reduce withdrawal rates further across the University.

40. Reports from the Presidents of the Student Guild and the Falmouth and the Exeter Students' Union (CNL/46/24-25 and CNL/47/24-25 Confidential)

40.1 Council received reports from the Presidents of the Exeter Students' Guild and the Falmouth and the Exeter Students' Union;

40.2 In relation to the update from the President of the Exeter Students' Guild:

40.2.1 It was noted that the development of the Exeter Students' Guild insights function was helping to capture a more diverse and representative set of student voice data. The Annual Your Say, Your Way Prioritise survey had secured c. 5,000 responses and a number of key themes had emerged from open text responses, including:

a) Concerns surrounding time management, volume of assessments and associated 'burnout';

b) Approximately 70% of respondents had indicated that there were consistently worrying about the cost of living crisis and related issues, including access to affordable accommodation and food;

c) There had also been concerns expressed in relation to a lack of a sense of community and belonging at the University in certain demographics;

d) Alongside the above concerns there had also been a strong level of positive feedback in relation to the overall quality of education;

40.2.2 That it would be important to ensure a co-ordinated approach to reviewing student feedback received in Guild insights and NSS, including comparison of emerging trend data to help enhance understanding of key issues;

40.3 In relation to the President of the Students' Union update:

40.3.1 There had been a strong engagement amongst the student community at Penryn in Curriculum for Change focus groups, with students excited to engage and have the opportunity to co-create a new vision for education. There had also been positive feedback in relation to proposed changes to the Academic Year in recognition that it would provide greater Value for Money in Term 3;

40.3.2 It was noted that there was a wide-range of interconnected underlying issues which could negatively impact on the student experience. It was affirmed that one of the biggest issues facing the student community was the cost-of-living crisis. As maintenance funding had not kept in line with inflation the average student in England was left with only 50p to live on per week after rent and bills, which often necessitated students having to undertake employment alongside their studies and resulted in reduced engagement with course content and social activities owing to a lack of time and money;

40.3.3 Mechanisms to enhance the levels of effective engagement with the student community and to optimise communications were continuing to be explored to maximise levels of feedback on key issues;

40.3.4 It would be important to ensure the feedback informed the institutional approach to Curriculum for Change programme and identified opportunities to improve student experience and enhance institutional performance in the NSS;

40.3.5 in response to concerns that an inability to engage in student society activities due to cost of living crisis would impact on CVs and access to graduate employability it was noted that a participation fund had been launched to help cover costs of student society activities and minimize the current barriers to access. It was highlighted that it would be critical to proactively consider how the University to continue to support societies to deliver events for students and ensure these events and opportunities were accessible as possible for individuals with part-time employment to maximise potential employability benefits;

41. Degree Outcomes Statement 2024 (CNL/48a-d/24-25 Confidential)

41.1 Degree Outcome Statements were not a regulatory requirement, but the Quality Council with the backing of Universities UK (UUK) and Guild HE, actively encouraged Higher Education providers to prepare and publish statements to help assure providers that they continued to meet the UK Sector Standards for Higher Education qualifications and ongoing conditions of registration with the Office for Students (OfS) on Assessment and Awards (B4) and on Sector Standards (B5);

41.2 As a result of challenges arising from the implementation of the Higher Education Statistics (HESA) Data Futures Programme, there had been a delay in the availability of the dataset used to provide sector benchmarking of the University's degree classification profile. As the dataset was still not available it had been decided to progress without this data to ensure the timely publication of the degree outcome statement;

41.3 Following a total increase of 6% in the proportion of 1st class degrees awarded during the Covid-19 pandemic impacted academic years of 2019/20 and 2020/21, a more gradual decline of 4% had been observed over the two subsequent academic years;

41.4 It was noted that there was a significant gap in the proportion of 1st class degrees awarding gaps between international and UK-domiciled students. It was reaffirmed that the University remained strongly committed to addressing these disparities in the degree outcomes of its students. It was noted that this could be partly attributable to the fact that international students were required to complete assessments in the second language and that further pre-sessional support could be offered to help with the development of English language skills;

41.5 The University was also equally committed to addressing the disparities in the degree outcomes and reducing the 1st class degree awarding gaps between students from Asian, Black, Mixed and Other ethnicities and white students, mature and young students, and students with or without a disclosed disability;

41.6 An important element of the Curriculum for Change programme was that it would enable an improved approach to the pedagogy and ensure 1st year students were effectively prepared for success from an early stage in their academic journey.

