

**UNIVERSITY OF WARWICK
COUNCIL**

PUBLIC MINUTES OF THE MEETINGS HELD

17:30 TUESDAY, 15 NOVEMBER 2022 IN RADCLIFFE (SPACE 2), AND

9:00 WEDNESDAY, 16 NOVEMBER 2022 IN THE COUNCIL CHAMBER, SENATE HOUSE

Present	David Normington	Chair of Council (Chair)
	Louise Ainsworth	Independent member
	Yewande Akinola	Independent member
	Gareth Bennett	Professional Services Member
	Anita Bhalla	Vice-Chair of Council/ Chair of the Audit and Risk Committee
	Will Brewer	SU President
	Professor Stuart Croft	Vice-Chancellor
	Professor Christine Ennew	Provost (from item 036)
	Professor Lorenzo Frigerio	Academic member
	James Furse	Independent member
	Richard Hyde	Independent member
	Professor Andrew Lockett	Academic member
	Professor Rachel Moseley	Academic member
	Jayne Nickalls	Independent member
	Adrian Penfold	Independent member and Chair of UEEC (from item 036)
	Neil Sachdev	Treasurer and Chair of the Finance and General Purposes Committee
	Jack Sperry	SU Vice President of Democracy and Development
	Gail Tucker	Independent member
Dr Naomi Waltham-Smith	Academic member (Chair of AFRC)	
Attending	James Alexander	Deputy Chief Information and Transformation Officer (for items 032-035 and 043)
	Rosie Drinkwater	Group Finance Director
	Laura Farrell	Undivided (for items 032-035)
	Liz Gillick-Daniels	Administrative Officer (Governance)
	Gabrielle Grant	Assistant Registrar (Governance) (Assistant Secretary)
	Katharine Gray	Head of Governance
	Professor Chris Hughes	Pro-Vice-Chancellor (Education)
	Chris Hunt	Commercial Director
	Raja Javaid	Chief Information and Transformation Officer
	Chris Key	Deputy Finance Director, Projects (from item 036)
	Chris Luck	Director, Strategic Change Planning (for items 032-035 and item 043)
	Rory McIntyre	Senior Assistant Registrar, IDG (for item 045 only)
	Caroline Meyer	Pro-Vice-Chancellor (Research) (from item 036)
	Geraldine Mills	HR Director (for items 032-035 and 043-044)
	Rachel Sandby-Thomas	Registrar
	Professor Mike Shipman	Pro-Vice-Chancellor (International)
	Saleema Tai	Administrator (Governance) (for items 032-035)
	Stefan Terry	Undivided (for items 032-035)
	Dr Chris Twine	Secretary to Council
	Professor Nick Vaughan-Williams	Vice-Provost/ Chair of the Faculty of Social Sciences (for item 047)
	Sarah Wall	Executive Officer (for items 032-035)
	Roberta Wooldridge Smith	Interim Academic Registrar (for item 044)

Tuesday, 15 November 2022

Ref	Item
<i>Please note: some items are noted as "Exempt information not included" as they contain information that would be withheld and released to the public because an exemption under the Freedom of Information Act 2000 applies.</i>	
032	<p>Chair's Welcome and Introduction</p> <p>The Chair welcomed Council members and attendees to the strategic session on Warwick's Values. It was noted that this would be Anita Bhalla's last Council meeting.</p> <p>The Chair highlighted that the Remuneration Committee Annual Report and supporting documents had been a late addition to the agenda, listed under item 056.</p>
033	<p>Apologies for Absence</p> <p>Apologies were received from Bal Claire, Professor Chris Ennew and Professor Caroline Meyer.</p>
034	<p>Declarations of Interest</p> <p>No new declarations of interest were made.</p>
Strategic Topics	
035	<p>University Values</p> <p>Following an introduction by the Registrar, Stefan Terry and Laura Farrell from external consultants Undivided presented the report (035-C151122, Protected) on the work undertaken to define, develop and articulate a set of behavioural values and culture statements for Warwick. Five behavioural values were proposed and discussed.</p> <p>DECISION: The Council strongly endorsed the behavioural values and recommended that the University Executive Board consider feedback from Council and other committees, in order to finalise and implement them.</p>

