UNIVERSITY OF ABERDEEN

UNIVERSITY COURT

MINUTES OF MEETING HELD REMOTELY VIA MICROSOFT TEAMS ON 29 JUNE 2021

Present: Nuala Booth, (in the Chair), Keith Anderson (Minutes 489 to 527), Colette Backwell, Eleanor Bentley, George Boyne, Owen Cox, Nick Edwards, Louise Henrard, David MacFarlane, Helen Martin, Gary McRae, Martin Mills, Anne Minto, Joachim Schaper, Jenny Shirreffs, Diane Skatun, Lindsay Tibbetts, Neil Vargesson and Cecilia Wallback.

In attendance: Julie Ashworth, Camilo Torres Barragan, David Beattie, Marion Campbell, Rob Donelson, Debbie Dyker, Graeme Kirkpatrick, Alisa Koester, Karl Leydecker, Tracey Slaven, Alan Speight, Iain Torrance KCVO, Richard Wells and Bruce Purdon (Clerk). Jan Juillerat and Ella Ritchie (observing the meeting as part of the review of governance being undertaken by Advance HE)

Apologies for absence were received from Iain Mackay, Lyndsay Menzies and Iain Percival.

NEW AND RETIRING MEMBERS

489 The Court welcomed Julie Ashworth who was observing the meeting prior to taking up her post as Senior Governor on 1 July 2021.

490 The Court expressed its considerable thanks and appreciation to David MacFarlane for his nine years service on Court and as Chair of the Audit and Risk Committee since 2017. The Court also thanked Louise Henrard and Cecilia Wallback for their respective service as members prior to their retirement from the Court on 30 June 2021. The Court also welcomed Alisa Koester and Camilo Torres Barragán, who were observing the meeting prior to succeeding Cecilia Wallback and Louise Henrard as Aberdeen University Students’ Association (AUSA) nominated members of Court, and Graeme Kirkpatrick, who was also observing the meeting as part of his induction as Chief Executive of AUSA.

DECLARATION OF INTEREST AND CONSIDERATION OF FORMAL BUSINESS AND REMINDER OF COURT AND MEMBER RESPONSIBILITIES

491 The Court noted the standing reminder of the responsibilities of Court and those of members as charity trustees (copy filed with the principal copy of the Minutes).

492 Gary McRae declared an interest in minutes (523-527) as a non-executive director of a company that was providing materials for the Science Teaching Hub, noting, however, that he had no involvement in the contractual arrangements for this. Owen Cox noted an interest in minutes (523-527), Eleanor Bentley declared an interest in minutes (591) and Lindsay Tibbetts in matters related to the King’s Quarter Redevelopment as Deputy Head of the Business School.

Universities Superannuation Scheme (USS)

493 It was noted that a number of staff members of Court would have an interest in the discussion of USS and that this would be considered as noted for future meetings.

MINUTES

494 The Minutes of the meeting held on 23 March 2021 were approved.

Action Log

495 The Court noted the updated Action Log (copy filed with the principal copy of the Minutes). It was also noted that the Action Log would be updated (section 214 of August 2020) to record that the Development Trust had completed its data audit and was implementing recommendations accordingly.
With reference to section 245 of the Action Log, it was confirmed that matter of Scottish Charitable Incorporated Organisation had been considered by the Governance and Nominations Committee (see minutes (552)

MATTERS ARISING

No matters arising were noted.

ORAL REPORT FROM THE INTERIM SENIOR GOVERNOR

The Interim Senior Governor reported on the recent meeting of the Committee of University Chairs which she had attended on behalf of the Court, at which USS and Sexual Harassment in the higher education sector had been the main items of discussion. She also reported on a discussion led by the Higher Education Policy Institute around the relationship between universities and the media.

The Interim Senior Governor noted, with great sadness, the loss of Mrs Lori Houlihan, formerly Director of External Affairs, who had made a major contribution to modernising the University’s approach to marketing and fundraising. As a highly respected and popular figure both in the University and wider community, Lori would be dearly missed by many. The Interim Senior Governor also noted the sad loss of a number of further former and current staff, all of whom would likewise be much missed and fondly remembered. The Court recorded its condolences for the loss of these much valued colleagues.

The Principal, on behalf of Court, recorded his considerable thanks and appreciation to Professor Nuala Booth for her service in undertaking the role of Senior Governor on an interim basis since January 2021.