APPROVED: The Degree Outcomes Statement 2024 for external publication.

42. Teaching Excellence Framework (TEF) 2027 preparedness - 2024/25 Update (CNL/49/24-25 Confidential)

42.1 The University had achieved a Gold overall rating in the Teaching Excellence Framework (TEF) 2023 exercise which had been underpinned by Gold ratings for both aspects of student experience and student outcomes. The University was one of only four in the Russell Group (alongside Cambridge, Oxford and Warwick) to achieve this ‘solid gold’ rating;

42.2 Preparations were in development for the next exercise which was due to take place in 2027. The report provided an update on the actions agreed following the results of the 2023 exercise, the TEF dashboard and current performance;

42.3 Assessment and Feedback remained a continuous area of focus as improvements would have been benefits in the institutional performance in both the NSS and TEF. Based on the most recent NSS results, four of five question sets on the NSS were below benchmark; There was a material risk of losing the triple Gold rating in TEF 2027 as a result of continued downward trajectory in student feedback and it would be important for this to remain a strategic imperative and key area of institutional focus as it required a meaningful step change to enhance performance;

42.4 That it was important for the University to continue to develop a compelling narrative around retaining a solid ‘Gold’ position in TEF 2027 as alongside key education and student experience performance measures there was also a provider narrative submission that could be utilised to highlight wider work undertaken to support excellent student experience, including: recent enhancements to the virtual learning environment, increased student support and academic representatives; continued investment in estates and student wellbeing services; and development of the mental health charter;

42.5 In terms of the potential reputational impact of losing the triple gold TEF rating, it was noted that the majority of students did not monitor TEF performance, but it could nevertheless be perceived to diminish the overall distinctiveness and educational reputation of the University and may potentially also have an impact on international student recruitment;

42.6 A number of Russell Group institutions (including UCL and LSE) were maintaining a continued focus on improving student experience in an effort to enhance NSS and TEF scores;

42.7 In the TEF 2023 submission the University had been transparent regarding areas of weakness and outlined key challenges and how the University had mitigated against them, including industrial action;

<u>43. National Student Survey (NSS) and Postgraduate Taught Experience Survey 2024 – Results and Analysis</u> <u>(CNL/50/2024-25 Confidential)</u>

43.1 The University's performance in the National Student Survey (NSS) had seen a decline in actual performance for the University based on our KPI (80.3% down from 80.9% in 2023). This had resulted in a significant drop in ranking position compared to the sector, Comparator Group and Russell Group. The University was now 83rd in the sector (down from 47th in 2023); 8th in the Comparator Group (down from 6th in 2023) and 9th in the Russell Group (down from 4th in 2023).

43.2 In relation to comparator institutions and wider sector best practice: the University's Comparator group excluded Oxford, Cambridge, Imperial and UCL, but incorporated Loughborough, Lancaster, Bath, and St Andrews who had all performed highly in the NSS;

43.3 That key areas of institutional focus remained on:

43.3.1 Analysing the extent to which NSS scores were impacted by the Covid-19 pandemic and industrial action (including the Marking and Assessment Boycott). It was noted that there was qualitative feedback that indicated that the University's scores had been impacted by these factors, but quantitative data from other institutions (eg Sheffield) who had also been impacted by industrial action signalled that they had managed to improve their scores;

43.3.2 Improving the University-wide approach to Assessment and Feedback and drawing on examples of best practice from across the institution and wider HE sector;

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AGREED: to schedule an assurance report focus on how performance management was undertaken in relation to NSS and mechanisms utilised to identify areas for improvement and address areas of continued underperformance.

AGREED: that the lessons learned and recommendations from the recent series of deep dives on Assessment and Feedback chaired by Sir Richard Atkins would be scheduled for review by the Academic Governance, Education and Student Experience Committee (27 March 2025) prior to endorsement by Council (28 May 2025).

