

**UNIVERSITY OF WARWICK
COUNCIL**

**OPEN MINUTES OF THE MEETING HELD ON 09:00 WEDNESDAY 6 FEBRUARY 2019, SPACE 11, SCARMAN
CONFERENCE CENTRE**

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| Present | David Normington | DN | Chair |
| | Keith Bedell-Pearce | KBP | Treasurer and Chair of the Finance & General Purposes Committee |
| | Anita Bhalla | AB | Independent member |
| | Professor Dan Branch | DB | Academic member |
| | Dr Dave Britnell | DBr | Academic member |
| | Viki Cooke | VC | Vice-Chair and Chair of the Audit & Risk Committee |
| | Professor Stuart Croft | SC | Vice-Chancellor |
| | Professor Chris Ennew | CE | Provost |
| | Dr John Ferrie | JF | Independent member |
| | Catharine French | CF | Independent member |
| | Noel Gordon | NG | Independent member |
| | Professor Chris Hughes | CH | Pro-Vice-Chancellor (Education) |
| | Liam Jackson | LJ | President of the Students' Union |
| | Professor Andy Lockett | AL | Academic member |
| | Ben Newsham | BN | Democracy & Development Officer of the Students' Union |
| | Adrian Penfold | AP | Independent member |
| | Andrea Pulford | APu | Professional Services staff member |
| | Professor Lesley Roberts | LR | Academic member |
| | Neil Sachdev | NS | Independent member |
| | Professor Simon Swain | SS | Pro-Vice-Chancellor (External Engagement) |
| Professor Pam Thomas | PT | Pro-Vice-Chancellor (Research) (items 060 to 064) | |
| Gail Tucker | GT | Independent member | |
| Attending | Sophie Black | SB | Assistant Registrar (Governance (1)) (item 069) |
| | James Breckon | JB | Director of Estates (item 065) |
| | Rosie Drinkwater | RD | Group Finance Director |
| | Matt Ferguson | MF | Director of Development (item 077) |
| | Daniel Gibbons | DG | Programme Manager (Estates) (item 065) |
| | Dr Richard Hutchins | RH | Director of Strategy and Policy (item 065) |
| | Louise Kindon | LK | Director of Specialist HR (item 070) |
| | Rupert Lawrie | RL | Commercial Director |
| | Charlotte Lewis | CL | Head of Strategic Programmes and Governance (Estates) (item 065) |
| | Lara McCarthy | LM | Assistant Secretary and Head of Governance Services |
| | Rory McIntyre | RM | Senior Assistant Registrar (Strategy & Policy) (item 068(a)) |
| | Mona Parikh | MP | Reward Manager (item 070) |
| | Rachel Sandby-Thomas | RST | Registrar |
| | Emma Tew | ET | Assistant Registrar (Governance (2)) |
| | Sharon Tuersley | ST | Secretary to Council |
| Observing | Lauren McCleary | LMC | Administrative Officer (Governance) |

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.

| Ref | Item |
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| 060 | Chair's Welcome and Introduction The Chair welcomed members to the meeting. |

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| 061 | <p>Apologies for Absence</p> <p>Deborah Keith.</p> |
| 062 | <p>Declarations of Interest</p> <p>No declarations of interest were reported.</p> |
| 063 | <p>Minutes of the Council Meetings held on 20 and 21 November 2018</p> <p>The minutes of the Council meetings held on 20 and 21 November 2018 (063-C060219 {restricted}) were approved.</p> |
| 064 | <p>Matters Arising from the Council Meetings held on 20 and 21 November 2018</p> <p>(a) Annual Assurance Documents</p> <p>The annual assurance documents had been submitted to the Office for Students (OfS) ahead of the deadline of 3 December 2018, following approval by the Council at its previous meeting.</p> <p>(b) Group Chat</p> <p>A draft statement from the Council in response to the group chat matter was discussed by members. The statement would be edited to take account of members' comments and released at the end of the Council meeting.</p> <p>It was agreed that, in collaboration with the Senate, a thorough, external independent review of the University's student disciplinary and appeals procedures would commence immediately. In addition, it was agreed that the values, as set out in the University strategy, should be restated and a sub-group of Council and Senate members would be formed to review this. Members were invited to contact the Secretary to Council if they wished to be involved.</p> <p>ACTIONS:</p> <ol style="list-style-type: none"> (1) A statement from the Council in response to the group chat matter to be drafted and released at the end of the Council meeting. (2) A thorough, external independent review of the University's student disciplinary and appeals procedures to commence immediately. (3) A sub-group of Council and Senate members be formed in order to restate the values as set out in the University Strategy. |
| Strategic Topic | |
| 065 | <p>University Masterplan</p> <p>The Council received and noted a report on the University Masterplan (065-C060219 {restricted}), alongside a presentation delivered by the Director of Estates, Head of Strategic Programmes and Governance (Estates) and the Programme Manager (Estates), with key details as follows:</p> <ul style="list-style-type: none"> • The overarching aim of the Masterplan was to provide a flexible and adaptable framework for future estate development to enable the goals of the new University Strategy. • The vision statement was outlined, centred on ensuring that <i>“Warwick can become one of the world's exceptional and distinctive university campuses”</i> supported by six key aims: <ol style="list-style-type: none"> 1. To form a vibrant, learning, working and living community <p>It was intended to expand the core of the University campus along two principal axes. Ground floors of buildings would be activated and academic, commercial and residential space would be integrated to sustain active use of the campus throughout the day and evening.</p> |