ORAL REPORT FROM THE PRINCIPAL AND REPORT ON SECTOR DEVELOPMENTS

The Principal highlighted to Court that during the past year, despite the pandemic, over 5,000 students had completed their degrees and that this represented a remarkable effort both on their part and that of the University’s staff.

The Principal highlighted that an issue to be considered as part of a later agenda item on the University’s financial planning for the next three years, was investment for new staff to help address the pressures on workload. He noted that the good progress the University had made in recent years, as demonstrated by top quartile performance in league tables and in tackling the challenges of the pandemic, was not considered to be sustainable with current staff:student ratios. This was further evidenced by the fact that in the recent QS World Rankings, the University had risen to 205th in the world, but was 492nd in terms of its staff:student ratio. The budget plans that Court was being asked to agree would, therefore, enable this very important further investment in staff.

The Principal also looked ahead to the next academic year with the cautious expectation that most Covid-19 restrictions could be eased and that teaching and research could return to normal or near normal. Applications for study were encouraging and this reflected growing confidence on the outlook for the pandemic within the UK.

The Court also received a report on developments across the UK higher education sector (copy filed with the principal copy of the Minutes). These included the Augar Review and Skills for Jobs White Paper in England which had potential cross-border implications for Scottish higher education and the SFC’s review of tertiary education, Phase 3 of which was due to report by 30 June. In discussion of future funding of higher education, it was considered unlikely that, given the pressures on public finances arising from the pandemic, there would be any significant increase in funding for the higher education sector.

The Principal also noted that the Aberdeen 2040 Strategy had been awarded ‘Strategy of the Year’ by the Higher Education Strategic Planners Association. The Court would discuss next steps for the implementation of the Strategy in the Autumn.
REPORT ON RECRUITMENT, ELECTION AND APPOINTMENT OF SENIOR GOVERNOR

506 The Court received a report (copy filed with the principal copy of the Minutes) on the process for the recruitment and election of the Senior Governor which concluded on 7 May 2021.

507 The report provided initial commentary on the operation of the key parts of the process. In discussion it was noted that turnout in the election from the student constituency had, as in 2019, been low. The proximity of the election to other local and national student elections was suggested as a factor in this although it was also noted that the timetable had to a significant extent been dictated due to the position becoming vacant earlier than planned. It was also noted that initial feedback from the recruitment consultants indicated that the electoral component of the process, as in 2019, had a negative impact on the number and diversity of applications. The Court noted that a review of the operation of the process to identify good practice and where changes might be required in future and any points of feedback to provide to the Scottish Funding Council/Scottish Government was being undertaken and would be considered by the Senior Governor Appointment Committee.

508 The Court noted the appointment of Julie Ashworth as Senior Governor with effect from 1 July 2021 for a period of three years.

RECOMMENDATIONS ON APPOINTMENT OF INDEPENDENT MEMBERS OF COURT

509 The Court received and consider a paper setting out recommendations for the appointment of four independent members of Court from the interview panel that had been established by the Governance and Nominations Committee with delegated authority (copy filed with the principal copy of the Minutes). The paper also provided further information on the public recruitment and advertisement of the vacancies and the number and diversity of applications.

510 The Court noted that the process had prioritised the skills and experience requirements that had been discussed previously by Court and the need to maintain gender balance and improve the wider diversity of its membership. A total of 64 applications had been received and there was considered to have been diversity in the overall field, particularly in terms of ethnicity and age, and a high quality of applicants overall. As a result, the Court welcomed that the recommended appointments would enhance both its skills mix and diversity. In discussion, it was suggested that in future offering remuneration might help to further diversify applications, particular for those at an early stage of their careers, and it would be open for Court to consider doing so.

511 The Court approved the appointment of:

1. Ms Caryn Miller (Legal) Partner and Managing Director for Asia and the Middle East, Cameron McKenna Nabarro
2. Ms Charlotte Pope Williams (Legal), Associate Barrister, Pinsent Masons
3. Mr Otto Thoresen (Finance & Risk), Chair of: NEST (Workplace Pension Scheme); BT Pension Scheme; Aviva International Assurance, formerly Director General of the Association of British Insurers and Chief Executive of Aegon UK; University of Aberdeen Alumnus
4. Dr Robert Traynham, Head of Public Affairs/International Spokesperson, Facebook and Lead for Global Partnership with Google and Apple on LGBTQ+ community in Big Tech; University of Aberdeen Alumnus

512 The Court noted that dates for the commencement of the appointment of each member were to be confirmed in consultation with them.

