

UNIVERSITY OF WARWICK

Open minutes of the meeting of the Council held on 7 February 2018

Present: D Normington (Chair), K Bedell-Pearce (Treasurer), A Bhalla (for items 62/17-18 to 70/17-18), Professor D Branch, Professor A Clarke, V Cooke (Vice-Chair), Professor S Croft (Vice-Chancellor), Professor C Ennew (Provost), K Gadhok, Professor L Green, Professor C Hughes (Pro-Vice-Chancellor (Education)), P Kehoe, Dr D Keith, M Kynaston (Democracy and Development Officer for the Students' Union), J MacNaughton, A Penfold, A Pulford, N Sachdev, Professor S Swain (Pro-Vice-Chancellor (External Engagement)), Professor P Thomas (Pro-Vice-Chancellor (Research)), G Tucker, H Worsdale (President of the Students' Union).

Apologies: Dr N Bentley, Dr J Ferrie, N Gordon, Professor L Roberts.

In Attendance: J Breckon (Director of Estates) (for item 70/17-18), R Drinkwater (Group Finance Director), R Hutchins (Director of Strategy and Policy) (for items 68/17-18 to 70/17-18), L McCarthy (Assistant Secretary), G McGrattan, (Director of the People Group) (for item 75/17-18), R McIntyre (Senior Assistant Registrar (Strategy and Policy)) (for items 73/17-18 and 74/17-18), R Sandby-Thomas (Registrar), E Tew (Assistant Registrar (Governance)), B Thomas (Managing Director (CPB Projects)) (for item 70/17-18), S Tuersley (Acting Secretary to Council).

Note: Some items are noted as "Exempt information not included" as they contain information that would be withheld from release to the public because an exemption under the Freedom of Information Act 2000 applies.

62/17-18 Conflicts of Interest

REPORTED:

That, should any members or attendees of the Council have any conflicts of interest relating to agenda items for the meeting, they should be declared in accordance with The Committee of University Chairs Higher Education Code of Governance (2014).

NOTE: No declarations were made.

63/17-18 Minutes

CONSIDERED:

The minutes of the meetings of the Council held on 21 and 22 November 2017.

RESOLVED:

That the minutes of the meetings of the Council held on 21 and 22 November 2017 be approved.

64/17-18 Submission of Annual Assurance Documents to the HEFCE (minutes 39/17-18, 40/17-18, 44/17-18, 45/17-18 and 46/17-18 refer)

REPORTED: (by the Chair)

That the suite of annual assurance documents had duly been submitted to the Higher Education Funding Council for England (HEFCE) following consideration by the Council at its meeting on 22 November 2017.

65/17-18 *California (minute 37/17-18 refers)

REPORTED: (by the Registrar)

- (a) That the University had informed the University Development Fund (UDF) of its decision to withdraw from the project to establish the University of Warwick in California.
- (b) That subsequently a joint press statement announcing this decision had been issued on 21 December 2017, it being noted that the announcement had received little press coverage.

[Exempt information not included]

66/17-18 HEFCE Assurance Review

REPORTED: (by the Chair)

- (a) That on 2 February 2018, a representative from the HEFCE had visited the University to conduct the five-yearly HEFCE assurance review.
- (b) That the aim of the assurance review was to test the adequacy of the University's assurance, governance and financial processes, it being noted that members of the Executive and certain committee Chairs had been interviewed as part of the review.
- (c) That the informal feedback received following the review had been excellent, with the University anticipating a positive formal outcome.

RESOLVED:

That the thanks of the Council be recorded to the Acting Secretary to Council for coordinating the HEFCE assurance review visit.

67/17-18 Review of the University's Governance Structure

REPORTED: (by the Registrar)

- (a) That the Deputy Director (Executive Office) was undertaking a review of the University's governance structure, with a view to improving the agility and efficiency of Warwick's decision-making processes.
- (b) That the gathering of information and analysis would be completed during the summer term so that any recommendations could be implemented in a timely manner.

(by the Treasurer)

- (c) That committee paperwork could be made more concise to enhance the effectiveness of Warwick's committees.

