

**UNIVERSITY OF WARWICK  
COUNCIL  
OPEN MINUTES**

**MEETING HELD AT 09:00 ON WEDNESDAY, 12 FEBRUARY 2020 THE IDL BOARDROOM, WMG**

<b>Present</b>	David Normington	DN	Chair of Council (Chair)
	Louise Ainsworth	LA	Independent member
	Yewande Akinola	YA	Independent member
	Jo Angouri	JA	Academic member
	Keith Bedell-Pearce	KBP	Treasurer and Chair of the Finance & General Purposes Committee
	Anita Bhalla	AB	Vice Chair of Council and Chair of the Audit and Risk Committee
	Ailsa Chambers	AC	Professional Services Staff Member
	Bal Claire	BC	Independent member (to item 091)
	Professor Stuart Croft	SC	Vice-Chancellor
	Dr John Ferrie	JF	Independent member
	Professor Chris Hughes	CH	Pro-Vice-Chancellor (Education)
	Professor Saul Jacka	SJ	Academic member (Chair of AFRC)
	Dr Deborah Keith	DK	Independent member
	Milly Last	ML	Democracy & Development Officer of the Students' Union
	Professor David Leadley	DL	Academic member
	Professor Andy Lockett	AL	Academic member
	Ben Newsham	BN	President of the Students' Union
	Jayne Nickalls	JN	Independent member
	Adrian Penfold	AP	Independent member
	Neil Sachdev	NS	Independent member
Professor Mike Shipman	SS	Pro-Vice-Chancellor (International)	
Professor Pam Thomas	PT	Pro-Vice-Chancellor (Research)	
Gail Tucker	GT	Independent member	
<b>Attending</b>	James Breckon	JB	Director of Estates (item 090 only)
	Dr Catherine Cochrane	CC	Director of Research Impact Services (item 089 only)
	Rosie Drinkwater	RD	Group Finance Director
	Emma Jeavons	EJ	Assistant Registrar (Governance) (Assistant Secretary)
	Helen Knee	HK	Director of Student Discipline and Resolution (item 092 only)
	Rupert Lawrie	RL	Commercial Director
	Lara McCarthy	LM	Head of Governance Services
	Geraldine Mills	GM	Interim Director of HR (item 080 only)
	Mona Parikh	MP	Reward Manager (item 094 only)
	Tony Pauley	TP	Interim Chief information Officer (item 094 only)
	Ben Pithouse	BP	Head of Risk and Resilience (item 093 only)
	Rachel Sandby-Thomas	RST	Registrar
	Sharon Tuersley	ST	Secretary to Council
	Sarah Wall	SE	Executive Officer (item 092 only)
<b>Observing</b>	Holly Kelsey	HK	Ambitious Future Graduate management scheme
	Aaron Porter	AP	Advance HE