FINANCIAL PLANNING 2021/22 TO 2023/24

513 The Court received a paper with proposed revenue budgets for 2021/22 to 2023/24 (copy filed with the principal copy of the Minutes). The proposed budgets had been developed following planning sessions with Schools and Professional Services Directorates that were designed to closely integrate both strategic and financial planning, provide for a close interface and
alignment between School and Directorate plans and ensure that collectively, all key constituencies are working toward shared objectives. The proposals had also been considered and approved, for progression to Court, by the Policy and Resources Committee.

514 The Court noted that despite an exceptionally turbulent financial year, and considerable uncertainty, the University expected to return a surplus in 2020/21 for the third consecutive year, achieved in part due to one-off financial support grants to the sector from SFC and the furlough scheme. The proposed budgets, therefore, recognised and made provision for the fact the University was still in a recovery phase from the pandemic and facing potential increased USS pension contributions and adjustments to the funding mechanism for EU students. As noted above, it also sought to balance the clear need for investment to increase staff numbers with the requirement of financial sustainability. Accordingly, the budget proposed small deficits in 2021/22 and 2022/23, with break-even in 2023/24 but with the aim of outperforming those targets.

515 The proposals were accompanied by a capital investment programme of £100M over 3 years, resulting in an operating cash balance of £43.2M at the end of the three-year period. The University would also repay the first £10M of loans and set aside money to allow the next £10M repayment to be made in 5 years time. A full 10-year Estates and Digital plan was to be developed and presented to a future Court along with recommendations on cash holdings. The paper also outlined that covenant tests (internal and external) were met by this plan, however this excluded the unknown impact of USS valuations on the pension provision and subsequently the gearing covenant.

516 In discussion, members welcomed the approach through which the budget proposals had been developed with Schools and Directorates. It was confirmed that the estimated proceeds of remaining sales of former Rowett Estate land had been reassessed to current market conditions and was considered to be achievable. The ability of estate infrastructure to accommodate growth in student numbers was also discussed.

517 The Court agreed to:

i. Approve an underlying revenue position with a £3M deficit in 2021/22, a £1.5M deficit in 2022/23 and break even in 2023/24. The need and opportunity to increase investment in staff resource within the overall budget envelope approved, reflecting improvement in recruitment projections and the need to improve staff student ratios, post the presentation of the budget, was endorsed.

ii. Approve the capital expenditure plan.

iii. Note that the Plan meets our internal and external covenants, note the risks and sensitivity impacts within the Plan and that a full 10-year Estates and Digital plan will be presented to a future Court along with recommendations on cash holdings.

UNIVERSITIES UK (UUK) EMPLOYER CONSULTATION FOR THE UNIVERSITIES SUPERANNUATION SCHEME (USS)

518 The Court received an update on the UUK consultation in April regarding the USS pension scheme and further proposals for consultation which had recently been received (copy filed with the principal copy of the Minutes). The paper supplemented the briefing session for Court members on the USS scheme which had been held the evening before the meeting.

519 The paper outlined that the further proposals for consultation on the future structure of scheme asked for employer preferences on two options summarised here as:

Option A: To accept a counter proposal from the USS Trustee to an earlier proposal from UUK; or

Option B: Oppose the counter proposal from the USS Trustee as the covenant support package proposed is not acceptable, and identify an alternative feasible approach to this.

520 The Court discussed the implications of both options in depth together with wider issues and challenges that faced both the sector and the University with regard to ensuring a long-term sustainable future for the scheme and equity for all its members, both current and future. In discussion, there was a general consensus that the scheme was not sustainable in its current
form given the estimated increases in contributions that would be required of both employers or employees. Significant concern was expressed that the current consultation proposals would not address the fundamental issues facing the scheme and only defer them until the next valuation of the scheme. Concern was also expressed regarding providing covenant support commitments to the benefit of other universities at the expense of the University of Aberdeen as a charity and the risk this exposed the institution to. It was also recognised, however, that it was unlikely that any further options would be presented in the short-term. Option B was not considered to be supportable as it would result in significant increases in contributions from October 2020. This therefore, only left Option A but which was considered to also carry significant risks to the University. It was agreed, therefore, that Court would endorse a response to UUK favouring Option A conditional upon there being an immediate sector discussion on governance reform of the scheme. The Pensions Advisory Group was invited to develop a more detailed response to the consultation based on that position which would then be circulated to Court for agreement prior to submission to UUK.