(by the Chair)

- (d) That the Deputy Director (Executive Office) was welcome to meet with Council members to inform the review to simplify the governance structure.

RESOLVED:

That an outline of the role of the Deputy Director (Executive Office) and the scope of the review to simplify the governance structure be circulated to the Chair of Council.

68/17-18 University Strategy

REPORTED: (by the Vice-Chancellor)

[Exempt information not included]

- (b) That the next steps in the development of the Strategy would be:
- (i) Professor A Clarke to review the next draft of the Strategy from the perspective of an academic member of staff.
 - (ii) Consultation to take place with University staff at an upcoming all-staff meeting, followed by formal consideration of the Strategy by the Senate at its meeting on 14 March 2018.
 - (iii) Two further engagement sessions with independent Council members to take place at the end of March/beginning of April 2018.
 - (iv) The finalised University Strategy would be submitted for approval to the Council at its meeting on 16 May 2018.

(by the Director of Strategy and Policy)

- (c) That a separate process to consider the 'grand challenges' facing the University would be established, it being noted that these challenges would not be directly incorporated into the Strategy but were instead strategic considerations that would inform its development.

69/17-18 *Vice-Chancellor's Business

CONSIDERED:

A report from the Vice-Chancellor (C.41/17-18 {restricted}) on the following items of business:

- (a) National Battery Research Facility

REPORTED: (by the Vice-Chancellor)

- (i) That a partnership between Warwick Manufacturing Group (WMG), Coventry and Warwick Local Enterprise Partnership and Coventry City Council had been established to construct a National Battery Manufacturing Development Facility (NBMDF) in Coventry.
- (ii) That the NBMDF would not infringe on the battery development research being undertaken by WMG.

- (iii) That funding of £80m had been awarded to the project to date.
- (iv) That the initiative provided an opportunity for the University to forge further links with national industry.

(b) Tier 4 Visa Pilot

REPORTED: (by the Vice-Chancellor)

- (i) That Warwick had been selected by the UK Visa and Immigration Service to join a Tier 4 visa pilot scheme on the basis of its consistently low Tier 4 visa refusal rates.
- (ii) That the benefit of the scheme was that it would streamline the visa application procedure for international postgraduate taught students.
- (iii) That participation in the scheme provided an opportunity for the University to contribute to the Government's discussions on migrant immigration.

(c) Universities Superannuation Scheme

REPORTED: (by the Vice-Chancellor)

- (i) That a briefing on the upcoming industrial action related to the Universities Superannuation Scheme (USS) had been tabled for the reference of Council members.
- (ii) That during the consultation to set the USS actuarial assumptions, the Pensions Regulator had written to the Chair of the USS expressing their concern on the risks inherent to the funding strategy which had been broadly agreed by the participating employers, including Warwick.
- (iii) That subsequently the USS had adopted a more conservative approach to the valuation assumptions, which had reinforced the view of Universities UK (UUK) that radical changes were required to the USS, such as a move from a defined-benefit to a defined-contribution scheme.
- (iv) That, in contrast to most other USS employers, Warwick was not in favour of this conservative approach, it being noted that the University had outlined its concerns in two public blogs and was continuing to make a case for its position.
- (v) That on 22 January 2018, the University and College Union (UCU) held a national ballot on the proposed USS reforms with members voting in favour of 14 days of industrial action to take place from 22 February 2018 to 16 March 2018, alongside action short of a strike.
- (vi) That it was anticipated that a significant proportion of Warwick's branch of UCU would participate in the strike, which would impact on the day-to-day functioning of the University.
- (vii) That many students had expressed concern as to how the strike action would affect their education, it being recognised that the President of the Students' Union and the Democracy and Development Officer for the Students' Union had been placed in a challenging position.

(viii) That it was difficult to assess the impact of the strike action on students, although it was expected that contact hours, teaching and lectures would reduce in addition to limited assessment and feedback.

(by the Treasurer)

(ix) That it was unfortunate that the USS and UUK had adopted an intractable stance, noting that the proposed reforms would increase investment risk to USS pension members.