Tuesday, 11 February	
Ref	Item
074 - 081	<p><b>Council Away Day</b></p> <p>The Council attended an away day from 11am on Tuesday, 11 February in the Sports and Wellness Hub, and discussed the following substantive items:</p> <ul style="list-style-type: none"> <li>• 077 – The Politics and Pedagogy of Philanthropy: Creating a Leadership Culture for Fundraising at Warwick</li> <li>• 078 – Connected Autonomous Vehicles</li> <li>• 079 – Warwick’s Future Story</li> <li>• 080 – People Strategy</li> </ul>
Wednesday, 12 February	
Regular Items	
082	<p><b>Chair’s Welcome and Introduction</b></p> <p>The Chair welcomed members and attendees to the meeting.</p> <p>They welcomed independent member Yewande Akinola to their first Council meeting, noting that they had been a member of the University Estates Committee (UEC) for some time prior.</p> <p>They also welcomed two observers: one from Advance HE, as part of the Council Effectiveness Review, and one from the Ambitious Future Graduates management scheme.</p>
083	<p><b>Apologies for Absence</b></p> <p>Apologies were received from Catharine French and Chris Ennew.</p>
084	<p><b>Declarations of Interest</b></p> <p>No new declarations of interest were reported.</p>
085	<p><b>Minutes of the Council meetings held on 19 and 20 November 2019</b></p> <p>The Council <b>approved</b> minutes of the meeting held on 19 and 20 November 2019 (085-C120220 {restricted}).</p>
086	<p><b>Matters arising from the Council meetings held on 19 and 20 November 2019</b></p> <p>There were no matters arising.</p>
087	<p><b>Chair’s Business</b></p> <p><b>a) Extension to the Provost’s Contract</b></p> <p>The Chair invited the Council to note the renewal of the period of office of the Provost (absent) until 2025, in accordance with Ordinance 3.</p> <p><b>b) Chair’s Action for Research Governance and Ethics Committee membership</b></p> <p>On behalf of the Council, the Chair approved the addition of a Senior Representative from HR, in this instance the Interim Director of HR, to the membership of the Research Governance and Ethics Committee (RGEC).</p>
088	<p><b>Vice-Chancellor’s Business</b></p> <p>The Vice-Chancellor presented a report on topical items of business (088-C120220 {restricted}) and highlighted:</p> <ul style="list-style-type: none"> <li>• The EUTOPIA alliance, which Warwick was a part of, had been awarded an extra €5.7M of EU funds for 76 post-docs, between the EUTOPIA partners, over 5 years.</li> <li>• There had been no confirmed cases of Coronavirus at the University, however quarantine arrangements were prepared should they be required. Warwick and Coventry universities had</li> </ul>

