

UNIVERSITY OF WARWICK

COUNCIL

**Minutes of the meeting of the Council held on 26 November 2010**

Present: Mr J Leighfield (Chair), Mr K Bedell-Pearce, Professor A Caesar, Mrs V Cooke, Sir George Cox (from item 33/10-11), Mr P Dunne, Mrs P Egan (from item 33/10-11 {part}), Professor R Higgott, Mr G Howells, Professor T Jones, Professor J Labbe, Professor K Lamberts, Mr G Lyons, Mr A Rivett, Professor M Smith, Mr S Stanley, Mr D Stevens, Professor N Thrift, Professor P Winstanley, Mr B Woods-Scawen.

Apologies: Dame Fiona Caldicott, Dr R Chung, Mrs T Elliott, Professor S Hand, Mrs V Heywood, Mr J Higgins, Professor A Muthoo, Professor M Taylor.

In Attendance: Registrar, Deputy Finance Director, Deputy Registrar (until item 37/10-11), Academic Registrar, Director of Estates, Head of Governance Support Services, Senior Assistant Registrar (Teaching Quality), Assistant Registrar (Deputy Registrar's Office).

28/10-11 Minutes

RESOLVED:

That the minutes of the meeting of the Council held on 14 October 2010 be approved, subject to the following amendment (additions underlined, removals ~~struck through~~):

Present: (...) Mrs P Egan (...)

Apologies: ~~Mrs P Egan~~

29/10-11 Future Strategic Topics and Presentations for Meetings of the Council

RECEIVED:

A list of future strategic topics and presentations for meetings of the Council (C.19/10-11).

REPORTED: (by the Pro-Chancellor)

That the list would be reviewed following the Council Away Day to ensure that it remained relevant to the refocused University Vision 2015 Strategy and reflected the discussions of the Away Day.

30/10-11 The Helen Martin Studio

REPORTED: (by the Vice-Chancellor)

- (a) That the University had held an event on 22 November 2010 to name the new Warwick Arts Centre Studio after Helen Martin, the original 'anonymous benefactor' who had contributed to the University from its earliest days.

- (b) That the event had featured a number of musical performances as well as the unveiling of a plaque by Lady Butterworth.

31/10-11 Winter Degree Ceremonies

REPORTED: (by the Vice-Chancellor)

- (a) That the Winter Degree Ceremonies would take place on Wednesday 19 and Thursday 20 January 2011, with the congregation dinner taking place on the evening of Wednesday 19 January 2011.
- (b) That members of the Council were invited to attend any of the four ceremonies, the lunches on either day and the congregation dinner on the evening of 19 January 2011.
- (c) That the honorary graduands who would receive their degrees at the Ceremonies in January were Mr Alan Garner, Mr John Armit CBE, Dr John Sexton and Ms Indra Nooyi.

32/10-11 Student Affairs

REPORTED: (by the Vice-Chancellor)

- (a) That on Wednesday 24 November, a group of students and a small number of staff had marched on University House before a smaller group had occupied a lecture theatre in the Arts Centre.
- (b) That due to the public nature of the building the University had not been prepared to let the protest continue in that venue and the protestors had refused the offer of an alternative location.
- (c) That the protestors had stayed in the lecture theatre overnight on Wednesday 24 November before leaving of their own accord on the morning of Thursday 25 November.
- (d) That the protests had been largely peaceful in nature, noting that some of the media reporting of the events had been inaccurate, in particular relating to security being heavy-handed.
- (e) That the University would always support the right of students to protest peacefully, but also had a responsibility to all students, staff and visitors and needed to ensure that protests did not impact on the ability of students to study, staff to work or the wider, external facing functions of the University to operate.
- (f) That the University would continue to engage with the student body, through the Students' Union to ensure that concerns and anxieties from both sides were heard and debated, noting that Warwick had led the way in enabling the student voice to be heard at the highest levels of the decision-making structure.