2. To shape a distinctive University of Warwick identity that has a ‘cosmopolitan in the countryside’ feel

During consultation it was expressed that the University’s green spaces appeared to be diminishing. The reshaping of the campus as part of the Masterplan would allow for the creation of significant new green spaces, which would encourage biodiversity, contribute to sustainability, support wellbeing for staff and students and invite the local community to make use of the campus.

3. To transform regional transport connectivity to campus

[Exempt information not included]

4. To create an accessible, inclusive, people focussed environment

The future campus would offer a better environment for staff, students and visitors. Car parks and mobility hubs would be relocated to the periphery to free up space for public realm works on central campus. On-campus mobility solutions would be improved and support a long-term transition to connected and autonomous vehicles (CAVs). The campus route network would also be redesigned so that Warwick was easier to navigate by foot and cycle.

5. To deliver a SMART carbon neutral campus

The Masterplan framework provided a pathway for the University to move away from its current dependency on fossil fuels and instead meet its energy needs from renewable sources of energy. The use of SMART technology across the estate would also enhance operational efficiency and effectiveness.

6. To create a flexible framework for other development opportunities within the campus and beyond

New development associated with the University’s growth aspirations would primarily focus on redevelopment of the campus; however there were opportunities to develop peripheral areas, enabling connectivity with wider communities.

In response to the presentation, the following points were raised during a discussion amongst members:

- Members agreed that the Masterplan vision was ambitious and that much progress had been made.
[Exempt information not included]
- It was noted that the presentation did not refer to the digitisation of the campus, though the notion of a SMART campus was referred to. It would need to be ensured that digital elements were integral to the Masterplan and not ‘added on’.
- The establishment of new green spaces was felt to be a positive development which had the potential to encourage families and the local community to make use of the campus.
- Independent members raised that it could be quite challenging to navigate the campus. This would be addressed by the Masterplan, however, University wayfinding would be improved in the short term.

DECISION: The Masterplan vision and its supporting aims and design principles were **approved**.

Substantive Items

066

Chair’s Business

The Council received a verbal report from the Chair on the following items of business:

(a) Council Away Day

Interesting discussions had been held at the Council Away Day on 5 February 2019 related to:

[Exempt information not included]

- Transformational Key Performance Indicators (KPIs) that would align to the University Strategy;
- The future of innovation activity at the University.

The Chair extended the thanks of the Council to the presenters and organisers of the Away Day and to the Master