Wednesday, 16 November 2022

Ref	Item
036	<p>Chair's Welcome and Introduction</p> <p>The Chair welcomed members and attendees to the formal meeting of the Council.</p> <p>The Council noted that Anita Bhalla was stepping down from Council and its Committees at the end of December 2022. The Chair expressed sincere thanks on behalf of Council for Anita's service over the past 7 years.</p> <p>The Chair reported that, following the formal launch of the accreditation partnership between the University of Warwick and University College Birmingham (UCB), the Council Away Day in February 2023 would be held at University College Birmingham, including dinner on Tuesday 7 February 2023.</p> <p>Council members and attendees were also encouraged to attend the Undergraduate Research Support Scheme (URSS) poster session following the meeting.</p>
037	<p>Apologies for Absence</p> <p>Apologies were received from Bal Claire.</p>
038	<p>Declarations of Interest</p> <p>No new declarations of interest were made.</p>
039	<p>Minutes of the Council meetings held on 11 and 12 October 2022</p> <p>The minutes of the meetings held on 11 and 12 October 2022 (039-C161122, Protected) were approved.</p>
040	<p>Matters arising from the Council meetings held on 11 and 12 October 2022</p> <p>a) Students' Union (SU) Governance Update</p> <p>The President of the Students' Union gave a verbal update on progress of the Students' Union Governance Review. Three options for change had been presented at the first Student Council meeting of the academic year</p>

	<p>earlier in November 2022 and had been well received. A vote on the three options would be held at the next Student Council meeting at the end of November 2022.</p>
041	<p>Chair's Business</p> <p>a) New Chair for Remuneration Committee</p> <p>The Chair reported that the Nominations Committee had recommended that James Furse be appointed as the new Chair of the Remuneration Committee, replacing the current Chair (David Normington) on 1 January 2023.</p> <p>DECISION: The Council approved the appointment of James Furse as Chair of the Remuneration Committee, with effect from 1 January 2023.</p> <p>b) Lambert Award for Anita Bhalla</p> <p>The Council noted that Anita Bhalla had been awarded the Lambert Award for their contribution to the University over a number of years. The award had been presented at the Council dinner the previous evening.</p>
042	<p>Vice-Chancellor's Business</p> <p>The Vice-Chancellor presented the report (042-C161122, Protected).</p> <p>The Vice-Chancellor noted the death of Professor Tom Marsh. Thanks were extended to the Provost and the Director of Human Resources for their work in supporting Tom's family, as well as to the support and search teams both locally and in Chile.</p> <p>The condolences of the Council were extended to Tom's family for their loss.</p> <p>Other items of note were reported as follows:</p> <ul style="list-style-type: none"> • The Registrar gave a brief overview of their participation in an antisemitism programme "Learning the lessons from the Holocaust" for universities. • The Vice-Chancellor had recently returned from a development trip to India, building on Lord Bhattacharya's legacy and attending events with Warwick alumni. • The formal launch of the new partnership with UCB was noted. • A new Chief Communications Officer had been appointed and was expected to start in February 2023.
Strategic Items	
043	<p>People Strategy Implementation</p> <p>The Director of Human Resources, the Deputy Chief Information and Transformation Officer and the Director of Strategic Change Planning delivered a presentation on the progress made on development of the People Strategy over the last 12 months (the 'Foundation' phase) and an overview of Phases 1 and 2 of implementation.</p> <p>The Council noted that the People Strategy was inter-linked with other change initiatives currently underway, such as the Warwick Transformation Programme, the Web Transformation Programme and the Grand Challenges and involved input from across Professional Services.</p> <p>The plan and outputs for Phase 1 to March 2023 were also presented.</p> <p>The Council discussed key performance indicators for monitoring the success and effectiveness of the strategy implementation. Key points highlighted were as follows:</p> <ul style="list-style-type: none"> • People Strategy implementation would also need to be aligned to work on the research culture strand of the Research Strategy. • A key output needed to be measures to reduce time spent on processes, particularly staff recruitment, with greater empowerment and accountability for staff. • Change programmes would also need to align to education and research objectives and recognise differences in drivers and motivations across the University. • The baseline of people data would need to be improved.