(by the President of the Students' Union)

(x) That a motion for the Students' Union to support the strike campaign was due to be shortly considered.

(xi) That the Students' Union would welcome a discussion with the University on communications around the strike action.

(d) Recent Award Winners

REPORTED: (by the Vice-Chancellor)

(i) That a handout on recent award winners had been distributed to the Council in an effort to keep members informed of developments taking place across the University, which was an issue that had been raised at the October 2017 meeting of the Council (minute 11/17-18 refers).

(ii) That feedback was welcomed on whether this was an effective means of keeping Council members informed.

- (e) Recent Institutional Successes
- (f) Coventry – City of Culture 2021
- (g) Minister of State for Universities
- (h) Recent Appointments

RESOLVED:

(a) That the report from the Vice-Chancellor, as set out in paper C.41/17-18 {restricted}, be noted.

(b) That the Registrar and President of the Students' Union liaise in relation to communications around the strike action.

70/17-18 *Strategic Topic for Discussion: University Masterplan Refresh

CONSIDERED:

An update on progress of the Masterplan refresh (C.42/17-18 {restricted}).

[Exempt information not included]

RESOLVED:

That the update on progress of the Masterplan refresh, as set out in paper C.42/17-18, be noted.

71/17-18 *Governing Instruments Review

CONSIDERED:

A report on proposed changes to Statute 24 and related University Ordinances (C.46/17-18 {restricted}).

REPORTED: (by the Provost)

- (a) That ongoing consultation was taking place in relation to the proposed reform of Statute 24 and related Ordinances, which formed part of the wider review of the University's Governing Instruments.
- (b) That concerns raised by the academic community on the proposed reforms predominantly related to job security and safeguarding of academic freedom.
- (c) That an early-stage test of whether academic freedom had been infringed had been incorporated into the University's proposals.
- (d) That Senate and Council approval of proposed changes to the Governing Instruments, including Statute 24, was required in order that decisions were not solely being taken by University management.
- (e) That the Senate Sub-Group, which had been established to address concerns raised by the academy, had recently submitted a report to the Senate (minute 72/17-18 refers) in which the group had notified the Senate that they were not yet in a position to make final recommendations.

(by Professor D Branch (Chair of the Senate Sub-Group on Statute 24))

- (f) That the Senate Sub-Group was currently finalising the details of its procedural recommendations, noting that subsequently final recommendations would be made to the Senate.

RESOLVED:

That the report on proposed changes to Statute 24 and related University Ordinances, as set out in paper C.46/17-18 {restricted}, be noted.

72/17-18 *Report from the Senate

CONSIDERED:

An oral report together with selected papers considered by the Senate at its meeting held on 24 January 2018 (C.47/17-18 {restricted}), on the following items of business:

- (a) Education Strategy.

REPORTED: (by the Vice-Chancellor)

- (i) That the Senate had considered the latest iteration of the Education Strategy, the aim of which was to secure an excellent education experience for Warwick students.

(by the Chair)

- (ii) That a full discussion on the Education Strategy would be facilitated at the Council once the Strategy had been finalised.

(b) Research Strategy

REPORTED: (by the Vice-Chancellor)

That the Senate had considered a progress report on development of the Research Strategy, noting that six strategic priorities of the Strategy had been identified.

(c) Student Surveys Strategy

REPORTED: (by the Vice-Chancellor)

- (i) That the Senate had approved the Student Surveys Strategy, which would guide the coordination, communication and administration of cross-institutional student surveys, including the National Student Survey (NSS).

(by Professor A Clarke)

- (ii) That the upcoming industrial action (minute 69(c)/17-18 refers) could have an impact on Warwick's NSS scores.

(d) Revisions to University Ordinances and Regulations

REPORTED: (by the Vice-Chancellor)

- (i) That the Senate had approved amendments to University Ordinances 7 and 9 to enact changes arising from the Academic Governance Review (minute 87/17-18 refers).
- (ii) That the Senate had noted further amendments to University Ordinances 7 and 9 arising from the Academic Governance Review (minute 87/17-18 refers).
- (iii) That the Senate had approved amendments to Regulations 2, 6, 9, 15, 34, 36 and 38 to enact changes approved as part of the Academic Governance Review, along with the removal of gendered terminology and minor corrections to clause references (minute 88/17-18 refers).