(by the Students' Union President)

- (g) That the protests had been arranged independently of the Students' Union, and that the Students' Union was committed to supporting the right of students to peacefully protest.

33/10-11 University Financial Plan 2010-2014 (minute 136/09-10 refers)

CONSIDERED:

The University Financial Plan 2010-2014 (C.20/10-11), prepared by the Financial Plan Sub-Committee and recommended for approval by the Finance and General Purposes Committee.

RECEIVED:

An oral report from the Treasurer and the Deputy Finance Director outlining the revised income, surplus, and cash flow forecasts for the period 2010-2014, noting in particular the following:

- (a) That the University's Financial Performance in 2009/10 had been broadly positive, with the University generating a turnover of £409m against a budgeted turnover of £406m, and a surplus of £9.0m.
- (b) That the University continued to model the possible impacts from the outcome of the Comprehensive Spending Review and the Browne Review, and as such the Financial Plan beyond this year remained in development.
- (c) That, notwithstanding the above, there was an assumption in the plan that increases in graduate contributions would cover future cuts to HEFCE funding, noting that this was not intended to be indicative of any decision on future fee levels.
- (d) That, although HEFCE had offered institutions the option to delay submission of their Financial Plans until April 2011, the University still intended to submit its plans in December 2010.
- (e) That the Plan included a £2m per annum provision for strategic investment, noting that there was an aspiration to increase this.
- (f) That the Plan also included a safety factor to absorb any adverse variances.
- (g) That there was little net change at surplus level to the draft Financial Plan that had been considered by the Council at its meeting held on 14 July 2010.

RESOLVED:

That, on the recommendation of the Finance and General Purposes Committee, the University Financial Plan 2010-2014 be approved and submitted to HEFCE by 1 December 2010, as set out in paper C.20/10-11.

34/10-11 Report from the Finance and General Purposes Committee

CONSIDERED and ADOPTED with the resolutions set out below a report from the meeting of the Finance and General Purposes Committee held on 9 November 2010 (C.21/10-11 {Parts 1 and 2}) together with an oral report from the University Treasurer and the Deputy Finance Director on the following items of business:

(a) Draft Financial Statements 2009-10 and Management Representation Letter

RESOLVED:

That the University Consolidated Statutory Accounts for the year ending 31 July 2010 and the associated Management Representation Letter be approved and submitted to HEFCE.

(b) New Loan Finance

RESOLVED:

That the Chair of Council, the Treasurer, the Vice-Chancellor and the Finance Director be authorised to:

- (i) agree and that any two of them be authorised to sign on behalf of the University such documentation as may be required in relation to the proposed financing arrangements between the University and the Royal Bank of Scotland plc, to include (without limitation) a facility agreement and any related interest rate hedging arrangements by way of ISDA Master Agreement, Schedule and confirmation (to the extent that any such documentation has not been previously duly minuted, authorised and entered into); and
- (ii) enter into above interest rate hedging arrangements prior to the conclusion of the facility agreement if they consider in the light of market conditions that this would be beneficial for the University notwithstanding the possibility of breakage costs should the loan not proceed.

(c) Update on Student Residences Business Plan

(d) Applied Crop Research Centre

NOTE: A paper outlining the proposed new loan finance was tabled at the meeting and restricted to members and attendees of Council only.

35/10-11 Report from the Audit Committee

CONSIDERED and ADOPTED with the resolutions set out below a report from the meeting of the Audit Committee held on 26 October 2010 (C.22/10-11) together with an oral report from Mr Keith Bedell-Pearce on the following items of business:

(a) Audit Committee Annual Report and Committee Opinion on Data Quality

CONSIDERED:

The Annual Report from the Audit Committee summarising the Committee's work for the year, including: an overview of the membership of the Audit Committee and the structure of business; the Committee's scrutiny of the external auditor's management letter; a range of reports prepared by Internal Audit; an overview of information received by the Committee that related to Value for Money; the Quality of Data Returns to Funding Bodies; Risk Management and Governance; and the Audit Committee's conclusion that the University's audit arrangements and internal controls for the 2009/10 financial year were satisfactory, noting that the Audit Committee reported specifically to

the Council on its consideration of the following key areas:

- (i) University Post Office
- (ii) Research Governance: Warwick Medical School and the HTA inspection
- (iii) HESES Audit
- (iv) Warwick Ventures

RESOLVED:

That the Annual Report from the Audit Committee be noted and submitted to HEFCE by 1 December 2010, as set out in paper AC.17/10-11 of paper C.22/10-11.

- (b) University Accounts and External Audit Management Letter and Statement on Internal Control

REPORTED: (by Mr Keith Bedell-Pearce)

That the External Audit Management Letter was positive and had been discussed by the Audit Committee at its meeting held on 26 October 2010.

RESOLVED:

That the Finance Director and her team be congratulated for their hard work that had resulted in the very positive External Audit Management Letter.

- (c) Risk Management Report

RESOLVED:

That the Emergency Planning Policy as set out in paper AC.13/10-11 (part) of C.22/10-11 be received and noted.

- (d) Internal Audit Annual Reports
- (e) Human Tissue Authority Site Inspection
- (f) HESES Audit and Action Plan

NOTE: Paper C.22/10-11 was restricted to members and attendees of Council only.

36/10-11 Report from the University Health and Safety Executive Committee

CONSIDERED and ADOPTED with the resolution set out below a report from the meeting of the University Health and Safety Executive Committee held on 9 November 2010 (C.23/10-11) together with an oral report from the Registrar on the following items of business:

- (a) Asbestos Management Policy

RESOLVED:

That the Asbestos Management Policy as set out in paper UHSC.03/10-11 (revised) of C.23/10-11 be approved.

(b) Report from the University Health and Safety Committee

REPORTED: (by the Registrar)

That the University Health and Safety Committee was satisfied that health and safety continued to be managed appropriately in the Department of Biological Sciences, Warwick HRI and the School of Life Sciences during the transition associated with the establishment of the School of Life Sciences.

(c) Health, Safety and Well-being Website

REPORTED: (by the Registrar)

That the new Health, Safety and Well-being Website continued to be developed, noting that it would replace the Safety in the University booklet once all relevant and necessary information had been transferred to the new website.

(d) Health and Safety Performance Update

(e) 'Stress' Sickness Absence

(f) Fire Safety

37/10-11 University Risk Status and Key Performance Indicators

CONSIDERED:

A report on the University's Key Performance Indicators (KPIs) as at November 2010 and the status of the University's Key Risks (C.24/10-11).

REPORTED: (by the Deputy Registrar)

- (a) That the KPIs presented an outline of the performance of the University over the past year and the risk status summary reflected a three-year forward-looking horizon.
- (b) That work continued to ensure that the risks and the data included in the KPIs remained relevant and appropriate, particularly in the following areas:
  - (i) The potential regulatory impact arising from the Browne Review and subsequent policy proposals;
  - (ii) The appropriate reflection of unutilised space within the University.

RESOLVED:

That the status of the University Key Performance Indicators and the status of the University's Key Risks be approved as set out in C.24/10-11.

38/10-11 Corporate Planning Statement

CONSIDERED:

The provisional University Corporate Planning Statement (CPS), to be submitted to HEFCE by 1 December 2010 (C.25/10-11).

RESOLVED:

That the University Corporate Planning Statement be approved and submitted to HEFCE by 1 December 2010, as set out in paper C.25/10-11

39/10-11 Academic Statistics Yearbook

CONSIDERED:

The University's Academic Statistics Yearbook document for the academic year 2010-11 (C.26/10-11), together with an oral report from the Academic Registrar.