	<p>released a joint statement in response to some national concern around an increase in racism linked to the outbreak, though no incidents of this kind had been reported at either institution. Planning for the anticipated global, national and University implications was ongoing.</p> <ul style="list-style-type: none"> <li>• A further fourteen days of industrial action were due to take place from the week commencing 17 February 2020. The University continued to be involved in negotiations, where possible and appropriate, to bring discussions to a satisfactory conclusion.</li> </ul>
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<b>Strategic Topics</b>	
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089	<p><b>Research Excellence Framework (REF)</b></p> <p>The Pro-Vice-Chancellor (Research) gave a presentation with the Director of Research Impact Services. They highlighted the following:</p> <ul style="list-style-type: none"> <li>• The next REF submission would take place in November 2020, seven years after the last, in the national system of research assessment that took a backward view over the preceding period.</li> <li>• The REF assessed quality of research outputs, impact and environment, within an academic discipline.</li> <li>• The last assessment saw Warwick seventh in the rankings (based on outputs Grade Point Average (GPA)), which was still referred to in publications for the University, reflecting the significant reputational value of good performance.</li> <li>• Performance within the REF assessment also had significant financial effects on an institution, [Exempt information not included]. QR funding gained had a direct correlation with the performance grading (unclassified-4*) of individual outputs.</li> <li>• Some significant financial investment had been made in relation to supporting the REF submission, including for external peer reviews, Warwick impact leave scheme and writing retreats or boot camps.</li> <li>• Impact Case Studies (ICS) were required to be submitted, to detail the impact of an output on society beyond academia. The grading of an ICS had also been shown to have a direct correlation with funding income and Warwick had many ICS's graded well in the last REF.</li> <li>• The ICS's were a very different style of writing to that ordinarily used in academia and many of them had already undergone detailed review. [Exempt information not included].</li> <li>• In a change from the previous REF, all staff with significant responsibility for research would be required to submit between one and five outputs, with an average of 2.5 required across a discipline. Outputs would also this time be decoupled from staff and submitted as a cohort, with institutions to manage the decision of what should be submitted.</li> <li>• Every institution that wished to submit to the REF was required to develop and submit a Code of Practice (COP) to Research England. The COP was developed in consultation with staff and identified relevant staff, determined their independence and select outputs for submission. The University's COP was one of only 5% that was approved by Research England without requiring any changes.</li> <li>• The COP principles sought to ensure that the process was transparent, consistent and accountable, and aligned with University policies relating to equality, diversity and inclusion (ED&amp;I), disability, dignity at work and Trans and gender reassignment.</li> <li>• REF specific ED&amp;I training was being provided to anyone involved in any decision-making body for the REF.</li> <li>• Governance structures around the REF included a number of Committees with executive and academic representation, and an Appeals Panel, to maintain the principles of the COP. Local processes relating to output selection were also being presented to the Senate.</li> <li>• Required environment statements had been in development for some years and drafts were being finalised in the coming months. The REF also now required an institutional level environment</li> </ul>
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	<p>statement, which would not this time be specifically assessed but it would be fed back on.</p> <p>The Council welcomed the detailed update.</p> <p>[Exempt information not included].</p> <p>The Council was assured that potential weaknesses within the submission were understood and were being supported and challenged effectively.</p> <p>It was explained that Research England appointed the panels that reviewed REF submissions and that at least five or six of the Warwick academy were panel members. A shortage of panel members across the sector was highlighted. [Exempt information not included].</p> <p>Research England had already begun seminars to allow participants to feed back on the REF process, with many institutions feeding back throughout.</p> <p>The Council thanked all involved in the REF submission for their hard work in an area that had a huge impact on sustaining and improving Warwick's position in the sector.</p>
090	<p><b>Masterplan Grand Challenge: One Year On</b></p> <p>The Group Finance Director and Director of Estates gave a presentation (090-C120220 {restricted}) and highlighted:</p> <ul style="list-style-type: none"> <li>• The aims of the Masterplan, as approved in February 2019 (report and minute 065-C060219 refer) had been worked on throughout the year within the following work streams: <ul style="list-style-type: none"> <li>○ <b>Engagement</b> – this work stream was being led by the Director of Regional Strategy and Public Engagement.</li> <li>○ <b>Campus Design and Management</b> – focussed on open and welcoming ground floors, retention and enhancement of natural settings, and an inclusive and people centric campus; the new Arts Centre, Faculty of Arts building and IBRB were all being built with these in mind. The promotion of community was also integral and the opening of a village hall at Cryfield student residences in January 2020 had been the first deliberate example of this. Activating and repurposing buildings, public realm, easing navigation and dwell space, and a connected and activated campus had all been in mind with the decision to innovate the old sports hub and the sculpture trail installed in August 2019.</li> <li>○ <b>Mobility</b> – both short term and long term mobility had been considered, with projects including: CAV on campus; car parking automation; last mile connectivity; electric car charging bays; agile working; the region's transport vision; commitment to a rail or VLR connection to the University; works at the Stoneleigh junction and a strategic link road (in public consultation from mid-2020).</li> </ul> </li> </ul> <p>It was highlighted that development of a rail/ VLR connection had been approved firstly at Warwick and then endorsed through councils and eventually by the Mayor of the West Midlands.</p> <p>Work to ascertain the correct levels of electric car charging bays was highlighted as a priority, after those at the Kirby Corner Road car park were often now full.</p> <ul style="list-style-type: none"> <li>○ <b>Capacity Planning and Phasing</b> – this stream had utilised condition data and potential development plot studies, produced a draft of space priorities, and modelled space need.</li> <li>○ <b>Energy, Resources and Infrastructure (ERI)</b> – being focussed on here were: development of strategies and a roadmap; Warwick's climate emergency announcement; smart local energy networks; developing a Warwick standard for building; aiming for a greater mix of renewable energy, and consideration of Materials of Construction.</li> <li>○ <b>SMART campus</b> – this was highlighted as the least well developed work stream, with further work coming up shortly.</li> </ul>

- **Other Developments** – links particularly to the STEM Grand Challenge had been recognised and the two would be working together.

The Council welcomed the update and praised the work undertaken in the last year.

The Chair of the University Estate Committee (UEC) highlighted that the Committee had spent a lot of time discussing the Masterplan, particularly mobility and the benefit of buses to provide connectivity in the short to medium term. The Committee was also set now to consider carbon and energy strategies and accommodation plans (particularly accommodation on campus). The UEC would provide oversight and ensure areas within the plan and wider continued to be linked and coherent.

There was some concern from the Council in relation to the loss of green areas on campus. The Group Finance Director reiterated the importance of landscaping across campus and Warwick's off-campus sites, and highlighted the recent appointment of a new Head Gardener to oversee these.

Wellesbourne, which had not originally been included within the Masterplan, was mentioned and it was agreed that many of the principles within the Masterplan could be applied to the site.