44. Academic Assurance 2023/24 – Quality and Standards (CNL/51/24-25 Strictly Confidential)

44.1 As part of the University's Regulatory Framework, there was a requirement to ensure compliance with the B Conditions of registration which related to the quality and standards of the provider;

44.2 The report provided outcomes focused assurance for the 2023/24 Academic Year that the University continued to comply with the requirements of the OfS as they related to the quality of education;

44.3 The report detailed a summary of key education actions undertaken in 2023/24, an analysis of performance in key measures of the Quality of Education that was rag-rated, and a summary of key education actions in progress in 2024/25;

44.4 That the recently enhanced report continued to provide a helpful mechanism for the Academic Governance, Education and Student Experience Committee and Council to receive assurance regarding Quality and Standards.

AGREED: That it would be helpful to further enhance the format of the report to more clearly signpost where actions were applicable to Undergraduate education versus Postgraduate Taught education.

45. Assurance on new OfS Conditions of Registration (CNL/52/24-25 Confidential)

The Chair invited Chrysten Cole (General Counsel and Director of Legal and Student Cases) to attend the meeting and briefly introduce the assurance reports.

45.1 Update on Free Speech (CNL/52a/2024-25 Confidential)

45.1.1 the implementation of the Free Speech Guidance by the Office for Students ("OfS") which was due to cover the enactment of elements of the Higher Education (Freedom of Speech) Act 2023 (the "Act") was due to be issued in August 2024 but has been delayed. The latest steer from government sources suggested that some guidance may be issued to support universities but was unlikely to be linked to a formal complaints procedure or a condition of registration;

45.1.2 whilst the implementation of the Free Speech Act had been paused, further work was being undertaken to manage free speech activities, including establishing Protest Guidance. The Free Speech and Community Cohesion Group (chaired by the Deputy Vice-Chancellor, People and Culture) would also be looking across the sector to consider any builds which can be introduced regarding community cohesion and the maintenance of free speech. No fundamental changes were currently planned to policy whilst further clarification on the approach to the implementation of the Act was awaited;

45.2 Condition of Registration – Harassment and Sexual Misconduct (CNL/52a/2024-25 Confidential)

45.2.1 the Office for Students (OfS) had published a new condition of registration and associated guidance which was scheduled to come into force on 1 August 2025. The condition of registration and guidance specifically focused on the OfS' expectations for universities registered with them in relation to the actions which need to be taken to prevent and address harassment and sexual misconduct;

45.2.2 a Task and Finish Group (chaired by the General Counsel and co-sponsored by the DVC (Culture and People) and Executive Divisional Director of HR) had been established to ensure the full implementation of any actions required to comply with the condition of registration.

The Chair thanked Chrysten Cole (General Counsel and Director of Legal and Student Cases) for their contribution to the meeting and politely invited them to leave.

46. Update on SETsquared QantX investment fund (CNL/53/24-25 Strictly Confidential and CNL/53a/24-25 Strictly Confidential)

The Chair invited Stuart Brocklehurst (Deputy Vice-Chancellor, Business Engagement and Innovation to join the meeting.

The Chair reminded members of Council that Glenn Woodcock had declared a conflict of interest in relation to the update on SETsquared Qantx Investment fund but that he would not be asked to absent himself from discussion as the item was principally for information and discussion at this stage and no decision was required.

46.1 The SETsquared partner universities had been exploring opportunities to raise a Collaborative investment fund to support spinouts and innovative regional businesses with regional venture capital firm QantX. The intention to establish the fund had been publicly announced on 11th October 2024 at the South-West Innovation Summit in Bristol;

46.2 The initiative would be a collaboration bringing together the investment industry expertise of regional VC Firm QantX, with the innovation pipeline and support expertise of the SETsquared Partnership;

46.3 SETsquared was widely recognised as one of the UK's most successful innovation partnerships and was recently ranked by the Financial Times as one of the top three start-up hubs in Europe;

46.4 The new investment vehicle would help drive a step change in the capital, expertise and support available to University spin-outs and start-up companies in the region and catalyse the creation and growth of science and technology companies to address global challenges in areas aligned with Strategy 2030, such as sustainability, clean energy and transformative healthcare;

46.5 The ambition for the fund was that it would be of similar scale to the investment vehicles announced by Northern Gritstone and Midlands Mindforge, c. £300m and support businesses at all stages of maturity from pre-seed to growth;

46.6 Council were strongly supportive of the proposed partnership between SETsquared university partners Qantx and recognised that it was an important strategic initiative that was clearly aligned with the ambitions of Strategy 2030 would help to drive innovation, regional growth and productivity in the South-West and regional ecosystem;

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AGREED: That a paper would be scheduled for Council in February 2025 to provide a progress update and enable endorsement of direction of travel and next steps in relation to the SETsquared QantX investment fund.

