

**UNIVERSITY OF WARWICK
COUNCIL**

**PUBLIC MINUTES OF THE MEETINGS HELD
16:15 TUESDAY 20 MAY 2025 IN SPACE 33, RADCLIFFE CONFERENCE CENTRE; AND
09:00 WEDNESDAY 21 MAY 2025, IN THE SLATE**

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| Present | David Normington | Chair of Council (Chair) |
| | Louise Ainsworth | Independent member (from item 099) |
| | Yewande Akinola | Independent member |
| | Muneeba Amjad | Students' Union Vice-President for Education (from item 097a) |
| | Junaid Bajwa | Independent member (from item 099) |
| | Bal Claire | Independent member (from item 099) |
| | Professor Stuart Croft | Vice-Chancellor |
| | Professor Emma Flynn | Provost |
| | James Furse | Independent member and Chair of the Remuneration Committee |
| | Kate Holden | Independent member |
| | Richard Hyde | Independent member |
| | Professor Nina-Anne Lawrence | Academic member |
| | Professor Tim Lockley | Academic member |
| | Professor Mark Newton | Academic member |
| | Jayne Nickalls | Vice-Chair of Council and Chair of the Audit and Risk Committee (A&RC) |
| | Enaya Nihal | President of the Students' Union (all items except 094-096 and 099-105) |
| | Sam Parr | Professional Services member |
| | Adrian Penfold | Independent member and Chair of the University Estate and Environment Committee (UEEC) (until item 106) |
| | Maya Prabhu | Independent member |
| | Neil Sachdev | Treasurer and Chair of the Finance and General Purposes Committee (FGPC) |
| Dr Gavin Schwartz-Leeper | Academic member and Chair of the Academic Freedom Review Committee (AFRC) (until item 106) | |
| Wayne Snow | Independent member | |
| Attending | Sophie Black | Governance Manager (Assistant Secretary) |
| | Paul Blagburn | Head of Widening Participation and Social Mobility (for item 098) |
| | Nikki Constant | Finance Director (for item 106) |
| | Rosie Drinkwater | Group Finance Director |
| | Professor Rebecca Freeman | Deputy Pro-Vice Chancellor (Education) (for item 098) |
| | Professor Lorenzo Frigerio | Pro-Vice-Chancellor (Education) |
| | Angela Gibson | Administrative Officer (Governance) (meeting support) |
| | Rachel Gower | Director of Legal & Compliance Services (for item 097a) |
| | Katharine Gray | Head of Governance Services (all items except 099-105) |
| | Chris Hunt | Commercial Director |
| | Raja Javaid | Chief Information and Transformation Officer (CITO) |
| | Professor Caroline Meyer | Pro-Vice-Chancellor (Research) (from item 099) |
| | Rachel Sandby-Thomas | Registrar |
| | Kulbir Shergill | Director of Social Inclusion (for items 097a and 098) |
| | Simon Stearn | Chief Data Officer, IDG (for item 109) |
| | Ajay Teli | Chief Communications and Marketing Officer (CCMO) |
| | Dr Chris Twine | Secretary to Council |
| | Kate Walewska | Director of Marketing and Student Recruitment (for item 107) |
| | Nick Wright | Senior Legal Counsel (for item 097a) |

Please note: some items are noted as "Exempt information not included" as they contain information that would be withheld and released to the public because an exemption under the Freedom of Information Act 2000 applies.