The President of the SU remarked that they had seen much of the information presented to the Council in another forum and praised the Estates Team for their work in engaging with students. They agreed with the Council's comments that buses would be an integral short-term mobility solution. They asked that consideration be given to those students who commuted onto campus from below Kenilworth, as this seemed unfortunately to be physically outside of the remit on some of the maps shown to Council.

The full life cycle of a building and water usage were highlighted as areas that the Masterplan should pick up on that did not seem to have been mentioned. The arts budget for new and current buildings was also highlighted as a potential area for discussion.

The Council agreed that it would be beneficial to see the Masterplan in a milestone format at its next presentation, in order that progress and any issues could be easily identified.

### Substantive Items

091

#### Information Commissioner's Office Report

The Registrar and Interim Chief Information Officer presented the report (091-C120220 {restricted}). They highlighted:

- A response from Warwick to the ICO's recommendations was required the following day.
- The executive summary from the ICO report would then be published on the ICO's website in one week.
- [Exempt information not included].

The Chair of the Audit and Risk Committee (A&RC) advised that the A&RC had considered the report in detail, as well as the recommendations and response letter, at its meeting a few days prior to Council on Monday, 10 February. [Exempt information not included].

[Exempt information not included].

The Council agreed that the mandating of training was no longer in question; it should be implemented at the earliest opportunity [Exempt information not included].

The Council was clear that the improvements needed should not prevent anyone from continuing with their work at Warwick, rather people needed to be empowered with the tools to understand how they could ensure their own compliance, and identified for follow-up with management or similar if they did not. A communications plan and the culture related work stream was underway in relation to this.

[Exempt information not included]. The prompt and robust action being taken was welcomed and support was offered if and when beneficial.

The Council acknowledged that some of these were sector-wide issues and that there had been talk of the OfS

	<p>expecting to see a number of reports relating to such topics. It agreed however that this did not diminish the issues that Warwick had and the need to address them at pace, supported by the appropriate resource and expertise, which the Council encouraged the University Executive Board to continue to facilitate.</p> <p>[Exempt information not included].</p> <p><b>DECISION 2:</b> A&amp;RC to continue to maintain oversight of the ICO Audit recommendations and implementation of the action plan.</p> <p>[Exempt information not included].</p> <p>[Exempt information not included].</p> <p><b>ACTION 1:</b> Provide regular update reports to Council.</p>
092	<p><b>Disciplinary Process and Values Implementation Plan Update</b></p> <p>The Registrar, Director of Student Discipline and Resolution and the Executive Officer presented a report (092-C120220 {restricted}) which covered the following:</p> <ul style="list-style-type: none"> <li>• There was a plan in place to rollout and embed the agreed Values.</li> <li>• Use of the online reporting tool for sexual misconduct had continued to increase and good progress had been made in raising awareness of the tool.</li> <li>• The new policy for student sexual misconduct had continued to be implemented.</li> <li>• The introduction of the Student Liaison Officers (SLOs) had proved particularly beneficial.</li> <li>• The Director of Student Discipline and Resolution post had also been filled.</li> <li>• Lots of training had been completed and it had been reiterated that no one could sit on a panel relating to these topics if they had not completed the specialist training first.</li> <li>• The number of external Investigating Officers (IOs) had been increased to four.</li> <li>• Next steps included extending a similar policy to staff, which required management with the current policy, and one related to race and hate crime.</li> </ul> <p>The Council welcomed the progress update and encouraged the continued efforts into this important area.</p>
093	<p><b>Strategic Risk Register</b></p> <p>The Head of Risk and Resilience presented the Register (093-C120220 {restricted}) and highlighted that:</p> <ul style="list-style-type: none"> <li>• Since the last presentation of the Register to Council in October 2019 (report and minute 019-C091019 refers), work had been undertaken to score risks, identify appropriate risk owners and detail the current and planned mitigation for each risk.</li> <li>• Details relating to risks were laid out in the “risk on a page” pro-forma that the Council had seen previously.</li> <li>• The draft risks had been ranked according to their initial, current and net scores.</li> <li>• Both the University Executive Board and Audit and Risk Committee had considered the Register in detail too.</li> </ul> <p>They noted that, as the wider Risk Management Framework continued to be developed and rolled out across the institution, including all academic and Campus and Commercial Services Group (CCSG) areas, links between departmental risks and the Register would be identified. Professional Services Group (PSG) would be included over the coming months. This work was set to enable greater focus on those things that could threaten the delivery of Warwick’s Strategy.</p> <p><b>DECISION:</b> The Council <b>approved</b> the Strategic Risk Register as an accurate reflection of the University’s risk</p>

