

UNIVERSITY OF WARWICK

Minutes of the meeting of the Council held on 10 and 11 February 2016

- Present: Sir George Cox (Chair), Mr K Bedell-Pearce (Treasurer), Dr N Bentley (Lay Member) (for items 81/15-16 to 91/15-16), Professor A Clarke (Academic Member of the Senate), Ms V Cooke (Vice-Chair), Professor S Croft (Vice-Chancellor and President), Ms K Gadhok (Lay Member), Mr G Howells (Lay Member) (for items 81/15-16 to 91/15-16), Professor C Hughes (Pro-Vice-Chancellor (Teaching and Learning)), Professor C W Hughes (Academic Member of the Senate), Professor T Jones (Provost), Dr D Keith (Lay Member), Mr I Leigh (President of the Students' Union), Ms J MacNaughton (Lay Member), Professor A Muthoo (Academic Member of the Senate) (for items 66/15-16 to 80/15-16), Sir David Normington (Lay Member), Mr O Rice (Democracy and Development Officer for the Students' Union), Mr A Rivett (Non-Academic Member of Staff), Mr Neil Sachdev (Lay Member), Mr M Temple (Lay Member).
- Apologies: Dame Fiona Caldicott (Lay Member), Dr J Ferrie (Lay Member), Professor P Winstanley (Academic Member of the Senate).
- In Attendance: Mrs E Birch (Senior Assistant Registrar (Governance)), Ms R Drinkwater (Group Finance Director) (for items 66/15-16 to 80/15-16), Mrs P Glover (Director of Governance and Assurance Services), Ms J Horsburgh (Deputy Registrar (Assistant Secretary)), Mr K Sloan (Registrar and Chief Operating Officer (Secretary)).

NOTE:

1. This restricted meeting of the Council followed a single agenda item restricted meeting of the Council held on 10 February 2016 (minute 65/15-16 refers).
2. The meeting of the Council on the evening of 10 February 2016 was adjourned following item 80/15-16. The meeting recommenced at item 81/15-16 on the morning of 11 February 2016.

66/15-16 Membership of the Council

REPORTED: (by the Chair)

- (a) That on behalf of the Council, he wished to welcome Professor Stuart Croft to his first meeting of the Council in his capacity as Vice-Chancellor and President.
- (b) That on behalf of the Council, he wished to welcome Professor Tim Jones to his first meeting of the Council in his capacity as Provost.
- (c) That he wished to welcome Ms Kamini Gadhok and Mr Neil Sachdev to their first meeting as lay members of the Council, noting that, following consideration by correspondence, the Council had approved their appointments with effect from 1 February 2016, to 31 July 2018.

67/15-16 Minutes

CONSIDERED:

- (a) The minutes of the meeting of the Council held on 25 November 2015.

- (b) The minutes of the joint meeting of the Council and the Senate held on 14 October 2015, as approved by the Senate.

RESOLVED:

- (a) That the minutes of the meeting of the Council held on 25 November 2015 be approved.
- (b) That the minutes of the joint meeting of the Council and the Senate held on 14 October 2015, as approved by the Senate, be approved.

68/15-16 BIS Consultation on the Higher Education Green Paper (minute 50/15-16 refers)

REPORTED: (by the Registrar and Chief Operating Officer)

- (a) That, in accordance with the email received by members of the Council on 12 January 2016, the final iteration of the University's consultation response was approved by the University Steering Committee at its meeting on 11 January 2016 and was submitted to BIS by the deadline of 15 January 2016.
- (b) That following discussions at the November 2015 meeting of the Council, an internal consultation process had been undertaken, including an opportunity for staff, students and members of relevant committees to submit their views on the consultation, noting that the Heads Forum, the Senate and the Students' Union had also been consulted.
- (c) That, in addition to the internal conversation that had taken place, a number of colleagues had participated in sector discussions, and had attended consultation events run by BIS.
- (d) That the University had also participated in the drafting of a number of responses from sector groups, noting that in general, the University's experience had been that the views expressed in the University's response were not out of line with similar institutions across the sector.
- (e) That the final response had been circulated to members of the Council on 12 January 2016, and had been made available publically online following submission to BIS.
- (f) That he wished to express his thanks to all involved in formulating the final response, noting that it had been a challenging task.