521 The Court noted that the future of the scheme was hugely important to staff and that the issues were highly complicated. While challenging to communicate, the need to engage with staff, locally and nationally, to ensure they understood the issues and risks facing the scheme and employers would be critical to how the debate progressed.

522 The Court also agreed that the University’s Pensions Advisory Group should now report directly to Court rather than via the Policy and Resources Committee, and that its membership should be extended to include a wider-cross section of Court members. The Governance and Nominations Committee and, thereafter, Court be asked to consider proposals on membership.

AUDIT AND RISK COMMITTEE:
REPORT OF THE ESTATES & FACILITIES REVIEW GROUP

523 The Court received and considered a report outlining the findings and recommendations of the Estates & Facilities Review Group (copy filed with the principal copy of the Minutes).

524 The paper reminded Court of the background to the review which had been established in September 2020 on the recommendation to Court of the Audit & Risk Committee that a review be undertaken of (i) the procurement process, and (ii) the project/contract management and governance arrangements within the Estates & Facilities Directorate, with a particular focus on the Science Teaching Hub (STH) construction project. The findings and recommendations arising from the review had been approved by the Audit & Risk Committee and were presented to Court for endorsement.

525 The Court was also briefed on the progress of a related externally facilitated review of leadership and culture in the Estates & Facilities Directorate which was ongoing and would be reported to the Audit and Risk Committee and Court once finalised.

526 In discussion, it was confirmed that assurance to Court on the implementation of the recommendations would be through regular reporting and monitoring via the Senior Management Team and the Audit & Risk Committee. The findings of the review with regard to segregation of duties for senior managers in chairing committees or project boards was recognised as being of importance to all major projects, capital or otherwise, and it was noted that the governance review would have cognisance of this.

527 The Court endorsed the report and welcomed its recommendations for best practice as being particularly important given the significant capital projects being undertaken or planned. It was also confirmed that some of the recommendations were already being implemented through the Project Management review group, including the establishment of a dedicated Project Management Office and a more strategic approach to procurement within projects being adopted. The Court noted that the implementation of the further recommendations within the review, in combination with those from the review of leadership and culture, would be undertaken under the oversight of the University Secretary and Chief Operating Officer, with regular updates on progress being provided to the Audit and Risk Committee and Court.
RISK MANAGEMENT

RISK MANAGEMENT FRAMEWORK

528 The Court received and considered the new University Risk Management Framework (copy filed with the principal copy of the Minutes), including a new risk register template for implementation on a university-wide basis.

529 In discussion, it was noted that the University’s risk appetite would be a question which both the Audit and Risk Committee and Court should engage with regularly, with how risk appetite was aggregated being of particular focus for the former. It was also anticipated that risk would not only feature regularly on the agendas of key committees but shape their further content. It was clarified that the Sustainability Steering Group currently reported to the Policy & Resources Committee.

530 The Court agreed to approve:
   i. The new University Risk Management Framework and;
   ii. The new Risk Register Template.

STRATEGIC RISK REGISTER - BIANNUAL REPORT

531 The Court received and considered the biannual update on management of the University’s Strategic Risk Register (SRR) (copy filed with the principal copy of the Minutes). This was the final report on strategic risks under the current reporting arrangements and the paper, therefore, also outlined the next steps in transitioning to the new risk management arrangements discussed above.

532 In discussion, the Court was assured that while the risk of a cyber attack on University systems being successful could never be completely removed, the Audit and Risk Committee was assured that the assessment of the risk as severe rather than critical was appropriate. It was also suggested that the risk of disruption to teaching and research was growing due to the increasing likelihood of industrial action over pensions.

533 The Court noted the biannual update on the Strategic Risk Register.

RESEARCH FORWARD LOOK

534 The Court received an update paper on research activities, which discussed the measures being taken to implement Aberdeen 2040 and to encourage and support recovery in research, knowledge exchange and engagement activities. (copy filed with the principal copy of the Minutes).