Tuesday 20 May 2025 – Strategic Session

| Ref | Item |
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| 094 | <p>Chair’s Welcome and Introduction</p> <p>The Chair welcomed Council members and attendees to the strategic session.</p> |
| 095 | <p>Apologies for Absence</p> <p>Apologies for the strategic session were received from Louise Ainsworth, Junaid Bajwa and Bal Claire.</p> |
| 096 | <p>Declarations of Interest</p> <p>No new declarations of interest were made.</p> |
| Strategic Topics | |
| 097 | <p>Warwick Institute of Engagement</p> <p><i>This item was postponed to a future meeting.</i></p> <p>a) Legal Updates: Sussex Case and UK Supreme Court Gender Judgement</p> <p>The Registrar, Director of Social Inclusion, Director of Legal & Compliance Services and Senior Legal Counsel presented slides with updates on the recent decision: by the Office for Students (OfS) to impose a fine on the University of Sussex for breaches of Conditions of Registration; and the Supreme Court Gender Judgement (For Women Scotland v Scottish Ministers, 2025).</p> <p>Council discussed the implications and consequences of these outcomes for Warwick and the HE sector.</p> <p>The impact of the Supreme Court ruling on the University’s trans community was acknowledged. A working group had been convened to review relevant University policies, in the context of interim guidance from the Equality and Human Rights Commission. Sources of support and information for Warwick students and staff were highlighted. Holding true to the University’s Dignity Principles and Values would be essential. Harassment and bullying would not be tolerated.</p> <p>b) Update on Campus Protests</p> <p>The Secretary to Council reported that an encampment had been re-established on campus on 14 May 2025 by the student/staff group Warwick Stands with Palestine and provided an update on associated protests and disruptions in the past week.</p> <p>The potential impact on the campus community was noted, particularly during the current examination period, with the protesters failing to follow the University Procedure for Demonstrations.</p> <p>Members noted the work undertaken over the last year to update relevant policies, as part of the establishment of an Ethical Assurance Framework. Work on educational partnerships was ongoing and would be presented to Council in due course, to further provide transparency and assurance around decision making.</p> <p><i>Note: the protesters dismantled the encampment on 22 May 2025.</i></p> |
| 098 | <p>Inclusion: Education and Experience Update on Student Social Inclusion</p> <p>The Pro-Vice-Chancellor (Education), Deputy Pro-Vice-Chancellor (Education), Director of Social Inclusion and Head of Widening Participation and Social Mobility provided an update (098-C200525, Confidential) and accompanying presentation on the institutional approach to inclusion in education and the student experience.</p> <p>Council welcomed the update. It noted the diverse population of students at Warwick and the institution-wide approach to achieving equitable opportunities for all students, delivered through work on inclusive education which underpinned the 2030 Education and Student Experience Strategy.</p> <p>It was acknowledged that work on inclusion was in the context of longstanding institutional and societal structures, with student outcomes a product of multiple factors.</p> |
| Wednesday 21 May 2025 – Main Meeting | |
| 099 | <p>Chair’s Welcome and Introduction</p> <p>The Chair welcomed members and attendees to the formal meeting of the Council.</p> |

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| 100 | <p>Apologies for Absence</p> <p>There were no apologies.</p> |
| 101 | <p>Declarations of Interest</p> <p>No new declarations of interest were made.</p> |
| 102 | <p>Minutes of the Council meetings held on 11 and 12 February 2025</p> <p>The minutes of the meetings held on 11 and 12 February 2025 (102-C210525, Confidential) were approved.</p> |
| 103 | <p>Matters arising from the Council meetings held on 11 and 12 February 2025</p> <p>There were no matters arising not covered elsewhere on the agenda.</p> |
| 104 | <p>Chair's business and actions</p> <p>a) Treasurer Appointment</p> <p>The Chair reported that two candidates had come forward following the call for expressions of interest for the role of Treasurer. Wayne Snow had received the most votes in the subsequent election.</p> <p>DECISION: The Council approved the appointment of Wayne Snow as University Treasurer for a four-year term from 1 August 2025 to 31 July 2029.</p> |
| 105 | <p>Vice-Chancellor's business</p> <p>The Vice-Chancellor presented the report (105-C210525, Confidential), highlighting additionally:</p> <ul style="list-style-type: none"> • A recent celebration event held in Namibia and attended by the University Chancellor Adv. Bience Gawanas and other alumni from 1979-89, had highlighted the transformative impact of universities. • The University had won €13.7 Million (£11.5 Million) in direct Horizon Europe funding, placing Warwick 5th amongst UK universities since the UK re-associated to Horizon Europe in 2024. The Research Executive and Research & Impact Services were congratulated for their hard work towards this achievement. <p>The Chair congratulated the Vice-Chancellor on having been honoured with the Coventry Award of Merit, recognising the Vice-Chancellor and the University for contribution to the city and its residents.</p> <p>The importance of global rankings on reputation and student recruitment were noted, with a University Rankings Taskforce established to oversee key aspects.</p> |
| Substantive Items | |
| 106 | <p>Financial Update</p> <p>The Vice-Chancellor reported on the Government's Immigration White Paper and the potential significant negative consequences on the HE sector.</p> <p>The Group Finance Director then presented a financial update, highlighting key risks and challenges in the HE Sector; the University's current financial position and projections at Quarter 3; and an overview of the early draft Financial Plan.</p> <p>Key points of the presentation and discussion were:</p> <ul style="list-style-type: none"> • [Exempt information not included], further financial risks included uncertainty around student numbers and impacts of the Immigration White Paper, the latter unforeseen in the 2024 Plan. • [Exempt information not included]. • [Exempt information not included] A webinar on student number forecasting in the current landscape would be arranged for Council members, to expand on item 107. • [Exempt information not included] • A Transnational Education Working Group, chaired by the Pro-Vice-Chancellor (International), had been set up [Exempt information not included]. |