69/15-16 Review of Academic Governance (minute 9/15-16 refers)

REPORTED: (by the Registrar and Chief Operating Officer)

- (a) That to enable greater account to be taken of potential shifts in the external Higher Education architecture, which were the subject of the recent Higher Education Green Paper, the Review of Academic Governance, including its relationship with the Council, had been put back to summer 2016.
- (b) That the initial scoping paper setting out the modus operandi for the review would be considered by the Senate at its first meeting in June 2016, noting that a report would be brought for consideration to the July 2016 meeting of the Council.

70/15-16 The Warwick Commission 2015 (minute 134/14-15 refers)

REPORTED (by the Registrar and Chief Operating Officer):

- (a) That the report of the Warwick Commission would be launched later this academic year.
- (b) That members of the Council would be invited to respond to forthcoming recommendations, it being noted that the Warwick Commission would form a substantive item at a future meeting of the Council during this academic year.

71/15-16 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.

72/15-16 Future Role of the Registrar

CONSIDERED:

A paper from the Chair and Vice-Chancellor and President on the future role of the Registrar (C.38/15-16 {restricted}).

REPORTED: (by the Vice-Chancellor and President)

- (a) That the paper set out the proposed future administrative structure of the University, to take effect when the Registrar and Chief Operating Officer stepped down on 31 July 2016, noting that the Registrar and Chief Operating Officer had been fully consulted on the proposals.
- (b) That the most substantive element was the proposed separation of the role of Registrar from the role of Secretary to the University Council and its committees, with a new position of 'Secretary to Council' proposed to be established, it being noted that these roles had been separate in the past.
- (c) That it was important for the University to ensure its structures were fit for purpose to face future challenges and make the most of opportunities, noting that the range and nature of activities in which the University engaged had grown and changed significantly over the last five years, with a further magnitude of change anticipated going forward.
- (d) That three separate roles of 'Registrar', 'Chief Operating Officer' and 'Secretary to Council' would enable each role to have greater focus on their core responsibilities.

(by the Registrar and Chief Operating Officer)

- (e) That creating the right leadership capacity was key to ensuring effective support to the Council, the Vice-Chancellor and President and the University.

- (f) That the Council needed to have sufficient independence from the executive, particularly in light of the anticipated increased demands on the Council in providing additional scrutiny and assurance on academic matters.
- (g) That the new Registrar would attend all committees as were currently attended by the Registrar and Chief Operating Officer, noting that there would be a review of which committees the Chief Operating Officer would attend.

(by Sir David Normington)

- (h) That he considered the separation of the role of 'Registrar' from the role of 'Secretary to Council' to be essential to strengthen the scrutiny role of the Council.

(by the Chair)

- (i) That the recommendations were in accordance with the principles of good governance, it being noted that the University wanted to be on the forefront of good governance and Council effectiveness.

RESOLVED:

That the proposals arising from the review of the role and responsibilities of the Registrar as set out in paper (C.38/15-16 {restricted}), be approved.

73/15-16 *Chair's Business: Report from the Nominations Committee

CONSIDERED:

An oral report from the meeting of the Nominations Committee held on 10 February 2016.

(COMMERCIAL AND IN CONFIDENCE)

74/15-16 Vice-Chancellor and President's Business

RECEIVED:

An oral report from the Vice-Chancellor and President.

- (a) The Vice-Chancellor and President's First Week

REPORTED: (by the Vice-Chancellor and President)

- (i) That his first eight days in the role had been intensive, noting that whilst he had been at the University for some time, he had met many new people and visited new places.
- (ii) That on his first day in the role, at the President of the Students' Union invitation, he had held a 'question time' with students, which whilst challenging, had raised a number of issues which would be followed up in conjunction with the Students' Union.

- (iii) That later that week, on 4 February 2016, a short occupation of a relatively small group of 30 students had taken place at University House, it being noted that whilst the University could engage with some of the demands, some related to government policy.
- (iv) That the Students' Union had delivered a presentation on the breadth and range of clubs and societies at the University, which engaged 15,500 students, noting that it would be helpful for the Council to learn more about these fantastic activities at a future meeting.