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| | <p>at the Lord Leycester Hospital, who hosted the event.</p> <p>(b) Appointment of Bal Claire</p> <p>The Council was invited to approve, on the recommendation of the Nominations Committee, the appointment of Bal Claire as an independent member of the Council with effect from 1 May 2019. It was reported that Bal had significant experience within the telecommunications sector.</p> <p>DECISION: The appointment of Bal Claire as an independent member of the Council was approved.</p> <p>[Exempt information not included]</p> <p>(d) Singapore Accounts</p> <p>On the recommendation of FGPC, the year-end accounts of the University's Singapore branch had been approved by the Council, by correspondence, on 29 January 2019.</p> |
| 067 | <p>Vice-Chancellor's Business</p> <p>The Council received and noted a report on topical items of business (067-C060219), alongside a verbal report by the Provost on the following item of business:</p> <p>(a) School of Creative and Visual Cultures</p> <p>It was proposed to bring together a number of smaller departments in the Faculty of Arts, including, in the first instance, Creative Writing, Theatre Studies and Cultural Policy to create a new School of Creative and Visual Cultures. This would enhance the robustness of individual departments and support the launch of a high profile degree programme. It was anticipated that Council's approval of the proposal would be sought by Chair's action, following consideration by the Senate at its meeting on 13 March 2019.</p> |
| 068 | <p>University's Key Performance Indicators</p> <p>(a) Academic Statistics Yearbook</p> <p>The Senior Assistant Registrar (Strategy & Policy) presented the Academic Statistics Yearbook (068a-C060219 {restricted}), with key details as follows:</p> <ul style="list-style-type: none"> • This edition of the Academic Statistics Yearbook had been published prior to the development of KPIs for the new University Strategy. It was expected that next year's Academic Statistics Yearbook would more explicitly align to the goals of the Strategy. • The Yearbook was supplemented by an online presence on the University's website. Later in the year, it was planned to refresh this online content to make it more dynamic and accessible. It was requested that in future years the Academic Statistics Yearbook be presented to the Council electronically. • The Council discussed expanding the University's benchmarking comparators. The tendency was to benchmark Warwick against the Russell Group or the overall UK Higher Education (HE) sector. Consideration should be given to benchmarking internationally or against 'best in class' institutions. <p>[Exempt information not included]</p> <ul style="list-style-type: none"> • The data highlighted the relatively low numbers of BAME enrolments in the postgraduate research population. The University was investigating this issue and taking steps to diversify its overall international student population. Intervention initiatives were also in progress to target students earlier in the academic 'pipeline'. <p>ACTION: In future years, the Academic Statistics Yearbook to be presented to the Council in an electronic format.</p> <p>(b) Annual Summary of Key Performance Indicators</p> <p>The Council received and noted the annual summary of Key Performance Indicators related to the previous University Strategy (068(b)-C060219 {restricted}).</p> |
| 069 | <p>Board Portal Project</p> <p>The Assistant Registrar (Governance(1)) presented a report on the board portal project (069-C060219 {restricted}),</p> |

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| | <p>alongside delivering a demonstration, with key details as follows:</p> <ul style="list-style-type: none"> • The University had finalised the procurement of a board portal solution, named Convene, to facilitate electronic management of University committees. The Council would transition to Convene from its next meeting in May 2019. • To ensure the highest levels of information and data security, Convene would be integrated with the University's single sign-on later in the year. • The integration between Convene and Microsoft Outlook was discussed, with particular regard to calendar management. • Members were reminded that private annotations on Council paperwork could still be subject to the requirements of the Freedom of Information Act and the Data Protection Act. • Despite the move to a paperless solution, it should be ensured that Council papers remained concise to facilitate effective decision-making. |
| 070 | <p>Gender Pay Report</p> <p>The Director of Specialist HR and the Reward Manager presented a report on the gender pay gap (070-C060219 {restricted}, tabled paper), with key details as follows:</p> <ul style="list-style-type: none"> • In line with the requirements of the Equality Act 2010, Warwick was required to publicise a report on its gender pay gap each year. • In comparison to last year, the overall mean gender pay gap had decreased and the overall median gender pay gap had slightly increased. Additionally, the mean bonus pay gap had decreased and the median bonus pay gap had increased. • The University's ranking in the Russell Group in relation to the gender pay gap remained static relative to the previous year. [Exempt information not included] • Nevertheless, the University was committed to addressing the gender pay gap. The Gender Taskforce had been established to address issues effecting gender imbalance and there had been positive developments in the last year, for e.g., there had been an increase in women professorial promotions. It was noted that reviewing the University's maternity package could have a positive impact. • It was agreed that the Council would hold a further discussion on gender pay as part of the substantive Equality & Diversity session, scheduled at the Council meeting in July 2019. <p>ACTION: The work of the Gender Taskforce to be reported on as part of the substantive Equality & Diversity Council session.</p> |
| 071 | <p>Independent Review of the Teaching Excellence Framework</p> <p>The Pro-Vice-Chancellor (Education) presented a report on the independent review of the Teaching Excellence Framework (TEF) (071-C060219 {restricted}), with key details as follows:</p> <ul style="list-style-type: none"> • A call for views on the upcoming independent review of the TEF had been issued in January 2019. • The independent reviewer, Dame Shirley Pearce DBE, had requested the involvement of governing bodies in responding to the call for views, given the significance of the review. • It was proposed that Council approval of the response to the call for views be sought by correspondence, following consideration by the Senate and a number of its sub-committees. <p>DECISION: The proposal that the response to the call for views on the Independent Review of the TEF be circulated to members for approval by correspondence was approved.</p> |

