

**UNIVERSITY OF WARWICK
COUNCIL**

PUBLIC MINUTES

**MEETING HELD AT 17:00 ON TUESDAY, 13 JULY AND ON 09:00 WEDNESDAY, 14 JULY 2021
IN THE SLATE**

Present	David Normington	DN	Chair of Council (Chair)
	Gareth Bennett	AC	Professional Services Staff Member
	Anita Bhalla	AB	Vice-Chair of Council and Chair of the Audit and Risk Committee
	Bal Claire	BC	Independent member
	Professor Stuart Croft	SC	Vice-Chancellor
	Professor Christine Ennew	CE	Provost (Wednesday only)
	Dr John Ferrie	JFe	Independent member
	Richard Hyde	RHy	Independent member
	Professor Saul Jacka	SJ	Academic member (Chair of AFRC)
	Professor David Leadley	DL	Academic member
	Professor Andy Lockett	AL	Academic member
	Luke Mephram	LM	Students' Union (SU) President
	Professor Rachel Moseley	RM	Academic Member (Wednesday only)
	Jayne Nickalls	JN	Independent member
	Neil Sachdev	NS	Treasurer and Chair of the Finance & General Purposes Committee
Gail Tucker	GT	Independent member	
Attending	Nargis Ali	NA	Administrator (Governance) (Wednesday only)
	Joseph Devlin	JD	Head of Pensions Strategy (item 157 only)
	Rosie Drinkwater	RD	Group Finance Director
	Shingai Dzumbira	SD	SU President-Elect (observer)
	Jane Furze	JFu	Co-Director WIE (item 149 only)
	Katharine Gray	KG	Head of Governance Services
	Dr Elizabeth Hough	EH	Assistant Director (Head of Admissions Services) (item 159 only)
	Professor Chris Hughes	CH	Pro-Vice-Chancellor (Education)
	Emma Jeavons	EJ	Assistant Registrar (Governance) (Assistant Secretary)
	Jacob Jefferson	JJ	SU incoming Democracy and Development Officer (observer)
	Professor Georgia Kremmyda	GK	STEM Education & Student Experience work stream lead (item 158 only)
	Rupert Lawrie	RL	Commercial Director
	Rob Parkinson	RP	SU Chief Executive (item 160 only)
	Tony Pauley	TP	Chief Information and Digital Officer (CIDO)
	Professor Michael Scott	MS	Co-Director WIE (item 149 only)
	Professor Mike Shipman	SS	Pro-Vice-Chancellor (International)
	Andrew Smith	ASm	Finance Director (item 157 only)
	Rachel Sandby-Thomas	RST	Registrar
	Professor Pam Thomas	PT	Pro-Vice-Chancellor (Research) (Tuesday only)
	Sharon Tuersley	ST	Secretary to Council

Tuesday, 13 July

Ref	Item
145	<p>Chair's welcome and introduction</p> <p>The Chair welcomed Council members, attendees and presenters to the first meeting of the Council to take place on campus since February 2020. They welcomed Katharine Gray as the new Head of Governance and Nargis Ali as the new Administrator (Governance). They also welcomed Shingai Dzumbira (SU President-Elect) and Jacob Jefferson (incoming SU Democracy and Development Officer) who were joining the Council for Tuesday and Wednesday to observe.</p>