	ACTION: Measurable benefits of the People Strategy to include not only strategic developments but also operational improvements, for instance time spent on HR process (e.g. recruitment).
Substantive Items	
044	<p>UCU Ballot Results</p> <p>The Interim Academic Registrar and the Director of Human Resources presented the report (044-C161122, Protected).</p> <ul style="list-style-type: none"> • The latest University and College Union (UCU) ballot for industrial action had been an aggregated nationwide ballot. • The mandate for strike action over pay and pensions had been reached and strike action would take place on 24, 25 and 30 November 2022. Action Short of a Strike could also take place through to the end of the current mandate. • The Unison ballot, over pay, was due to close on 21 November 2022. • Regulation 41 had been invoked and tried and tested procedures were in place to mitigate the impact on student assessment, progression and graduation. • Following results of an all-student vote, Warwick Students' Union policy was to support the industrial action.
045	<p>Institutional Strategic Key Performance Indicators</p> <p>The Senior Assistant Registrar, Strategic Planning & Analytics presented the report (045-161122, Protected) and the Council discussed the key performance indicators (KPIs) and noted the need to keep them consistent. Key points highlighted were as follows:</p> <ul style="list-style-type: none"> • Regional KPIs had not all been updated and needed to be reviewed. • Some improvements had been seen in international KPIs, relating to student mobility, social inclusion and reputation, although the latter was still below target. • Citations were of varying relevance depending on academic discipline and factors influencing changes in this KPI were complex and often structural. • While Council wished to maintain a consistent set of KPIs, some of the KPIs and targets would require review in light of the refreshed University Strategy and available data. <p>The Council considered that the KPIs themselves should be reviewed alongside the relevant strategic topics discussed by the Council throughout the year.</p> <p>DECISION: The Council approved the Strategic Key Performance Indicators.</p>
046	<p>Rankings and League Tables</p> <p>The Provost presented the report (046-C161122, Protected) and highlighted that nationally and internationally, Warwick had maintained its position in the rankings, with the exception of the Times Higher Education (THE). The THE had changed its methodology for collecting reputational data this year and would do so again next year.</p> <p>The Council discussed the changes and factors influencing the rankings, noting that long terms trends were more relevant than short term shifts.</p>
047	<p>Report from Joint Working Group on Residential Community Team</p> <p>The Vice-Provost and Chair of Faculty of Social Sciences presented the report (047-C161122, Protected), as Chair of the Joint Working Group. They highlighted the following:</p> <ul style="list-style-type: none"> • The Group had been established in September 2022 with a broad membership. Work was progressing to develop a methodology for measuring success and a data dashboard to gather qualitative and quantitative data.

	<ul style="list-style-type: none"> • A substantive report would be brought to the Council meeting in February 2023, to include a gap analysis of support provided to students in residences after 11pm. • While Professor Vaughan-Williams and the Group were responsible for evaluating the changes to the residential community, responsibility for implementing those changes sat with Wellbeing Support Services.
048	<p>University Financial Statements 2021/22</p> <p>The Group Finance Director presented the report (048-C1611122, Protected) and highlighted the following:</p> <ul style="list-style-type: none"> • The University had achieved [Exempt information not included], which would be reported as [Exempt information not included] due to provision for the University Superannuation Scheme (USS) and other accounting adjustments. • Income was [Exempt information not included]. • Cost reductions had also contributed, [Exempt information not included]. • A surplus was expected again in 2022/23, [Exempt information not included]. <p>The Council noted Appendix C – that the University was a going concern.</p> <p>The Council reported that they would like the presentation of the Financial Statements in the next year to be more visually engaging, in line with some examples in the higher education sector and more widely in other sectors.</p> <p>ACTION: Implement integrated reporting for next year’s financial statements to ensure they are more user-friendly and visually appealing.</p> <p>DECISIONS: The Council:</p> <ol style="list-style-type: none"> 1) Approved the 2021/22 University Financial Statements. 2) Approved the letter of representation. 3) Approved the Office for Students Annual Financial Return, subject to the Vice-Chancellor and the Group Finance Director approving any minor amendments before submission.
Committee Reports I	
049	<p>Report from the Finance and General Purposes Committee</p> <p>The Treasurer presented the report (049-C1611122, Protected), highlighting:</p> <ul style="list-style-type: none"> • CCSG outturn [Exempt information not included]. • The new Payroll system had run successfully in October 2022. • The Social Sciences Grand Challenge business case predicted [Exempt information not included]. • FGPC had approved [Exempt information not included] but noted that students must be consulted earlier in the process in future. The rise was lower than many other groups and the University did not face the same challenges with lack of accommodation as other universities [Exempt information not included]. <p>The previously unallocated [Exempt information not included].</p> <p>DECISIONS: The Council:</p> <ol style="list-style-type: none"> 1) Approved the [Exempt information not included] for RIBA Stage 1 design and outline planning permission fees for the Social Sciences Grand Challenge. 2) Approved the updated Capital Plan. 3) Approved a budget allocation of [Exempt information not included], including contingency and VAT, for the delivery of the conversion of the first floor of The Beehive for an Anatomy and Clinical Skills space in readiness for the start of the 2023/24 academic year.