535 The Court discussed the paper’s information on trends in research income and applications and how this compared against sector benchmarks. The University was recording growth but it was from a base line that was lower than many of its peers. Improvements in the numbers of mid-size research awards was welcome, however, the University was intent on also increasing large grant awards (>£1M) and the paper outlined the measures being taken to stimulate and support growth in larger scale research activity.

536 The Court also discussed the impact and commercialisation of the University’s existing excellence in research and noted the initiatives that were being taken to foster links with industry and commercial application of research. It was agreed that it would be helpful to receive more information on this, in particular with regard to the work of the Rowett Institute, as part of one the pre-Court presentation evenings. It was also agreed to circulate to Court information on recent media coverage of the University’s research on Covid antibody testing.

KING’S QUARTER REDEVELOPMENT PROJECT

537 The Court discussed a representation that some members had received regarding the planning permission granted for the King’s Quarter Project and the relocation of the O’Dell gardens space to an area adjacent to University Road/College Bounds. The Court received an oral report on the background to the representation and the steps that had been undertaken to
identify and then engage with individuals who had a family connection to, or other interest in, the gardens.

The Court invited the University Secretary to respond on its behalf to the representation and noted that the University would continue to engage on how the relocation would be undertaken with those families and others in the community with an interest in those particular spaces.

**ROUTINE BUSINESS FOR APPROVAL**

**REVISED STRATEGIC PLANNING FINANCIAL FORECAST (SPF) FOR 2020-21 TO 2022-23**

The Court received and approved the revised Strategic Plan Forecast (SPF) report to the Scottish Funding Council for the financial year 2020-21 and for the further financial years 2021-22 to 2022-23 (copy filed with the principal copy of the Minutes).

**SENATE REPORT**

The Court received and noted a report from Senate (copy filed with the principal copy of the Minutes) on the main items of business considered at its meetings on 17 March and 12 May 2021. In addition, the Court also approved the following items of business on the recommendation of the Senate:

**Rectorial Election**

Following consultation with the Students’ Association and in line with the requirements of Ordinance 115, the Court approved a recommendation from the Senate that voting for a new Rector take place between Tuesday 16 November 2021 and Thursday 18 November 2021. The Court also noted that the term of office for the next Rector would, under Ordinance 115, commence on 1 January 2022.

**Degree Resolutions**

The Court approved two draft Resolutions for changes to regulations for various degrees to enact changes recommended to the Senate by the Quality Assurance Committee for introduction in academic year 2021/2022. The Court further agreed that, in accordance with the provisions of Section 6 (2) of the Universities (Scotland) Act 1966, the draft Resolutions be passed forthwith, so that the amended provisions may be applied with immediate effect.

**Complaints Handling Procedure**

The Court approved a revised Complaints Handling Procedure (CHP), as prescribed to all Higher Education Institutions by the Scottish Public Services Ombudsman (SPSO).

**ROUTINE BUSINESS FOR INFORMATION**

**FINANCIAL & MONTHLY MANAGEMENT REPORTS**

The Court received and noted the Monthly Management Report for the period to 30 April 2021 (copy filed with the principal copy of the Minutes).

**DECISIONS MADE BY CIRCULATION**

The Court recorded its decision reached by circulation in May with regard to a response to a Universities UK consultation on the USS pension scheme (copy filed with the principal copy of the Minutes). The Court recorded that it had agreed, on the basis of a majority of responses from members, to approve the University’s response to the consultation, subject to the following:

1. Amendment of the response to include a direct reference to concerns around the valuation date and to adjust the language in a further section which was felt to articulate un-caveated support for the UUK proposals. (Note by Clerk: These amendments were incorporated and approved by the Convenor of the Pensions Advisory Group and the final version was circulated to Court for information).
2. Scheduling of a specific session for Court focused on Pensions to build understanding (Note by Clerk: This session was held on 28 June 2021).