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The Chair thanked Stuart Brocklehurst (Deputy Vice-Chancellor, Business Engagement and Innovation for their contribution to the meeting and politely invited them to leave.

47. Research Excellence Framework (REF): Introductory overview and background context (CNL/54/24-25 Strictly Confidential)

The Chair invited Professor Krasimira Tsaneva-Atanasova (Vice-President and Deputy Vice-Chancellor, Research and Innovation) to join the meeting and to deliver an introductory presentation on the Research Excellence Framework.

47.1 The Research Excellence Framework (REF) was the UK's system for assessing the excellence of research in UK Higher Education Providers. REF 2029 was the third REF assessment carried out since 2014 and had replaced the previous Research Assessment Exercise

47.2 The Research Excellence Framework (REF) was strategically significant as REF outcomes were used to inform the allocation of c. £2 billion per year of public funding by UK Funding Councils to Universities. The results of REF also had an impact on the prestige of the University as it influenced UK University rankings, research power rankings and wider perception of Exeter amongst academic peers and prospective students;

47.3 The aspects of REF2029 that would be assessed including contribution to knowledge and understanding (50%), People, Culture and Environment (25%) and Engagement and Impact (25%).

47.4 REF assessment was made by academic peers within 34 discipline sub-panels (or Units of Assessment) which sat within four main panels: (Health and Life Sciences (UoAs 1-6); Physical Sciences and Engineering (UoAs 7-12), Social Sciences (UoAs 13-24), Humanities (UoAs 25-35);

47.5 The University had been ranked 18th for research power in REF 2021 and increased the percentage of institutional 4* (world-leading) research from 29% in 2014 to 46.9% in REF 2021;

47.6 REF assessment was made by academic peers within 34 discipline sub-panels (or Units of Assessment) which sat within four main panels: (Health and Life Sciences (UoAs 1-6); Physical Sciences and Engineering (UoAs 7-12), Social Sciences (UoAs 13-24), Humanities (UoAs 25-35).

48. Research Performance 2023-24 and REF 2029 Preparedness (CNL/55/24-25 Strictly Confidential and CNL/55a/24-25 Strictly Confidential)

48.1 The paper provided a brief overview of 2023/24 research performance and an overview of preparations for the Research Excellence Framework for REF 2029;

48.2 The University had appointed Professor Andy Jones as Assistant Deputy Vice-Chancellor (Research Quality and Impact) to support with 2029 preparations. In addition there was also strong Faculty-level support for REF 2029 preparations through the APVCS (Research and Impact);

48.3 Key areas for improvement were outlined as follows:

48.3.1 Strategic review of the composition of UoAs to maximise performance;

48.3.2 Undertaking more external review of outputs to better benchmark quality and continuous improvement;

48.3.3 Reviewing People, Culture and Environment templates at the institutional and UoA level to enhance understanding of policy, strategy and data gaps;

48.3.4 Undertaking more external review of outputs to better benchmark quality and continuous improvement;

48.3.5 Enhancing levels of investment in infrastructure across all disciplines comparable to other research intensive HEIs (especially STEMM) and maintaining focus on strategic investments to maximise future Quality-Related funding and research quality in both REF 2029 and REF 2035;

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49. Risk Report 1: Academic Year 2024-25 (CNL/56/24-25 Strictly Confidential)

49.1 The first risk report of the 2024/25 risk management reporting cycle had been reviewed by Compliance Committee (8 October 2024), UEB (24 October 2024) and Audit and Risk Committee (7 November 2024) and presented information pertaining to the highest risks on the corporate risk register, new risks and peripheral risks;