(by the President of the Students' Union)

- (v) That consideration was being given as to how to build on what had been a productive 'question time' with students to enable constructive engagement, including with the many students involved in clubs and societies.

(b) Changes to Pro-Vice-Chancellor Responsibilities

REPORTED: (by the Vice-Chancellor and President)

That, with effect from 1 February 2016, Professor Pam Thomas would be Pro-Vice-Chancellor for Research and Professor Simon Swain would be Pro-Vice-Chancellor for External Affairs.

(c) Warwick in London

REPORTED: (by the Vice-Chancellor and President)

- (i) That the development of a 'Warwick In London' activity would be headed by Professor A Muthoo as its first Dean, noting that as Professor Muthoo would be spending a good deal of time developing this, he would stand down as Head of Economics later this year.
- (ii) That this would bring together the different activities the University had undertaken in London over the past 10-12 years, providing a fantastic opportunity to enhance teaching and research.
- (iii) That detailed plans would be brought for the Council's consideration in due course.

(d) Chair of the Faculty of Medicine

REPORTED: (by the Vice-Chancellor and President)

- (i) That Professor Peter Winstanley would step down as Chair of the Faculty of Medicine on his retirement at the end of May 2016.
- (ii) That Professor Winstanley had joined the University in May 2010 as both Dean of the Medical School and Chair of the Faculty of Medicine.
- (iii) That a call for expressions of interest would be issued shortly in relation to the role of Chair of the Faculty.

75/15-16 Registrar and Chief Operating Officer's Business: Council Away Half-Day

REPORTED: (by the Registrar and Chief Operating Officer)

That the following items would be considered at the Council Away Half-day on Thursday, 11 February 2016:

- (a) *Risk Horizon Scanning.
- (b) *The Vision for the School of Life Sciences 2015 – 2020.
- (c) *An Introduction to the Wellesbourne Campus.

76/15-16 Report from the Senate

CONSIDERED and ADOPTED a report on selected items considered at the meeting of the Senate held on 27 January 2016 (C.39/15-16 {restricted}), together with an oral report from the Registrar and Chief Operating Officer on the following items of business:

- (a) Competition and Markets Authority and Consumer Protection Law: Implications for Higher Education

REPORTED: (by the Registrar and Chief Operating Officer)

- (i) That the Senate had considered a report setting out progress towards achieving compliance with consumer protection law in line with guidance from the Competition and Markets Authority (CMA) (S.23/15-16), noting that the Audit Committee had also considered a progress report at its meeting in January 2016.
- (ii) That whilst the University was not yet fully compliant with all requirements, it had clear sight over the work that remained to be completed during the next 12 months, noting that at the end of this period all of the necessary infrastructure to assure compliance would be in place.
- (iii) That subject to the future development of a body of case law, he was confident the work the University was undertaking would enable compliance.

- (b) Conferral of the Title of Emeritus Professor

REPORTED: (by the Registrar and Chief Operating Officer)

- (i) That further to the report, Professor Susan Bassnett, Professor of Comparative Literature, would also be conferred with the title of Emeritus Professor with effect from her retirement.

- (c) Staff and Alumni Deaths

REPORTED: (by the Registrar and Chief Operating Officer)

- (i) That he wished to note the death of Mrs Judy Rawson, former Chair of the Department of Italian Studies, who was influential in establishing Italian at the University.

- (d) California
- (e) *Prevent Duty and Counter Terrorism Act
- (f) Revisions to University Ordinances and Regulations

77/15-16 Report from the Finance and General Purposes Committee (FGPC)

CONSIDERED and ADOPTED a report from the meeting of the FGPC held on 25 January 2016 (C.40/15-16 {restricted}), together with an oral report from the Treasurer and Group Finance Director on the following items of business:

(a) Capital Plan

REPORTED: (by the Group Finance Director)

That, subsequent to the report, the Sherbourne Residences Capital Plan had been approved by delegated authority.

(b) Update on University Procurement Arrangements

REPORTED: (by the Group Finance Director)

That Counsel's advice was being sought on whether the University should opt to manage its procurement activities outside of the Public Contracts Regulations.