	profile.
<b>Governance I</b>	
094	<p><b>Gender Pay Gap Update</b></p> <p>The Interim HR Director and Reward Manager, on behalf of the Provost (absent), presented the report (094-C120220 {restricted}) and highlighted that:</p> <ul style="list-style-type: none"> <li>• In line with the requirements of the Equality Act 2010 (Gender Pay Gap Information) Regulations 2017 Government Regulations, the University was required to publish an annual Gender Pay Gap Report which provided information on the gender pay gap at the University of Warwick; this was shared with the Council at Appendix 1 of the report for its information.</li> <li>• The Pay Action Group had developed and was responsible for monitoring implementation of an action plan (Appendix 2) to address issues surrounding pay equality and broader issues of unbalanced distribution across grade levels.</li> </ul> <p>The Council discussed the information available to it [Exempt information not included], the Council was clear that action should continue to be taken to tackle any imbalances.</p> <p>The Council suggested that direct support should be offered to those affected, in actively seeking and putting themselves forward for promotion. The Vice-Chancellor advised that there had been more senior promotions of women in the last two years at Warwick than in any other period, and the Council praised the ongoing work that facilitated this.</p> <p>[Exempt information not included]. The Council acknowledged that this was a wide scale problem across society, and it asked that the efforts at Warwick continued to ensure the important challenge was addressed.</p>
<b>Committee Reports</b>	
095	<p><b>Report from the Senate</b></p> <p>The Vice-Chancellor presented a report (095-C120220 {restricted}) and asked for the Council's approval to rename the Centre for Applied Linguistics (CAL) and the Centre for Education Studies (CES) to the Department of Applied Linguistics and the Department of Education Studies respectively, to take effect from 1 August 2020 in both cases.</p> <p><b>DECISION 1:</b> The Council <b>approved</b> that the Centre for Applied Linguistics (CAL) and the Centre for Education Studies (CES) be renamed to the Department of Applied Linguistics and the Department of Education Studies respectively, to take effect from 1 August 2020 in both cases.</p> <p><b>DECISION 2:</b> The Council <b>confirmed</b> the revisions to Regulation 45, with immediate effect.</p>
096	<p><b>Report from the Finance and General Purposes Committee (FGPC)</b></p> <p>The Chair of FGPC and Group Finance Director presented a report (096-C120220 {restricted}) from the meeting of the FGPC that had taken place on Tuesday, 28 January. They highlighted that:</p> <ul style="list-style-type: none"> <li>• Financial performance at Q1 had been good and the year-end position was predicted to be better than forecast.</li> <li>• [Exempt information not included].</li> <li>• [Exempt information not included].</li> <li>• The potential financial impacts of the Coronavirus were as yet unknown.</li> <li>• Cash and research income were both in good positions.</li> <li>• A proposal regarding a potential move towards a more Environmental, Social, and Governance (ESG) focussed investment portfolio was being discussed by the Investment Sub Committee (ISC) and would come to the FGPC for approval and Council for noting.</li> </ul>