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| 072 | <p>Governing Instruments Review: Proposed Revisions to University Ordinances</p> <p>The Secretary to Council presented proposed revisions to the University Ordinances (072-C060219).</p> <p>The finalised revisions to the University Ordinances, amended as part of the Governing Instruments Review, had been considered by the Senate on 23 January 2019 and were recommended to the Council for approval.</p> <p>DECISION: The proposed revisions to the University Ordinances were approved for the second time.</p> |
| Sub-Committee Reports | |
| 073 | <p>Report from the Senate</p> <p>The Council received and noted the report from the meeting of the Senate, which took place on 23 January 2019 (073-C060219 {restricted}).</p> |
| 074 | <p>Report from the Audit & Risk Committee</p> <p>The Chair of the Audit & Risk Committee (A&RC) presented a report from the meeting of the A&RC, which took place on 4 February 2019 (074-C060219 {restricted}, tabled paper) on the following items of business:</p> <p>(a) Head of Internal Audit</p> <p>The process to recruit a new Head of Internal Audit had now completed. Gillian Bagwell had been appointed to the role.</p> <p>[Exempt information not included]</p> |
| 075 | <p>Finance & General Purposes Committee</p> <p>(a) Report from the Finance & General Purposes Committee</p> <p>The Chair of the FGPC and the Group Finance Director presented a report from the meeting of the FGPC, which took place on 22 January 2019 (075(a)-C060219 {restricted}) on the following items of business:</p> <p>[Exempt information not included]</p> <p>(b) Proposed Changes to Membership</p> <p>The Council received a report on proposed changes to the membership of FGPC (075(b)-C060219).</p> <p>DECISION: The Council approved an additional independent role to the membership of FGPC.</p> |
| 076 | <p>Report from the University Estate Committee</p> <p>The Council received and noted a report from the meeting of the University Estate Committee (UEC), which took place on 24 January 2019 (076-C060219 {restricted}).</p> |
| 077 | <p>Report from the Honorary Degrees Committee</p> <p>The Director of Development presented a report from the Honorary Degrees Committee (HDC) (077-C060219 {restricted}).</p> <p>It was proposed to mark 29 May each year in honour of the philanthropic support The 29th May Charitable Trust had provided to the University since its inception.</p> <p>DECISION: The Council approved that 29 May each year be marked in recognition of the philanthropic support given by The 29th May 1961 Charitable Trust.</p> |
| Items below this line were received/and or approved without discussion | |
| 078 | <p>Annual Report from the Art Collection Committee</p> <p>The Council received the annual report from the Art Collection Committee (078-C060219).</p> <p>DECISION: The annual report on the University works of art collection 2017/18 was approved.</p> |

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| 079 | <p>Warwick Arts Centre Annual Report and Accounts 2017/18</p> <p>The Council received and noted the Warwick Arts Centre annual report and accounts 2017/18 (079-C060219).</p> |
| 080 | <p>Amendments to the By-Laws of Warwick Students' Union</p> <p>The Council received and noted a report on amendments to the by-laws of Warwick Students' Union (080-C060219).</p> |
| 081 | <p>List of Deeds</p> <p>The Council received and noted the list of deeds (081-C060219 {restricted}) that had been executed with the use of the University Seal since the meeting of the Council held on 7 February 2018.</p> |
| 082 | <p>Proposed Amendments to University Regulations</p> <p>The Council received proposed revisions to University Regulations (082-C060219).</p> <p>DECISION: The Council confirmed proposed revisions to University Regulation 11.</p> |
| 083 | <p>Chair's Action Report</p> <p>The Council received and noted the chair's action report (083-C060219).</p> |
| <i>Minutes related to reserved items of business are recorded separately.</i> | |
| Other | |
| 086 | <p>Any Other Business</p> <p>There were no matters of any other business.</p> |
| 087 | <p>Dates of Next Meeting:</p> <ul style="list-style-type: none"> • 17:00, Tuesday 14 May 2019 • 09:00, Wednesday 15 May 2019 |