49.2 There was currently one corporate risk rated as very high (red) which related to the potential failure to meet planned Home and International Postgraduate Taught numbers (CR53) and remained unchanged from the previous reporting period. The were also 6 High risks (amber) on the corporate risk register;

49.3 There had been an increase in risk rating for the delivery of Degree Apprenticeships (following the government announcement in September of a planned reform of the apprenticeship system) and Philanthropy, financial and volunteering targets (as a result of staff vacancies and long-term absence);

49.4 With regard to the Horizon Scanning Log (Appendix 2) it was noted that it would be sensible to review all items relating to the General Election to see if there were any further emerging risks and horizon matters to be captured.

50. Annual Report of the Audit and Risk Committee 2023-24 (CNL/57/24-25 Strictly Confidential)

50.1 The report outlined the work of the Audit and Risk Committee in the period from 1 August 2023 to 31 July 2024 and provided the Committee's opinion on the adequacy and effectiveness of the University's arrangements for:

50.1.2 Risk management, control and governance;

50.1.3 Economy, efficiency and effectiveness (value for money);

50.1.4 Management and quality assurance of the data submitted to the Higher Education Statistics Agency, the Student Loans Company, the Office for Students, Research England and other bodies;

50.2 Council noted that a copy of the Annual Report would be included in the University's annual accountability return to the Office for Students.

APPROVED: The final version of the Annual Report of the Audit and Risk Committee (Academic Year 2023-24).

51. Verbal Update from the Chair of Audit and Risk Committee

51.1 The Chair of Audit and Risk Committee provided a verbal update on key issues discussed and considered at the meeting on 7 November 2024:

51.2 In relation to Business Continuity:

51.2.1 Audit and Risk Committee had received an update on the ongoing planning and testing of Business Continuity Plans. It was noted that Business Continuity tests had recently been deployed in relation to confirmation and clearing plans and unplanned events (eg national power outages);

51.2.2 With c. 42 Business Continuity Plans currently in place, the Commtitee agreed it would be sensible to review the overarching programme in place to enable an assessment of the overall control environment and any areas that may potentially be missing. It was also agreed that the Chair of Audit and Risk Committee would observe one of the forthcoming Gold Command exercises;

51.3 In relation to Cyber Security and the NIST (National Institute of Standards and Technology) Maturity Checkpoint:

51.3.1 Audit and Risk Committee had noted that there had been no major cyber security or data breaches since previous discussion and that an AI Policy was in the process of development to enable digital innovation at Exeter, whilst ensuring appropriate levels of management oversight;

51.3.2 It had been agreed that it would be helpful to develop a roadmap of the forward programme to the 2026 NIST target, in order to more clearly signpost key milestones, potential obstacles to delivery, and required investment decisions to enable continued progress on cyber security implementation;

51.4 In relation to Disaster Recovery and Data Loss Prevention

51.4.1 The University was in the process of updating the Removable Media Policy to block the use of removable media (eg USB sticks & hard drives) on all managed devices with two exemption areas for media usage, including: i) Lectern PC's linked to teaching; ii) Research and infrastructure teams who would be able to access via a robust exemption process;

51.4.2 Audit and Risk Committee had supported the proposed approach and direction of travel, but noted the importance of ensuring there were robust controls in place to strictly limit the number of 'exemptions' to mitigate potential risks.

51.5 The Committee had received a number of updates on the final internal audit reports including: i) review of UEB Governance Structure; ii) Academic Quality

51.5.1 The Committee noted the detailed management response on the findings of the Internal Audits on i) Sustainability and ii) IT Systems and Platforms (Estates and Commercial) were still in the process of being finalised and had therefore been unable to be provided to the Committee in November 2024 , but would be circulated via email for initial review and comment and any material concerns would be discussed further at subsequent meeting in March 2025;

51.5.2 The internal audit assessment provided by PwC was one of 'reasonable assurance / moderate assurance' and it was noted that no other institutions in the HE sector had received an assessment of 'substantial assurance' on the basis of the size and complexity of Universities;