146	<p>Apologies for absence</p> <p>Apologies were noted from Louise Ainsworth, Professor Chris Ennew, Deborah Keith, Adrian Penfold, Rachel Moseley and Akosua Sefah.</p>
147	<p>Declarations of interest</p> <p>There were no new declarations of interest.</p>
Strategic Topics	
148	<p>REF-lections on Research: the wisdom of being PVC(R) in the time of submission</p> <p>The Pro Vice-Chancellor (Research) (PVC(R)) provided a presentation that covered details of Warwick's recent submission to the Research Excellence Framework (REF) and of how the institution managed research and the Research Strategy.</p> <p>This meeting was the PVC(R)'s last meeting of the Council. They would go on to CEO of the Faraday Institution, after 31 years at Warwick; a PVC since 2014, and on Council since 2011, as a Senate Representative before a PVC. The Council thanked the PVC(R) for all their hard work and wished them well in their new role.</p>
149	<p>Launch of the Warwick Institute of Engagement (WIE)</p> <p>The Co-Directors of WIE presented a report (149-C140721, {Protected}) and provided a presentation that included details of the work being done by the WIE and the benefits it provided both for Warwick and the external community as a whole.</p>
Wednesday, 14 July	
150	<p>Chair's Welcome and Introduction</p> <p>The Chair welcomed Council members and attendees back for the second day of Council.</p> <p>The Chair reminded the Council that it would be John Ferrie's last meeting as an independent member and there had been a presentation for John at the dinner the preceding evening. The Council offered it's thanks to John for their many years of service to the Council and to the University as a whole.</p> <p>The Chair advised that this would be Luke Mepham and Akosua Sefah's (latter absent) last meeting as SU representatives, and that it may also be the last meeting of Professor Saul Jacka, as AFRC Chair and Senate representative, subject to ongoing elections to the Senate.</p> <p>Professor Andy Lockett was congratulated on their reappointment for another term on Council.</p>
151	<p>Apologies for Absence</p> <p>Apologies were noted from Louise Ainsworth, Deborah Keith, Adrian Penfold and Akosua Sefah.</p> <p><i>Adrian Penfold was able to hear some of the proceedings via a Teams call made on the Secretary to Council's device, but was not present in the room.</i></p>
152	<p>Declarations of interest</p> <p>There were no new declarations of interest.</p>
153	<p>Minutes of the Council meetings held on 18 and 19 May 2021</p> <p>The Council approved the minutes of the meeting held on 18 and 19 May 2021 (153-C140721, {Protected}).</p>
154	<p>Matters arising from the Council meetings held on 18 and 19 May 2021</p> <p>There were no matters arising not covered on the agenda.</p>
155	<p>Chair's Business</p> <p>a) Attendance at Council and Committee meetings</p> <p>The Chair, referring to the attendance reports at item 165, thanked members of the Council for their continued good attendance at both Council and Committee meetings.</p>

156	<p>Vice-Chancellor’s Business</p> <p>The Vice-Chancellor provided a report (156-C140721, {Protected}) highlighting as follows:</p> <ul style="list-style-type: none"> • The University was deeply saddened by news of the death of former Vice-Chancellor Dr Clark Brundin, who had passed away peacefully aged 90. Clark was Vice-Chancellor at Warwick from 1985 to 1992. • The University was delighted to have been asked to assist with new Megalab now open in Leamington Spa (now named the Rosalind Franklin Laboratory in Royal Leamington Spa), a national initiative to help combat the pandemic. <p>The Vice-Chancellor was set to update the Council outside of this meeting on planning for the autumn term once Government announcements had taken place over the coming days.</p>
Strategic Topics	
157	<p>Financial Update:</p> <ul style="list-style-type: none"> • Financial Plan <p>The Group Finance Director and Finance Director presented the Plan (157-C140721, {Protected}) and provided a presentation with highlights as follows:</p> <ul style="list-style-type: none"> • [Exempt information not included]. • The University continued not to breach, or come close to breaching, its banking covenants. Additional covenants relating to the USS pension scheme, as part of enhanced debt monitoring, were also unlikely to be breached. • The Finance and General Purposes Committee (FGPC) had recommended the Financial Plan 2021 to the Council for approval [Exempt information not included]. <p>The SU President raised a concern relating to the increase in the cost of student accommodation. The Group Finance Director assured the SU President and the Council that, to ensure value for money for our students, there were proposals in development to freeze rents on a couple of residences; these would be presented to the Student Rents Working Party and the FGPC in due course and were dependent on cost savings being made. They also confirmed that current prices were regularly benchmarked.</p> <p>The Council welcomed the Plan and thanked the Group Finance Director, their team, and staff across the institution for their hard work in relation to financial performance. The Council was assured that monitoring the Plan would remain a key focus of the FGPC.</p> <p>The Vice-Chancellor thanked the Council for its support of the executive team and the University as a whole, through some challenging discussions and difficult decisions that had been required during the past year.</p> <ul style="list-style-type: none"> • Response to UUK Consultation <p>The Group Finance Director reminded the Council that it had approved, by correspondence, the University’s response to the recent UUK survey on USS consultation - 94% of institutions had selected the same response as Warwick. The Head of Pensions Strategy advised that there was a possibility of another consultation in the coming weeks.</p> <p>DECISION: The Council approved the Financial Plan 2021 for submission to the Office for Students (OfS) in due course, subject to the inclusion of actual figures for 2020/21 when available.</p>
158	<p>STEM Grand Challenge – Work Stream Update</p> <p>The PVC (International), DPVC (Research) and the STEM Education & Student Experience work stream lead presented a report (158-C140721, {Protected}) and provided a short presentation including details of: the way ahead; Warwick’s research strengths; emerging areas of growth; enabling innovation and translation; enhanced shared facilities; Warwick’s education strengths; growth projections; challenges; key student messages, and priorities for the future.</p> <p>The Council discussed the presentation at some length, with key points as below:</p> <ul style="list-style-type: none"> • The importance of ensuring students were consulted and engaged in developments.