REPORTED: (by the Academic Registrar)

- (a) That the Academic Statistics Yearbook presented a snapshot of the University and incorporated a range of data.
- (b) That the University was investigating the apparent underperformance of Warwick compared to other Russell Group universities related to the employment of undergraduates six months after graduation, noting that Warwick performed well in employment of postgraduates over the same period.

RESOLVED:

That consideration be given as to how to further integrate the use of appropriate management statistics into the financial planning process.

40/10-11 Students' Union Bye-Laws

CONSIDERED:

The Bye-Laws of Warwick Students' Union, as approved by the Students' Union Council on 25 October 2010 (C.27/10-11).

REPORTED: (by the Registrar)

- (a) That the Students' Union's Bye Laws were re-written as a result of its incorporation as a Company Limited By Guarantee on 1 August 2010, noting that the new Bye Laws complied with both Charity and Company Law and the changes made were largely as a result of legislative compliance.
- (b) That, following the dismissal and reinstatement, after an appeal, of a Sabbatical Officer in 2010, more detailed and robust disciplinary procedures were included for officers both paid and unpaid.
- (c) That the new Memorandum and Articles of Association of Warwick Students' Union set out procedures required in the case of dismissal of a Trustee and that, consequently, Bye Law 11 was more robust and comprehensive in this regard and set out clear and unambiguous procedures for any disciplinary or capability matters relating to Sabbatical Officers, other Union Officers and for Trustees that were fair and proportionate and complied with employment law where required.
- (d) That Bye Law 5 included provision for the treatment of motions that were in direct conflict / opposition, noting that where this occurred, Composite

Committee would merge the motions in to one motion in order to provide clarity for the members when voting.

RESOLVED:

- (a) That the Bye-Laws of Warwick Students' Union be approved, as set out in C.27/10-11.
- (b) That the delegation of authority to the Registrar as Secretary to Council to countersign changes to the bye-laws that relate to the democratic rights of students or the constitution and terms of reference of the Board of Trustees be approved.

41/10-11 Awards and Distinctions

RECEIVED:

A paper setting out the awards and distinctions that have been conferred on members of the University since the last meeting of the Council held on 14 October 2010 (C.28/10-11).

42/10-11 University Council Members' Biographies 2010/11

RECEIVED:

The University Council Members' Biographies document for the 2010/11 academic year (C.29/09-10), noting that the document would be kept updated and available to download from the University website.

43/10-11 Amendments to University Ordinances

RESOLVED:

That, for the second time, proposed amendments to the University Ordinance 7 governing the Boards of the Faculties in relation to the restructuring of the Warwick Medical School, as recommended by the Senate and set out in C.30/10-11, be approved.

44/10-11 Amendments to University Regulations

REPORTED:

That the Pro-Chancellor had taken Chair's action on behalf of the Council to approve amendments to University Regulation 34 for the Determination of Fitness to Practise to establish a Panel which can be drawn upon primarily for appeals cases concerning the MBChB in the Warwick Medical School.

45/10-11 Appointments to Council Committees

REPORTED:

That the Pro-Chancellor had taken Chair's action on behalf of the Council to approve:

- (a) Finance and General Purposes Committee

- (i) The appointment of Dame Fiona Caldicott to serve on Finance and General Purposes Committee, as one of five lay members of the Council.
  - (ii) The appointment of Dr Elisabeth Dedman to serve on Finance and General Purposes Committee, as one of five members of academic staff, for the period to 30 August 2013.
- (b) Art Collection Committee
  - (i) The appointment of Professor Sean Hand as Chair of the Art Collection Committee for the period to 30 August 2013.
  - (ii) The appointment of Dr Diarmuid Costello as the member of academic staff appointed by the Council on the Art Collection Committee for the period to 30 August 2013.
- (c) The appointment of Dr David Elmes to serve on the Building Committee, as one of the five members of academic staff, for the period to 30 August 2013

NOTE: That immediately following the formal meeting of the Council, the Council Away Day was held on the theme of refocusing and amplifying the University Strategy.