050	<p>Report from the Audit and Risk Committee</p> <p>The Vice-Chair of Council and Chair of Audit and Risk Committee presented the report (050-C161122, Protected). The Committee had received a deep dive report on student experience where much work was underway following the appointment of the Director of Student Experience. The Council noted that student experience should be a topic for a future meeting.</p> <p>a) Audit and Risk Committee Annual Report 2021/22</p> <p>The Council noted the Audit and Risk Committee Annual Report for 2021/22 (050a-C161122, Protected).</p> <p>b) Internal Audit Annual Report 2021/22</p> <p>The Council noted the Internal Audit Annual Report 2021/22 (050b-C161122, Protected).</p> <p>c) External Audit Management Letter 2021/22</p> <p>The Council noted the External Audit Management Letter 2021/22 (050c-C161122, Protected).</p> <p>d) Prevent Duty – Accountability and Data Return 2022</p> <p>The Council noted the Prevent Duty Monitoring - Accountability and Data Return 2021-2022 (050d-C161122, Protected)</p> <p>The Vice-Chair thanked members of the Committee for their hard work and the contribution of their expertise.</p>
051	<p>Report from the Senate</p> <p>The Vice-Chancellor presented the report (051-C1611122, Protected), which was noted by the Council.</p>
Items below this line were for receipt and/or approval, without discussion	
Governance	
052	<p>Modern Slavery Act Annual Statement 2022/23</p> <p>The report (052-C161122, Public) was received and noted.</p> <p>DECISION: The Council approved the Annual Statement on Modern Slavery for 2021/22 and for the Statement to be made available for public access, as required by the Act.</p>
053	<p>Register of Members’ Interests, including anonymised version</p> <p>The report (053-C161122, Protected) was received and noted.</p> <p>DECISION: The Council approved that the anonymised version will be made available on the publicly accessible Council webpage.</p>
Committee Reports II	
054	<p>Annual Report 2021/22 of the Honorary Degrees Committee</p> <p>The report (054-C161122, Protected) was received and noted.</p>
055	<p>Report from the Research Governance and Ethics Committee</p> <p>The report (055-C161122, Protected) was received and noted.</p> <p>DECISION: The Council approved the University’s Trusted Research Action Plan for 2022-23.</p>
Other	
056	<p>Any other business</p> <p>a) Annual Report 2021/22 of the Remuneration Committee</p> <p><i>The Vice-Chancellor and other UEB members except the Secretary to Council (Provost; PVCs; Group Finance Director; Registrar; Commercial Director; CITO) left the room for this item.</i></p> <p>The Chair of Council presented a report (056a-C161122, Protected). Performance review and objectives had been set for the Vice-Chancellor taking into consideration feedback from members of Council and, as in previous years, the Vice-Chancellor had indicated that they would not accept a bonus. Nevertheless, a mechanism for</p>