	<ul style="list-style-type: none"> • Also important would be engaging with industry, both locally and further afield. • Ensuring breadth of project subject areas, while working to prioritise those with the most potential for impact, was an ongoing piece of work. • That the building plans relating to the STEM GC were only one part of the programme and that multiple work streams were progressing simultaneously which needed to be coordinated. • Work was ongoing to engage with colleagues in medical fields, especially given the increase in interdisciplinary working developed during the Covid-19 pandemic. • Inclusion and representation within the classroom and beyond were essential parts of several work streams. <p>The Council welcomed the update and looked forward to receiving more detail on the STEM GC later in the calendar year.</p> <p>ACTION: Present the STEM GC options appraisal to the Council for discussion and approval.</p>
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Substantive Items	
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159	<p>Recruitment and Clearing</p> <p>The Provost and Assistant Director (Head of Admissions Services) presented a report (159-C140721, {Protected}) and provided a brief presentation highlighting that:</p> <ul style="list-style-type: none"> • Recruitment was in a strong position relative to target. • [Exempt information not included]. <p>[Exempt information not included].</p> <ul style="list-style-type: none"> • [Exempt information not included]. <p>The Council was keen that it continued to be updated, alongside the Senate, regarding the diversity of students.</p> <p>The Council was encouraged by the overall positive picture in relation to student recruitment, in what had been a challenging round, and thanked all the teams involved for their hard work.</p>
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160	<p>Students' Union (SU) Review</p> <p>The SU Chief Executive and SU President presented a report (160-C140721, {Protected}) and highlighted that:</p> <ul style="list-style-type: none"> • The SU had published its new strategic plan, setting out the steps that would be taken over the next five years towards achieving its vision of becoming “a world-class Students' Union for a world-class University”. • Following a competitive tendering process, Advance HE had been appointed to lead an independent governance and structures review at the SU. • The SU financial plan had improved, [Exempt information not included]. • The SU had invested in a leadership programme which would provide Officers with bespoke training and mentoring and be delivered, for the first time, in partnership with external leadership experts and the National Union of Students (NUS) Lead and Change programme. • The reconstituted Students' Union and University Liaison Group (SUULG) had completed its first full cycle of meetings, advancing each of the partnership priorities that had been previously agreed by the University Council and the Board of Trustees in May 2020, under the co-chairship of the Dean of Students and the SU President. • Work had continued to promote the Report + Support tool through SU channels. • Embedding sustainability within the curriculum had been progressed. • The SU had continued to push the University for increased study space.
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	<ul style="list-style-type: none"> Increased engagement with WMS, WBS and WMG and identification of how the SU could benefit their students was underway. <p>Professor Andrew Locket, Dean of WBS and Academic Member of the Council, thanked the SU President for their work in engaging with WBS.</p> <ul style="list-style-type: none"> Partnership with the University College Birmingham (UCB) guild, in parallel with the University's partnership with the UCB, was progressing. <p>The SU President thanked the Council, and particularly the Chair, Vice-Chancellor and Secretary to Council, for their support and challenge of the SU in the preceding months. The President-elect welcomed continued support and challenge from the Council during their upcoming term, during which they would continue to focus on the transformation of the SU.</p> <p>The Council welcomed the update from the SU and encouraged colleagues to think about KPIs in the longer-term, as well as those listed in the report for the coming year. The Chair, on behalf of the Council, thanked the SU Chief Executive particularly for their efforts in getting the SU into its current position and looking forward.</p>
161	<p>University Information Management Executive Committee</p> <p>The CIDO presented a report (161-C140721, {Protected}) which was noted.</p> <p>They advised the Council that since the report had been circulated, the Information Commissioner's Office (ICO) had contacted the University once again with regards to the ICO's earlier audit at Warwick. [Exempt information not included].</p> <p>The Vice-Chair of Council and Chair of the Audit and Risk Committee (A&RC) confirmed that the A&RC had discussed the contact from the ICO at its meeting on 13 July and had been assured by the progressed made; the A&RC would continue to monitor the situation closely.</p>
162	<p>Report from the Assembly</p> <p>The Vice-Chancellor presented a report (162-C140721, {Public}) and reminded the Council that the purpose of Assembly was, as set out in Statute 9, that it may make recommendations to the Council or to the Senate on any matter relating to the University. Membership of the Assembly included the Vice-Chancellor (Chair), Provost, Pro-Vice Chancellors, Members of Academic Staff and all staff employed in levels 1-9 (Senate minute 94/16-17).</p> <p>A meeting of the University Assembly had been held on Monday, 21 June 2021 via MS Teams to consider three motions, as detailed within the report [Exempt information not included].</p> <p>Due to time constraints at the meeting on 21 June, the Assembly agreed to reconvene to consider Motion 3. However, following discussions with the Motion's proposer, it was felt that, given competing academic priorities and the desire to ensure the Motion could be considered fully, it was agreed that a further meeting of the Assembly to hear Motion 3 would be postponed until later in the calendar year.</p> <p>The SU President advised that the SU had continued to support the IHRA definition of anti-Semitism, per an all student vote, and continued to lobby the University to adopt and maintain it. The Vice-Chancellor confirmed that the IHRA definition had been adopted.</p>
Committee Reports	
163	<p>Report from the Senate</p> <p>The Vice-Chancellor provided a report (163-C140721, {Protected}) highlighting that:</p> <ul style="list-style-type: none"> Several long and productive meetings of the Senate had taken place in June and July. The Senate had formally approved the University's partnership with the UCB, subject to oversight by the newly established Joint Accreditation Board. Next steps had been proposed and agreed for the establishment of a working group of elected members of Senate to take forward discussions relating to academic freedom, free speech and related definitions.