51.6 In relation to Value for Money:

51.6.1 The Committee had recognised that whilst the University was relatively efficient in comparison to the rest of the Higher Education sector that it would be important to embed Value for Money more deeply into operational activities; develop alternative comparative benchmarks with the public and private sector; and look to adopt a sector-leading approach to cost effectiveness to drive institutional performance and ensure the University was operating as effectively and efficiently as possible;

51.7 the Committee had received also received assurance reports on the following:

51.7.1 Universities standard costing framework (TRAC);

51.7.2 The Student Cases Annual Report (2022-23) and noted that the cases of academic misconduct covered a broad range of misconduct (including relatively minor elements of poor academic practice due to lack of sufficient referencing) and that the number of instances of plagiarism and collusion were much less frequent;

51.8 In accordance with the CUC Code, which stipulated that 'the contracts for any externally provided services should be subject to competitive tender at least every 5 years', the Committee endorsed the recommendation to proceed with a mini-competition for re-tendering of internal auditors via the Crown Commercial Services (CCS) Framework. The final recommendation for the internal auditors would be endorsed by Audit and Risk Committee and scheduled for Council approval in accordance with the University's Statutes.

52. Draft University Terms and Academic Calendar 2025-26 (CNL/58/24-25 Confidential)

52.1 In response to previous feedback, the committee dates for the forthcoming Academic Year 2025-26 were being presented to Council at an earlier stage to enable the provisional committee dates to be circulated to members as far in advance as possible and plan their diaries and other commitments accordingly;

52.2 That the final version of the University Terms and Academic Calendar 2025-26 would be presented to the University Executive Board prior to further endorsement by Council (27 February 2025), Senate (11 March 2025) prior to final approval by Council via e-circulation and wider publication online.

APPROVED: The Council and Council Committee dates, subject to final consultation with the relevant Chairs.

AGREED: To circulate calendar invites for the Council and Council committee meetings in the Academic Year 2025-26.

53. Chair's Closing Remarks

53.1 The Chair thanked members for their contribution to the meeting and indicated that the next meetings of Council would be held on the 26th and 27th February 2025.

Closed Session for Independent Members Only

54. Remuneration Committee Annual Report 2023/24 (CNL/59/23-24 Strictly Confidential)

54.1 The Chair invited the Pro-Chancellors and Independent Class II members of Council to remain in the meeting for a confidential report from Sally Cabrini on the remuneration committee. The Remuneration Committee Annual report summarised the key decisions and issues considered by the Remuneration Committee in 2023/24.

55. Part II – Items (For Decision) approved by Council

55.1 In accordance with the standard and previously agreed practice, the Chair confirmed that the following items in Part II (For Decision), had been formally **APPROVED** by Council, including:

55.1.1 Council Committees: Terms of Reference Academic Year 2024-25 (CNL/60/24-25)

55.1.2 Internal Audit Procurement Proposal (CNL/61/24-25)

55.1.3 Internal Treasury Management Policy (CNL/62/24-25)

55.1.4 Concordat to Support the Career Development of Researchers: Signatory Annual Report 2023/24 (CNL/64/24-25)

55.1.5 Annual Research Integrity Statement (CNL/65/24-25)

55.1.6 Academic Assurance Plan (CNL/68/24-25)

55.1.7 Amendment to Ordinance 26: The Powers of Education Board and Postgraduate Research Board (CNL/69/24-25)

55.1.8 Amendments to Student Complaints Procedure (CNL/70/24-25)

56. Part II – Items (For Information)

The following items were received in Part II by Council for information:

56.1.1 Annual Report on Investments (CNL/63/24-25)

56.1.2 External strategic research and innovation funds (CNL/66/24-25)

56.1.3 Summary of External Research Audits (CNL/67/24-25)

56.1.4 Health and Safety Annual Report (CNL/71/24-25)

56.1.5 Draft Internal Audit Annual Report (CNL/72/24-25)

56.1.6 Academic Promotions Report (CNL/73/24-25)

Committee Reports and Minutes

56.1.7 Audit and Risk Committee Minutes (30 September 2024) (CNL/74/24-25)

56.1.8 Strategic Investment Committee Report (CNL/75/24-25)

56.1.9 Capital Management Group Report (CNL/76/24-25)

56.1.10 Annual Report of Senate (CNL/77/24-25)