(e) Report from the Senate Sub-Group on Statute 24

RESOLVED:

That the report from the meeting of the Senate held on 24 January 2018, as set out in C.47/17-18 {restricted}, be noted.

73/17-18 *Academic Statistics Yearbook 2017-18

CONSIDERED:

The 2017-18 Academic Statistics Yearbook (C.43/17-18 {restricted}).

REPORTED: (by the Senior Assistant Registrar (Strategy and Policy))

- (a) That the Academic Statistics Yearbook utilised a range of visual presentation techniques to present data related to Warwick's academic performance during 2017-18.
- (b) That links to the current University Strategy had been highlighted in each chapter of the Yearbook.
- (c) That following review by the Council, the Yearbook would be circulated to a wider audience, noting its potential use as a marketing tool.
- (d) That timing issues around the release of data meant that certain statistics presented in the Yearbook could appear outdated.

(by Dr D Keith)

- (e) That it would be useful to know how the data contained in the Yearbook informed decision-making at the University, for instance, a significant proportion of enrolled students had mental health issues or learning difficulties meaning that additional provisions might need to be put in place to support these students.

(by the Registrar)

- (f) That data surrounding mental health had been considered in terms of resource, with investment in Wellbeing Services increasing as the number of students with mental health challenges had risen.

(by the Provost)

- (g) That the University had excellent provisions for students with learning difficulties, noting that the proportion of Warwick students with learning difficulties was not out of line with the sector given the advances in diagnoses of these conditions.

RESOLVED:

That the contents of the Academic Statistics Yearbook 2017-18, as set out in paper C.43/17-18 {restricted}, be noted.

74/17-18 Annual Summary of Key Performance Indicators

CONSIDERED:

A report on the University's Key Performance Indicators (C.44/17-18).

REPORTED: (by the Senior Assistant Registrar (Strategy and Policy))

- (a) That this report provided an overview of the institution's performance in alignment to the six goals outlined in the current University Strategy, recognising that work was ongoing to refresh the University Strategy (minute 68/17-18 refers), which could result in new key performance measures in the future.

- (b) That benchmarking data, comparing Warwick to either the overall Higher Education (HE) sector or the Russell Group, had been incorporated into the report where possible.

[Exempt information not included]

(by the Chair)

- (s) That it had been agreed that the Council would undertake an annual strategic discussion on equality and diversity at Warwick.

RESOLVED:

That the revised Key Performance Indicators, as set out in paper C.44/17-18, be approved.

75/17-18 *Gender Pay Report

CONSIDERED:

A report on gender pay at the University (C.45/17-18 {restricted}).

REPORTED: (by the Director of the People Group)

- (a) That, in compliance to the Equality Act 2010, employers with 250 employees or more were required to produce a report on their gender pay gap for publication on the Government's website.
- (b) That there was a prescribed format to the report, which was intended to be factual and concise.
- (c) That the mean gender pay gap at Warwick was 26.5% arising from a broad and complex range of factors.
- (d) That Warwick had unique challenges with regards to its pay gap, for instance, the University had a different structure to many other institutions with a large commercial and conferencing provision, noting that women were overrepresented in the lowest paid quartile of these areas.
- (e) That, in addition, the decision not to outsource the University's support and facilities staff, the majority of whom were women in the lower quartile of pay, had an impact on the gender pay data.
- (f) That the report outlined the difference between equal pay and the gender pay gap as these concepts were often misunderstood.
- (g) That initiatives were in place to address the gender pay gap at the University, for example, a recruitment campaign to tackle the underrepresentation of women in science and engineering roles and projects to improve support for women returning from maternity leave.
- (h) That it was recognised that addressing Warwick's gender pay gap would be a long term project, noting that the University was aiming to alter its culture rather than implement short term solutions.

(by G Tucker)

- (i) That it would be useful to understand the trend of this data to ensure that Warwick was moving in the right direction.