	<ul style="list-style-type: none"> It had been agreed that a report on inclusivity and diversity of membership of academic governance Committees would be brought to a future meeting of the Senate.
164	<p>Report from the Social Inclusion Committee</p> <p>The Provost provided a report (164-C140721, {Protected}) from the May meeting of the Committee highlighting as below:</p> <ul style="list-style-type: none"> A paper had been discussed that proposed revisions to the structure and operation of the five Taskforces (Gender, Race, Disability, LGBTQUA+ and Faith) to ensure consistency across Terms of Reference, membership and reporting arrangements, and to provide greater transparency in terms of responsibilities and opportunities for involvement. Progress on the Race Equality Charter Mark (RECM) submission had also been discussed and the Committee had been due to consider the submission at its June meeting. Several updates from Faculties had been received. <p>The Pro Vice-Chancellor (Education) further updated the Council that work had continued with the SU on decolonising the curriculum. Rachel Moseley, Academic Member of the Council, advised that this work was beginning to feel more embedded now.</p>
165	<p>Annual Report from the Nominations Committee</p> <p>The Chair of Council and the Nominations Committee provided a report (156-C140721, {Protected}) highlighting that the Committee had spent a significant amount of time on the recruitment of external members for Council Committees, who may in the future have been considered to become independent members of the Council too. Expanding the diversity, in all its forms, of Committee members was kept in mind, and while this had been successful in terms of gender, others areas had been less so; work would continue to focus on this in future recruitment rounds.</p> <p>It had been confirmed that independent member Bal Claire’s term of office would in fact finish on 31 July 2022, rather than 2021 as previously indicated.</p> <p>DECISIONS: The Council approved that:</p> <ol style="list-style-type: none"> Bal Claire join Financial Plan Sub Committee from September 2021. Parm Sandhu continue for a second term on Finance and General Purpose Committee until July 2024. Wayne Snow and Cecile Nagel join the Audit and Risk Committee from 2021/22 for a three year term to end 31 July 2024. Kate Holden join the Finance and General Purpose Committee from 2021/22 for a three year term to end 31 July 2024. Lea Paterson and Anne-Marie Headley join the Remuneration Committee from 2021/22 for a three year term to end 31 July 2024. Jane Findlay and Diane Booth join the University Estate and Environment Committee from 2021/22 for a three year term to end 31 July 2024.
166	<p>Report from the Audit and Risk Committee (A&RC)</p> <p>The Vice-Chair of Council and Chair of the A&RC provided a verbal report highlighting that the A&RC had discussed:</p> <ul style="list-style-type: none"> A deep dive into Strategic Communications from the Chief Communications Officer, the Director of Regional Strategy and Public Engagement, [Exempt information not included]. [Exempt information not included]. The Internal Audit Plan, that had progressed well, and approval of the Internal Audit Plan 2021/22. The Office of the Independent Adjudicator (OIA) Completion of Procedures Letters. The University had issued more letters than the OIA band median however the A&RC had been assured that the numbers