<p>determining a performance bonus, or other form of reward, should be developed and would need to align to approaches to performance reward implemented through the People Strategy.</p> <p>(i) Pay Gap Analysis 2022</p> <p>The Pay Gap Analysis 2022 report (056i-C161122, Protected) was received and noted.</p> <p>(ii) Pay Gap Action Plan</p> <p>The Pay Gap Action Plan for 2022 (056ii-C161122, Protected) was received and noted.</p>
<p>Next meeting: Wednesday, 8 February 2022 at 9:00 in the Council Chamber, Senate House</p>

DECISIONS AND ACTIONS			
ITEM	DECISION/ACTION	LEAD AND DUE DATE	STATUS
2021-22			
138 – Report from Senate	ACTION 2: To keep the implementation under review on a termly basis initially, through the joint Senate and UEB working group, to report to the Council on implementation progress.	Rachel Sandby-Thomas Nov 2022	Ongoing
	ACTION 3: Monitor the level of demand after 11pm and whether the support available is sufficient, as well as conducting a gap analysis of the current services across the demand side (including Estates, mental health and any others) and how they map on to the new structure.	Rachel Sandby-Thomas, Dr Hannah Friend Nov 2022	In progress
	ACTION 4: Consider on-campus accommodation options for Post Graduate Researchers.	Rosie Drinkwater Nov 2022	In progress
2022-23			
11 October 2022			
006 – University Strategy Update	ACTION: The Council to discuss the Innovation pillar of the University Strategy and how it links across the other elements of the Strategy.	Rachel Sandby-Thomas Feb 2023	
12 October 2022			
015 – 2022 NSS	ACTION: The ITLR Report to Council to highlight recommendations and actions taken for academic departments with poor NSS results.	Chris Hughes Jul 2023	
016b – Annual Report for Report and Support	ACTION: Disseminate link to Report and Support Annual Report to Council Members and Attendees.	Secretariat Nov 2022	completed
020 – Code of Practice on Corporate Governance	ACTION: References to Academic Freedom to be reviewed.	Chris Twine/ Naomi Waltham-Smith Feb 2023	
15 November 2022			
035 – University Values	DECISION: The Council strongly endorsed the behavioural values and recommended that the University Executive Board consider feedback from Council and other committees, in order to finalise and implement them.		
041 – Chair’s Business	DECISION: The Council approved the appointment of James Furse as Chair of the Remuneration Committee, with effect from 1 January 2023.		
042 – People Strategy Implementation	ACTION: Measurable benefits of the People Strategy to include not only strategic developments but also operational improvements, for instance time spent on HR process (e.g. recruitment).	Geraldine Mills November 2023	

045 – Institutional Strategic KPIs	DECISION: The Council approved the Strategic Key Performance Indicators.		
048 – University Financial Statements 21/22	ACTION: Implement integrated reporting for next year’s financial statements to ensure they are more user-friendly and visually appealing.	Rosie Drinkwater, Chief Communications Officer November 2023	
	DECISIONS: The Council: 1) Approved the 2021/22 University Financial Statements. 2) Approved the letter of representation. 3) Approved the Office for Students Annual Financial Return, subject to the Vice-Chancellor and the Group Finance Director approving any minor amendments before submission.		
049 – Report from the FGPC	DECISIONS: The Council: 1) Approved the [Exempt information not included] for RIBA Stage 1 design and outline planning permission fees for the Social Sciences Grand Challenge. 2) Approved the updated Capital Plan. 3) Approved a budget allocation of [Exempt information not included], including contingency and VAT, for the delivery of the conversion of the first floor of The Beehive for an Anatomy and Clinical Skills space in readiness for the start of the 2023/24 academic year.		
050 – Report from the A&RC	DECISION: The Council approved the report.		
052 - Modern Slavery Act Annual Statement	DECISION: The Council approved the Annual Statement on Modern Slavery for 2021/22 and for the Statement to be made available for public access, as required by the Act.		
053 - Register of Members’ Interests	DECISION: The Council approved that the anonymised version will be made available on the publicly accessible Council webpage		
055 – Report from RGAEC	DECISION: The Council approved the University’s Trusted Research Action Plan for 2022-23.		