(c) Report from the Working Party on Student Rents

REPORTED: (by the Deputy Registrar)

That dialogue was continuing with the Students' Union regarding concerns that had been raised in relation to the proposals on student rents.

- (d) Financial Performance – Quarter 1, 2015-16
- (e) Sector Financial Results from HEFCE

78/15-16 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 January 2016 (C.41/15-16 {restricted}) on the following items of business:

(a) Audit Committee Matters

REPORTED: (by the Vice-Chair and Chair of the Audit Committee)

- (i) That the Audit Committee Effectiveness Review had concluded that the committee was effective in its remit, membership and operations.
 - (ii) That as a result of the review, consideration of risk would be made more central to the work of the Committee, noting that it was proposed that the Audit Committee be re-named the Audit and Risk Committee.
 - (iii) That she wished to note the importance of the risk horizon scanning session taking place at the Council Away Half-Day tomorrow.
- (b) Risk Headlines
 - (c) HEFCE Accountable Officer

- (d) University Risk Management
- (e) Update Reports
- (f) University Audit Services

RESOLVED:

- (a) That the annual reappointment of the University's statutory auditors, KPMG LLP, for the financial year ending 31 July 2016, being the fourth year of their five year term of appointment running from 2012/13 to 2016/17 in the first instance, with the potential of a further two year period of renewal, be approved.
- (b) That the renaming of the Audit Committee as the Audit and Risk Committee, be approved.
- (c) That the key actions arising from the Audit Committee Effectiveness Review (C.41/15-16 {restricted}, Appendix A), be noted.

79/15-16 *School of Life Sciences (SLS) and Warwick Medical School (WMS) Update (minute 2/15-16 refers)

CONSIDERED:

A report providing an update on the review of the SLS and WMS, together with an oral report from the Provost and Chair of the SLS and WMS Review Groups (C.42/15-16 {restricted}).

(COMMERCIAL AND IN CONFIDENCE)

RESOLVED:

That the final report from the reviews of the SLS and WMS (C.42/15-16 {restricted}), be noted.

80/15-16 *California: Progress Report

CONSIDERED:

An oral report from the Vice-Chancellor and President on progress to establish academic and student activities and a physical presence in California.

(COMMERCIAL AND IN CONFIDENCE)

RESOLVED:

That the oral report from the Vice-Chancellor and President on progress to establish academic and student activities and a physical presence in California be noted.

81/15-16 Counter-Terrorism and Security Act 2015: Prevent Duty Guidance for Higher Education

CONSIDERED:

A report on the University's response to the Prevent Duty Guidance for Higher Education Institutions in England and Wales (C.43/15-16 {restricted}), together with an oral report from the Deputy Registrar.

REPORTED: (by the Deputy Registrar)

- (a) That the University was legally obliged to comply with the Prevent Duty Guidance for Higher Education Institutions in England and Wales (published in March 2015 and approved by Parliament on 18 September 2015) (the 'Duty').
- (b) That consideration was being given to the implications of the Duty, noting that whilst the Prevent agenda was not new to the University, the statutory duty to comply was new.
- (c) That consideration of issues in this area had always been incorporated as part of the University's approaches to wellbeing, it being noted that the University had strong structures in place to support vulnerable individuals, particularly expressed through the student support referral pathway.
- (d) That the Department for Business, Innovation & Skills (BIS) had appointed the Higher Education Funding Council for England and Wales (HEFCE) to assess and monitor sector compliance with the Duty.
- (e) That the first element of the HEFCE monitoring requirement was to submit a high level preliminary self-assessment on preparedness against the new Duty, which the University submitted by the deadline of 22 January 2016, following the approval of the Steering Committee on 11 January 2016.
- (f) That the University was obliged to submit a further update to HEFCE by 1 April 2016, providing detailed information to show that appropriate arrangements to implement the Duty in line with the statutory guidance had been established.
- (g) That the HEFCE would require, on an ongoing basis, an annual report from the University's governing body on the implementation of the Duty in the previous operating or academic year, noting that this would form part of the annual assurance return to the HEFCE on 1 December.
- (h) That at its meeting on 8 March 2016 the Senate would consider proposed revisions to University Regulations 29 and 31, covering meetings on campus and the use of University computing facilities respectively, to bring the Regulations in line with the Duty.
- (i) That in relation to Regulation 29, the Senate had expressed concerns regarding the practicalities of managing academic events on campus in conjunction with ensuring freedom of speech, and that further work to codify processes in this regard was underway.
- (j) That good work had been undertaken with the Students' Union and other stakeholders on updating the processes in relation to external speakers for institutional and student led events.