	<p>were not significant and were reflective of Warwick’s diligent and prompt response, as noted in the positive feedback from the OIA.</p> <ul style="list-style-type: none"> • The Annual Report on cases brought under the Whistleblowing Code of Practice. The Committee was assured that there had only been one case brought under the Whistleblowing Code of Practice and it discussed the lessons to be learnt from this, though the Policy had ultimately not been invoked. • The Annual Statement of Compliance with the Research Integrity Concordat, which the A&RC had recommended to the Council for approval (Council item 170). • A first Draft of the Statement of Internal Control, to be brought back in October 2021, the Annual Report of Office for Students (OfS) Reportable Events, and the Annual Programme of Work (2021/22). • Reports from the Strategic Risk Advisory Board (SRAB), University Health and Safety Committee (UHSEC), Data Protection Officer (DPO), and University Information Management Executive Committee (UIMEC) (Council item 161). <p>ACTION: Schedule a Council strategic session item to consider the Communications Strategy.</p>
167	<p>Report from the Finance and General Purpose Committee (FGPC)</p> <p>The Treasurer and Chair of the FGPC presented a report (167-C140721, {Protected}) highlighting that much of the FGPCs recent discussions had been covered by the Group Finance Director in item 157 above.</p> <p>[Exempt information not included].</p>
168	<p>Report from the University Estate and Environment Committee (UEEC)</p> <p>The Chair of the UEEC was absent from the meeting and no update was provided.</p> <p><i>A briefing note that had been drafted by the UEEC secretariat for the UEEC Chair was circulated to the Council after the meeting (168-C140721, {Protected}) for information.</i></p>
169	<p>Report from the Remuneration Committee</p> <p>The Chair of Council and the Remuneration Committee provided a report (169-C140721, {Protected}) highlighting that the Committee had spent the majority of its last meeting discussing the Pay Gap Figures and the Pay Action Plan.</p> <p>The Provost and HR Strategy Director provided a brief presentation that detailed an overview of the pay gap trends at Warwick, as well as benchmarking of its workforce structure, professorial promotions and academic staff recruitment. Work remained to improve in several areas of the pay action plan.</p> <p>ACTION: Schedule a strategic session item to consider the Pay Gap update.</p>
Items below this line were received/and or approved without discussion	
170	<p>Report from the Research Governance and Ethics Committee</p> <p>The Council received the report (170-C140721, {Protected}).</p> <p>DECISION: The Council approved the Research Integrity Annual Statement 2020/21 and that it can be published on the University website.</p>
171	<p>Report from the University Executive Board</p> <p>The Council received and noted the report (171-C140721, {Protected}).</p>
172	<p>Annual Report of the Fundraising Ethics Committee</p> <p>The Council received and noted the report (172-C140721, {Protected}).</p>
Governance	
173	<p>Future Meeting of Council and Term Dates</p> <p>The Council received the report (173-C140721, {Public}).</p> <p>DECISION: The Council approved the term dates for 2031/32, as set out in Appendix 2.</p>