REPORTS FROM COURT COMMITTEES AND JOINT COMMITTEES OF COURT AND SENATE

POLICY & RESOURCES COMMITTEE

546 The Court received and noted a report on the key items of business considered by the Policy and Resources Committee at its meeting on 8 June 2021 (copy filed with the principal copy of the Minutes). The report included:

- The Committee’s consideration of revenue budgets for 2021/22 to 2023/24 and their recommendation to Court for approval (Minutes 513-517 refer);
- The Committee’s approval of the AUSA Report and Budget for 2021/22 (in accordance with the requirements of the 1994 Education Act);
- Discussion of fossil fuel divestment;
- Updates on student recruitment and approval of new scholarships for international students;
- Updates on International Partnerships;
- The Committee's approval of the procurement strategy for the King’s Transformation Project;
- The Committee’s approval of new and updated policies on Home Working, Academic Promotions Procedures, and Management of Occupational Road Risks;
- The Committee’s approval of the Information Governance Committee henceforth reporting to Court via the Audit & Risk Committee (A&RC) rather than via P&RC, subject to the agreement of the Chair of A&RC.

AUDIT AND RISK COMMITTEE

547 The Court received and noted a report on the key items of business considered by the Audit and Risk Committee at its meetings on 29 April and 3 June 2021 (copy filed with the principal copy of the Minutes). This included commentary on the Committee’s consideration of reports from the Estates and Facilities Review Group, and the Bi-Annual Risk Management Update, items which were being considered separately by the Court (see Minutes 523-527 and 531-533).

GOVERNANCE AND NOMINATIONS COMMITTEE

548 The Court received and noted a report on the main items of business considered by the Governance and Nominations Committee at its meeting on 20 May 2021 (copy filed with the principal copy of the Minutes) and which included the following matters for approval.

Amendment to the Composition of the Committee

549 The Court approved an amendment to the Committee’s composition, as recommended by the internal review of governance, to permit the Senior Governor to serve as chair of the committee.

Re-Appointment of Independent Member of Court

550 The Court approved the re-appointment of Professor Nuala Booth as an independent member of Court for a period of three to five months from 1 August 2021, the exact period to be confirmed following the conclusion of the recruitment of new independent members.

Appointments to the Audit & Risk Committee

551 The Court approved the appointment, with effect from 1 August 2021, of:

(i) Ms Eleanor Bentley as Chair of the Audit and Risk Committee
(ii) Mr Keith Anderson to one of the two vacancies for independent members on the Audit and Risk Committee.
Legal Advice on Charitable Status and Scottish Charitable Incorporate Organisation (SCIO)

552 The Court noted a report on the Committee’s consideration of the advantages and disadvantages offered by the charitable form of a Scottish Charitable Incorporated Organisation (SCIO), which had been informed by legal advice. This had included considering the Court’s current charitable form and what would be required to change that, the attributes of a SCIO and an assessment of the implications for the University should the Development Trust move to a SCIO form. The Committee reported to Court that the current legal form of the University should not be changed and that there were no relationship issues for the University with the Development Trust should it change its legal form to a SCIO.

RESEARCH POLICY COMMITTEE

553 The Court received and noted a report on the main items of business considered by the Research Policy Committee at its meeting on 16 June 2021 (copy filed with the principal copy of the Minutes).

UNIVERSITY EDUCATION COMMITTEE

554 The Court received and noted a report on the main items of business considered by the University Committee on Teaching and Learning at its final meeting on 13 April 2021 and from the University Education Committee’s first meeting on 25 May 2021 (copy filed with the principal copy of the Minutes).

STUDENT EXPERIENCE COMMITTEE

555 The Court received and noted a report on the main items of business considered by the Student Experience Committee at its meeting on 10 June 2021 (copy filed with the principal copy of the Minutes).

DATE OF NEXT MEETING

556 The Court noted that its next meeting was scheduled for Wednesday, 29 September 2021 from 9am to 3pm with a Pre-Court Dinner and Presentation from 6.30pm on Tuesday, 28 September 2021.

557 The Court also noted that an externally facilitated workshop for Court and Senior Management Team Members to consider the governance review would be held in August and members were reminded to reply to the recent circulation from the Clerk regarding a potential date and times for this.

Addendum: Report of Decisions Made by Circulation Between 30 June and 29 September 2021

Universities UK (UUK) Consultation on Universities Superannuation Scheme (USS)

558 To record that the Court approved by circulation on 5 July 2021 a response to the UUK consultation on USS, following correspondence and amendments to a draft first circulated on 2 July 2021.

Note by Clerk: Due to Covid-19 restrictions a signed copy of the minutes could not be arranged. These are, however, confirmed by the Clerk as the agreed record of the meeting.

Date: 29 September 2021