(by the President of the Students' Union)

- (k) That the Warwick Students' Union had a formal mandate through an All Student Meeting motion passed in November 2015, not to engage with the Prevent agenda beyond its legal obligations or where it was seeking to safeguard a member, noting that some groups of students felt targeted by the language in the Duty.

- (l) That the Students' Union cooperated with the University on all external speakers and society events, but was not supportive of the University going beyond a minimal compliance approach to the Duty.
- (m) That he considered that further work was required to understand what minimal compliance with the Duty would look like in practice, noting that there had been debate at the Senate and that different views existed within the University community.

(by the Democracy and Development Officer for the Students' Union)

- (n) That in his view the legislation had the potential to alienate vulnerable individuals.
- (o) That it would be important for the University's approach to compliance with the Duty to be transparent to students.

(by the Vice-Chancellor and President)

- (p) That he wished to draw members of the Council's attention to two areas:
 - (i) paragraph 11, stating 'the views being expressed or likely to be expressed', noting the challenge posed by the requirement to consider what might be said; and
 - (ii) paragraph 19, requiring the University to assess where and how students might be at risk of being drawn into not just violent extremism, but also non-violent extremism, noting the complexities of understanding and operationalising this requirement.

(by the Registrar and Chief Operating Officer)

- (q) That it was not known how the government would assess and ensure compliance with the Duty, noting that case law did not exist.
- (r) That elements of the Duty did not appear to be in line with the perceived autonomous role of universities, it being noted that he considered there to be a tension between HEFCE's role as regulator for universities' compliance with both the statutory duty and as charitable bodies.
- (s) That the University was transparent about all of its wellbeing pathways.
- (t) That in terms of the University's broader security and risks, the Operational Risk Management Group (ORMG) considered compliance and operational risks.

(by Sir David Normington)

- (u) That in his view the University had taken a sensible and proportionate approach to compliance, noting that such dilemmas existed for Universities irrespective of the Duty, and that the damage to the student body and the University would be great in the event of an incident occurring.
- (v) That he agreed with the incorporation of the requirements as part of the University's mechanisms for wellbeing and safeguarding.

- (w) That the safeguarding of staff and students should be a common cause for the Students' Union, the Senate and the wider University, noting that these issues were real and that dislike of the government's approach should be put aside.

RESOLVED:

That the report on the University's response to the Prevent Duty Guidance for Higher Education Institutions in England and Wales (C.43/15-16 {restricted}), be noted.

82/15-16 University Key Performance Indicators

CONSIDERED:

A paper on the University's Key Performance Indicators (KPIs), together with oral reports from the Registrar and Chief Operating Officer and the Deputy Registrar (C.44/15-16).

REPORTED: (by the Registrar and Chief Operating Officer)

- (a) That the revised KPIs were a broad reflection of the full range of activities in which the University was engaged, noting that the University's KPIs were brought annually for the consideration of the Council.
- (b) That it would be helpful to understand which of the KPIs were most important to members of the Council.

(by the Deputy Registrar)

- (c) That the revised KPIs were presented under the six goals of the University Strategy, noting that they were underpinned by detailed analytics, and included sector benchmark data where possible.
- (d) That the Academic Statistics Yearbook 2015/16 (minute 83/15-16 refers) provided detailed academic metrics.
- (e) That a consolidated view of progress against the University's six strategic goals would be considered by the Steering Committee later this month, noting that further work was required to articulate targets for the high level KPIs.

(by Sir David Normington)

- (f) That the revised KPIs were very good indeed, noting that they were manageable and that he would not wish for them to be reduced further.

RESOLVED:

That the revised KPIs, as set out in paper C.44/15-16, be approved.

83/15-16 Academic Statistics Yearbook 2015/16

CONSIDERED:

The 2015/16 Academic Statistics Yearbook (C.45/15-16).