174	Students' Union Annual Statement of Compliance with the Education Act The Council received and noted the report (174-C140721, {Protected}).
Other	
175	Any Other Business There was no other business.
Close	

DECISIONS AND ACTIONS LOG				
ITEM	DECISION/ ACTION	LEAD	DUE BY	STATUS
157a – Financial Update: Financial Plan	DECISION: The Council approved the Financial Plan 2021 for submission to the Office for Students (OfS) in due course, subject to the inclusion of actual figures for 2020/21 when available.			
158 – STEM GC	ACTION: Present the STEM GC options appraisal to the Council for discussion and approval.	Mike Shipman	Nov 2021	Scheduled
165 – Nominations Committee	DECISIONS: The Council approved that: <ol style="list-style-type: none"> 1) Bal Claire join Financial Plan Sub Committee from September 2021. 2) Parm Sandhu continue for a second term on Finance and General Purpose Committee until July 2024. 3) Wayne Snow and Cecile Nagel join the Audit and Risk Committee from 2021/22 for a three year term to end 31 July 2024 4) Kate Holden join the Finance and General Purpose Committee from 2021/22 for a three year term to end 31 July 2024. 5) Lea Paterson and Anne-Marie Headley join the Remuneration Committee from 2021/22 for a three year term to end 31 July 2024. 6) Jane Findlay and Diane Booth join the University Estate and Environment Committee from 2021/22 for a three year term to end 31 July 2024. 			
166 – report from the A&RC	ACTION: Schedule a Council strategic session item to consider the Communications Strategy.	Richard Hutchins	TBC	To be scheduled
167 – report from the FGPC	[Exempt information not included].			
	[Exempt information not included].	Rosie Drinkwater	ASAP	To be circulated
168 – report from the UEEC	ACTION: Circulate the briefing note from the July UEEC meeting to the Council.	Secretariat	ASAP	To be circulated with draft minutes
169 – report from the RemCo	ACTION: Schedule a strategic session item to consider the Pay Gap update.	Chris Ennew	TBC	To be scheduled
170 – RGAEC	DECISION: The Council approved the Research Integrity Annual Statement 2020/21 and that it can be published on the University website.			
173 – term dates	DECISION: The Council approved the term dates for 2031/32, as set out in Appendix 2.			