	[Exempt information not included].
097	<p><b>Report from the Audit and Risk Committee (A&amp;RC)</b></p> <p>The Chair of the Audit &amp; Risk Committee provided a verbal update from the meeting that had taken place on Monday, 10 February, as follows:</p> <ul style="list-style-type: none"> <li>• They reiterated that a significant amount of time had been spent discussing the ICO audit and response (item 091-C120220 refers) as well as the Strategic Risk Register (item 093-C120220 refers).</li> <li>• The Committee’s deep dive considered the development of Internal Audit (IA).</li> <li>• The Vice Chancellor’s update had introduced the balanced cards for departments, which were set to be shared with the Council.</li> <li>• The IA progress report showed [Exempt information not included]. A new rating system for IA reports was welcomed and provided greater consistency.</li> <li>• [Exempt information not included].</li> <li>• The University’s external auditors, KPMG, provided a sector update which had been shared with Council.</li> </ul>
098	<p><b>Report from the Nominations Committee</b></p> <p>The Chair of the Nominations Committee provided a verbal update from the meeting that had taken place on Tuesday, 28 January, advising that an external advert to recruit new independent members of Council was due to be published shortly. The Council welcomed the process as supporting continued diversification of its membership and a more formal recruitment process, including an interview stage.</p>
099	<p><b>Report from the University Estate Committee (UEC)</b></p> <p>The Chair of the UEC presented the report (099-C120220 {restricted}) and highlighted that the Committee had focussed a lot of its time on the STEM Grand Challenge at its recent meeting.</p> <p><b>DECISION:</b> The Council <b>approved</b> the proposed revisions to the University Estate Committee terms of reference.</p>
<b>Items below this line were received/and or approved without discussion</b>	
100	<p><b>Report from the University Executive Board and Steering Committee</b></p> <p>The Council received and noted the report (100-C120220 {restricted}).</p>
101	<p><b>Annual Report from the Art Collection Committee</b></p> <p>The Council received Annual Report from the Art Collection Committee (101-C120220 {open}).</p> <p><b>DECISION:</b> The Council <b>approved</b> the Annual Report from the Art Collection Committee.</p>
<b>Finance</b>	
102	<p><b>Warwick Arts Centre Annual Report and Accounts 2018/19</b></p> <p>The Council received and noted the Warwick Arts Centre Annual Report and Accounts 2018/19 (102-C120220 {open}).</p>
<b>Governance II</b>	
103	<p><b>Academic Statistics Yearbook</b></p> <p>The Council received and noted the Academic Statistics Yearbook 2019/20 (103-C120220 {restricted}).</p>
104	<p><b>List of Deeds</b></p> <p>The Council received and noted the use of the University’s Seal for the deeds listed (104-C120220 {restricted}).</p>



105	<b>Chair's Action Report</b> The Council received and noted the actions taken since the last Council meeting (105-C120220 {restricted}).
<b>Other</b>	
106	<b>Any other business</b> <b>a) Business Continuity</b> A Council member asked whether consideration might need to be given to business continuity in some of the areas discussed during the meeting. The Secretary to Council advised that the Head of Risk and Resilience had been putting in place business continuity plans across the institution and these were being tested. Business continuity would continue to be updated on at the A&RC and to the Council, where necessary.

<b>DECISIONS AND ACTIONS LOG</b>				
<b>ITEM</b>	<b>DECISION/ ACTION</b>	<b>LEAD</b>	<b>DUE BY</b>	<b>STATUS</b>
091 – ICO report	[Exempt information not included].			
	<b>DECISION 2:</b> A&RC to continue to maintain oversight of the ICO Audit recommendations and implementation of the action plan.	Anita Bhalla, Sharon Tuersley	Ongoing	Scheduled
	[Exempt information not included].			
	[Exempt information not included].			
	<b>ACTION 1:</b> Provide regular update reports to Council.	Tony Pauley	May 2020	Scheduled
093 – strategic risk register	<b>DECISION:</b> The Council <b>approved</b> the Strategic Risk Register as an accurate reflection of the University's risk profile.			
095 – report from Senate	<b>DECISION 1:</b> The Council <b>approved</b> that the Centre for Applied Linguistics (CAL) and the Centre for Education Studies (CES) be renamed to the Department of Applied Linguistics and the Department of Education Studies respectively, to take effect from 1 August 2020 in both cases.			
	<b>DECISION 2:</b> The Council <b>confirmed</b> the revisions to Regulation 45, with immediate effect.			
099 – report from UEC	<b>DECISION:</b> The Council <b>approved</b> the proposed revisions to the University Estate Committee terms of reference.			
101 – Annual Report from the Art Collection Committee	<b>DECISION:</b> The Council <b>approved</b> the Annual Report from the Art Collection Committee.			