Aston University

COUNCIL EFFECTIVENESS REVIEW 2019

1. BACKGROUND

The Committee of University Chairs (CUC) HE Code of Governance requires governing bodies to undertake a review of their own effectiveness every four years. The Aston University Council appointed Shakespeare Martineau LLP (Shakespeare Martineau) to undertake a Council Effectiveness Review (CER) in 2019.

The review assessed Council's effectiveness against:

- Requirements of the new Higher Education (HE) Regulatory Framework including the requirements of the Office for Students (OfS)
- Capacity to oversee and support delivery of the University Strategy
- Compliance with public interest principles, by reference to the CUC HE Code of Governance
- Best practice inside and outside the higher education sector
- Working relationships within Council and between Council and Executive/Senate and the capacity of Council collectively and individually to support and challenge
- Appropriateness of information and assurances.

Shakespeare Martineau were also asked to provide advice on best practice in relation to the issue of remuneration of Council members.

The CER was undertaken during June – November 2019 and involved: observation of meetings of Council and its Committees; interviews with members of: the Council, Executive, and Senate and the Director of Governance; a review of documents available for members of Council, Senate and the Executive; and a benchmarking exercise of the University's governance arrangements against an agreed list of comparable universities.

Shakespeare Martineau's Final Report and recommendations were discussed by the Council in January 2020. The Council requested the Nominations and Governance Committee (NGC) to develop a prioritised action plan for taking forward the recommendations for consideration at future Council meetings.

2. CER REPORT'S CONCLUSIONS AND RECOMMENDATIONS

We will not place ourselves under any financial or other obligation to outside individuals or The report concluded governance of the University has improved considerably in recent years; interviewees spoke of governance being "on a journey", accelerated by the changes to the membership of Council in 2017 and the arrival of the new Vice-Chancellor and the current Pro-Chancellor and Chair of Council. Governance is compliant in terms of current sector guidance, and examples of good practice were identified.

The CER Report identified a number of areas in which the effectiveness of Council and its subcommittees could be increased going forward:

i) to develop the Council's work and oversight of the adoption of the Aston Strategy 2018-2023;
ii) to ensure compliance with the new HE regulatory framework and the requirements of the OfS as regulator, and with current governance best practice;

iii) to enhance the Council's oversight of academic governance, included stronger links with the Senate and the Colleges.

The CER Report recommended that Council should review the membership of its sub-committees with a view to appointing staff and/or student members.

The CER Report also included some "housekeeping" recommendations designed to ensure that there was a good flow of information, clarity of role and effective communication throughout Council's activities and its dealings with the Executive, Senate and the wider staff and student community, so that members were in a position to offer robust and informed challenge and support.

3. AGREED ACTIONS

Council welcomed the CER Report and was pleased to receive confirmation that its efforts over the preceding few years to modernise and improve its operational effectiveness and working relationships had been reflected in the report. Members welcomed SM's recommendations which would assist the Council in sharpening its effectiveness going forward, particularly in relation to monitoring the delivery of the University Strategy and securing assurance around compliance with the HE regulatory framework.

In October 2020, the Council endorsed a prioritised action plan developed by the NGC which identified the following key areas of work:

Aston University Strategy

- Development and implementation of a range of measures to enhance the interaction between the Council and the Executive, including the Executive Deans, and also with the wider Aston community. These include the provision of regular strategy reports to Council by the Executive Deans and other members of the Executive.
- Agreement of a new set of 10 beneficiary KPIs to measure performance and three financial KPIs. Council will continue to receive biennial reports on these KPIs and their lead indicators.
- A review and refresh of the Strategic Risk Register and Risk Appetite, with biennial progress reports going forward.
- Provision of opportunities for Council members to engage directly with groups of students and staff, as a means to identify and recognise the key issues important to staff and students. This includes the establishment of beneficiary panels who could be consulted on key strategy proposals and sensitive issues. A Student Panel took place at 24th March 2021 Council meeting and the University's response to the issues raised is to be received by Council on 16th June 2021.

Assurance around Compliance with the HE Regulatory Framework

- The HE Regulatory Framework and assurance of compliance with it is now specifically reflected in the annual schedule of work of the Council and relevant committees.
- The Audit and Risk Committee (ARC) receives a detailed annual report on compliance with OfS conditions of registration, and provides an evaluation of this in its annual report to Council.
- Briefing sessions on the HE Regulatory Framework and OfS conditions of registration are provided for new Council members as part of their induction and these are also offered as refresher training for existing members.

Academic Governance, Quality and Standards

- Council has appointed an Associate Member in the role of independent HE Advisor to Council, whose role is to provide informed comment on and challenge of academic strategy and governance matters, including the performance of the University against its academic goals and strategy, as measured by the academic KPIs approved by Council.
- Council agreed that the University should arrange an independently chaired Senate Effectiveness Review (SER), and make recommendations on how engagement between Council and Senate could be enhanced. The proposed approach and methodology for the SER was approved by Council (17.6.20). The SER final report and recommendations were presented to Council (27.1.21) by the independent SER Chair. The Senate has established a group to develop and implement an action plan for completion in time for the new academic year 2021/22. The Senate received a report on the implementation of the action plan at its 2nd June 2021 meeting.

Remuneration of Council Members

- Council agreed that, in the light of the advice from SM, it would not be appropriate at this stage to propose the adoption of a system of remuneration for independent Council members. It was agreed that the Remuneration and Workforce Strategy Committee (RWSC should) annually review the remuneration of Council members in the light of advice from the CUC/OfS and the workload and accountability burden falling on Council members under the new regulatory framework. This is included in the RWSC's annual schedule of business.

Housekeeping Recommendations

- NGC has agreed a number of actions to improve Council's effectiveness going forward:
  - Introduction of the role of Senior Independent Member
  - Review and refresh of Council member induction
  - Review and refresh of the Council's Operational Guidelines, which includes the CUC's principles and values of governance, and clarifies specific criteria for the delegation of authority to the Pro-Chancellor or Deputy Chair.
  - Review of the terms of reference and constitution of the Council's Committees, which includes the separation of the former Nominations and Remuneration Committee into two separate committees NGC and RWSC, and ensuring the ARC's terms are in line with the model terms contained in the CUC HE Audit CoP.
  - Review and refresh of the Scheme of Delegation.
  - Implementation of a written procedure for the appointment of Council members including a fit and proper person declaration as required by the OfS
  - Guidelines on Preparation of Council Papers have been prepared and approved by Executive and Council. They will help ensure the provision of succinct and clear papers which provide the information Council members need to understand the issues being raised and, where necessary, to make informed decisions.
  - Council agendas have been restructured with priority given to the strategy items for approval and discussion.
  - Council and Committee meetings have moved to on-line meetings during the Covid pandemic and have operated effectively. Going forward it is likely that a mixture of physical, on-line and hybrid meetings will be used in order to accommodate the needs of the Committees and members.
  - Council annually reviews the schedules of business of its Committees.

Council has received annual progress reports on the implementation of the recommendations. Most of the recommendations prioritised for 2020/21 have been completed and the remaining ones, which have been impacted by the Covid-19 restrictions, are substantially completed or are in progress due for completion during 2020/21.

Council expressed its thanks to Shakespeare Martineau for its valuable CER Report, and to the members of the Council and Committees and University colleagues whose had participated in the Review process and for their valuable and insightful contributions.

Dame Yve Buckland, DBE
Pro Chancellor and Chair of Council