(by Dr D Keith)

- (j) That incorporating benchmarking data into the report would provide context to the statistics presented.

(by the President of the Students' Union)

- (k) That implementing gender initiatives earlier in the career paths of women, or during their education, could help to address underrepresentation in certain disciplines.

(by Professor L Green)

- (l) That the Faculty of Life Sciences had experienced a drastic improvement in the representation of women in senior roles by implementing mentorships and confidence-building initiatives.

(by Professor A Clarke)

- (m) That the section of the report related to how Warwick was addressing the pay gap could be strengthened by including more examples of the projects that were in place.

(by K Gadhok)

- (n) That exit interviews with departing staff could be a useful source of information in identifying the causes of the gender pay gap and retaining female staff.

(by the Vice-Chancellor)

- (o) That a particular issue facing research-intensive institutions like Warwick was the progression of women in research careers, with similar challenges also being faced in the BME community.

- (p) That the decision to not outsource Warwick's services had been taken on ethical grounds, noting that the University provided the living wage and fair working conditions.

(by the Chair)

- (q) That the tone of the report should be altered, noting that currently it was too passive and did not outline Warwick's proactive approach in addressing the gender pay gap.

RESOLVED:

That the report on gender pay, as set out in paper C.45/17-18 {restricted}, be amended in accordance with the comments of the Council.

76/17-18 *Report from the Audit and Risk Committee

CONSIDERED:

An oral report on selected items considered at the meeting of the Audit and Risk Committee (A&RC) held on 2 February 2018.

(a) Appointment of External Auditors

REPORTED: (by the Vice-Chair and Chair of the A&RC)

- (i) That the initial five year term of KPMG as the University's statutory auditors and Mazars as the grant auditors had now ceased.
- (ii) That A&RC recommended to Council that both firms be reappointed for a term of up to two years.

(b) Strategic Programme Delivery Deep-Dive

REPORTED: (by the Vice-Chair and Chair of the A&RC)

That the committee held an engaging session on the work of the University's Strategic Programme Delivery team, noting the exciting possibilities for the future strategic direction of the team.

[Exempt information not included]

RESOLVED:

That the reappointment of KPMG as statutory auditors and Mazars as grant auditors be approved for a term of up to two years.

77/17-18 *Report from the Finance and General Purposes Committee

CONSIDERED AND ADOPTED with the resolutions as set out below, a report from the meeting of the FGPC held on 23 January 2018 (C.48/17-18 {restricted}) on the following items of business:

(a) University Efficiency Return

REPORTED: (by the Treasurer)

That the FGPC had approved the University's Annual Efficiency Return 2016-17, which had been submitted to the HEFCE by the deadline of 31 January 2018, it being noted that the HEFCE permitted governing bodies to consider the return post-submission given the timing of the requirement for publication.

[Exempt information not included]

- (g) University Financial Performance – Quarter 1, 2017-18
- (h) HR Programme Budget Update
- (i) Financial Sustainability Information Sheet

RESOLVED:

- (a) That the University's Annual Efficiency Return 2016-17, as set out in paper FGPC.44/17-18 {restricted}, be noted.

[Exempt information not included]

78/17-18 *Report from the University Estate Committee

CONSIDERED:

A report from the University Estate Committee meeting held on 25 January 2018 (C.49/17-18 {restricted}).

RESOLVED:

That the report from the University Estate Committee meeting held on 25 January 2018, as set out in paper C.49/17-18 {restricted}, be noted.

79/17-18 *Report from the Research Governance and Ethics Committee

CONSIDERED:

A report from the Research Governance and Ethics Committee meeting held on 11 January 2018 (C.50/17-18 {restricted}).

RESOLVED:

That the report from the Research Governance and Ethics Committee meeting held on 11 January 2018, as set out in paper C.50/17-18 {restricted}, be noted.

80/17-18 *Report from the Remuneration Committee

CONSIDERED:

A report on the progress of the implementation of recommendations arising from the review of the Remuneration Committee (C.51/17-18 {restricted}).

RESOLVED:

That the progress report from the Remuneration Committee, as set out in paper C.51/17-18 {restricted}, be noted.