RESOLVED:

That the 2015/16 Academic Statistics Yearbook (C.45/15-16), be noted.

84/15-16 Awards and Distinctions

RECEIVED:

A paper setting out the awards and distinctions that had been conferred on members of the University since the meeting of the Council held on 25 November 2015 (C.46/15-16).

85/15-16 Report from the University Estate Committee

CONSIDERED and ADOPTED, a report from the meeting of the University Estate Committee held on 9 December 2015 (C.47/15-16 {restricted}) on the following items of business:

- (a) Travel and Transport Strategy
- (b) Student Residences
- (c) Quality and Design Sub-Group (QDSG)
- (d) Demolitions
- (e) Campus Entrances and Roundabouts
- (f) Gibbet Hill Road and Benefactors Place Road Layouts
- (g) Planned Maintenance
- (h) Estates Framework Procurement Strategy
- (i) Capital Projects Update

86/15-16 Annual Report from the Art Collection Committee

CONSIDERED:

A report from the Art Collection Committee advising the Council of the outcome of the Committee's consideration of the Annual Report on the University Works of Art Collection 2014-15 at its meeting held on 1 December 2015 (C.48/15-16).

RESOLVED:

That the Annual Report on the University Works of Art Collection 2014-15, as set out in paper C.48/15-16, be approved.

87/15-16 Deeds

REPORTED:

That, 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 11 February 2015 was available for consultation online (C.49/15-16 {restricted}).

88/15-16 Amendments to University Ordinances

CONSIDERED:

- (a) For the first time, proposed amendments to University Ordinance 7 on the Constitution of the Boards of the Faculties as noted by the Senate at its meeting on 27 January 2016 (C.50/15-16).
- (b) For the second time, proposed amendments to University Ordinance 16 on the Payment of Annual Fees, Residential Charges and Other Debts, as approved by the Senate at its meeting on 27 January 2016 (C.51/15-16).

RESOLVED:

- (a) That the proposed amendments to University Ordinance 7 on the Constitution of the Boards of the Faculties, as noted by the Senate and set out in paper C.50/15-16, be approved for the first time.
- (b) That the proposed amendments to University Ordinance 16 on the Payment of Annual Fees, Residential Charges and Other Debts, as approved by the Senate and set out in paper C.51/15-16, be approved for the second time, with an effective date of the start of the 2015/16 academic year.

89/15-16 Amendments to University Regulations

CONSIDERED:

- (a) Proposed amendments to University Regulation 11, Procedure to be adopted in the Event of Suspected Cheating in a University Test, as approved by the Senate at its meeting on 27 January 2016 (C.52/15-16).
- (b) Proposed amendments to University Regulation 37, Regulations Governing Taught Postgraduate Courses, as approved by the Senate at its meeting on 27 January 2016 (C.53/15-16).

RESOLVED:

- (a) That the proposed amendments to University Regulation 11, Procedure to be adopted in the Event of Suspected Cheating in a University Test, be confirmed as set out in paper C.52/15-16, noting that the revised Regulation would take immediate effect.
- (b) That the proposed amendments to University Regulation 37, Regulations Governing Taught Postgraduate Courses, be confirmed as set out in paper C.53/15-16, noting that the revised Regulation would take immediate effect.

90/15-16 Approvals by the Chair

- (a) Membership of Committees of the Council: Audit Committee

REPORTED:

That Chair's action had been taken on behalf of the Council to approve the appointment to the Audit Committee of Mr Noel Gordon as an external member with effect from 1 January 2016 until 31 December 2018.

- (b) Membership of Committees of the Council: Financial Plan Sub-Committee (FPSC) Constitution Change

REPORTED:

That Chair's action had been taken on behalf of the Council to approve a change to the constitution of the membership of the FPSC to amend 'A Pro-Vice-Chancellor' to 'Chair of Faculty and Representative of the Steering Committee', with effect from 1 February 2016.

91/15-16 Dates of Future Meetings

REPORTED:

That the future meetings of the Council for the 2015/16 academic year were as follows:

Wednesday, 18 May 2016, 09:15 - 14:00 in the Senate House Council Chamber

Wednesday, 13 July 2016, 09:15 - 14:00 in the Senate House Council Chamber

As at 11 May 2016