81/17-18 Annual Report from the Art Collection Committee

CONSIDERED:

The annual report of the Art Collection Committee (C.52/17-18).

RESOLVED:

That the annual report of the Art Collection Committee, as set out in paper C.52/17-18, be approved.

82/17-18 Warwick Arts Centre Annual Report and Accounts 2016-17

RECEIVED:

The Warwick Arts Centre Annual Report and Accounts for the 2016-17 financial year (C.53/17-18).

83/17-18 *Deeds

RECEIVED:

In accordance with Council minute 33/77-78, a copy of the deeds executed on behalf of the Council since the meeting of the Council on 8 February 2017 (C.54/17-18 {restricted}).

84/17-18 Committee of University Chairs (CUC) Illustrative Practice Notes

REPORTED:

That on 30 November 2017, the CUC published the following Illustrative Practice Notes (IPNs), to outline best practice on a range of topics:

- (i) 'IPN 5: Governing body role in recruitment and appointment of institution heads'
- (ii) 'IPN 6: Governing body responsibility for recruiting a Chair'
- (iii) 'IPN 7: The role of the Nominations Committee'

85/17-18 Charity Commission Guidance

REPORTED:

That on 22 September 2017, the Charity Commission published updated guidance for trustees on 'How to report a serious incident in your charity', based on feedback from a public consultation.

86/17-18 Awards and Distinctions

RECEIVED:

A report setting out the awards and distinctions conferred on members of the University since the meeting of the Council held on 22 November 2017 (C.55/17-18).

87/17-18 Amendments to University Ordinances

CONSIDERED:

A report requesting amendments to University Ordinances (C.56/17-18).

RESOLVED:

- (a) That the proposed amendments to University Ordinance 7 on Constitution of the Boards of the Faculties, as set out in Appendix 1 of paper C.56/17-18, be approved for the second time.
- (b) That the proposed amendments to University Ordinance 9 on Board of Graduate Studies, as set out in Appendix 2 of paper C.56/17-18, be approved for the second time.
- (c) That the proposed further amendments to University Ordinance 7 on Constitution of the Boards of the Faculties, as set out in Appendix 1 of paper C.56/17-18, be approved for the first time.
- (d) That the proposed further amendments to University Ordinance 9 on Constitution of the Boards of the Faculties, as set out in Appendix 2 of paper C.56/17-18, be approved for the first time.

88/17-18 Amendments to University Regulations

CONSIDERED:

A report requesting confirmation of amendments to University Regulations (C.57/17-18).

RESOLVED:

- (a) That the proposed amendments to University Regulation 2 on Committee Elections be confirmed, as set out in Appendix 1 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.
- (b) That the proposed amendments to University Regulation 6 on Admission to the University be confirmed, as set out in Appendix 2 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.
- (c) That the proposed amendments to University Regulation 9 on Constitutions of Boards of Examiners be confirmed, as set out in Appendix 3 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.
- (d) That the proposed amendments to University Regulation 15 on Higher Doctorates be confirmed, as set out in Appendix 4 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.
- (e) That the proposed amendments to University Regulation 34 on Determination of Fitness to Practise be confirmed, as set out in Appendix 5 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.
- (f) That the proposed amendments to University Regulation 36 on Student Registration, Attendance and Progress be confirmed, as set out in Appendix 6 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.
- (g) That the proposed amendments to University Regulation 38 on Research Degrees be confirmed, as set out in Appendix 7 of paper C.57/17-18, noting that the revised Regulation took effect from 2 October 2017.

89/17-18 Chair's Action

RECEIVED:

A report setting out actions taken by the Chair on behalf of the Council since the meeting of the Council held on 22 November 2017 (C.58/17-18).

90/17-18 Dates of Future Meetings

REPORTED:

That the future meetings of the Council for the 2017-18 academic year were as follows:

Tuesday, 15 May 2018	5.00pm to 9.30pm
Wednesday, 16 May 2018	9.00am to 2.00pm
Tuesday, 10 July 2018	5.00pm to 9.30pm
Wednesday, 11 July 2018	9.00am to 2.00pm