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| | <ul style="list-style-type: none"> • A number of possible financial scenarios were currently being modelled, it being important to consider all potential outcomes. A range of measures were being explored, all in the context of the University’s charitable objectives (“the advancement of learning and knowledge by teaching and research”). • It would be crucial to remain committed to the Connect Programmes and embrace transformation, noting this work had all commenced before the current issues affecting the sector. • [Exempt information not included] • Following upcoming discussions by Financial Plan Committee, University Executive Board and Finance and General Purposes Committee, a further financial update would be presented to Council at its next meeting in July 2025. • [Exempt information not included]. <p>The Council was assured that significant work was ongoing, to ensure financial sustainability and ongoing success.</p> |
| 107 | <p>Student Recruitment Markets Update</p> <p>The Director of Marketing and Student Recruitment presented slides with an update on the current student market context and opportunities for growth for Warwick. Key points of the presentation and discussion were:</p> <ul style="list-style-type: none"> • There had been a fall across the sector in total first-year enrolments, not seen since 2012, which could be attributed to the decline in Postgraduate Taught (PGT) enrolments, driven largely by the decline in international PGT enrolments. • [Exempt information not included] • A number of opportunities existed for the University to raise the profile of its STEM portfolio, focusing initially with markets in China, India and the UK (“protect markets”). • With an increasing number of Chinese students opting to remain in China for higher education, and Asia being the largest host region for UK Transnational Education (TNE), a TNE Working Group had been established to consider ambitions and potential opportunities for Warwick. • The significant and collaborative work being undertaken by the Admissions and Marketing & Student Recruitment teams was acknowledged, with academic departments also having embraced insights and guidance to enable them to achieve successful outcomes. • [Exempt information not included] • Maintaining an emphasis on quality would be essential, in line with the University’s TEF Gold achievement. <p>As noted previously, a webinar for Council members with further detail on student recruitment in the current context would be arranged in due course.</p> <p>The Council welcomed the update.</p> <p>ACTION: Secretary to Council to arrange a webinar for Council members on student recruitment.</p> |
| 108 | <p>Free Speech and Academic Freedom (<i>ruling by the Office for Students</i>)</p> <p><i>This item was discussed as part of item 097a.</i></p> |
| 109 | <p>Strategic Key Performance Indicators</p> <p>The Chief Data Officer presented the report (109-C210525, Confidential).</p> <p>The Council noted the update and welcomed the overall positive dashboard, with key points of discussion as follows:</p> <ul style="list-style-type: none"> • Opportunities to maximise the University’s sought after apprenticeships provision were being discussed as part of department size and shape work, to consider strategic ambitions alongside financial constraints. |

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| | <ul style="list-style-type: none"> The categorisation for student volunteering could usefully be reviewed to also capture extensive activity in sports clubs for example. It was hoped to bring back the redeveloped KPIs in November 2025. Given the financial imperative, it may be useful for Council to receive a subset of the KPIs to ensure priorities were being considered given financial pressures. <p>DECISION: The Council approved the update to the existing Strategic KPIs.</p> <p>ACTION: Refer query on pausing and potential re-start of reputation/awareness polling to the Regional Leadership Team.</p> |
| 110 | <p>Strategic Risk Register</p> <p>The report (110-C210525, Confidential) was received and noted.</p> <p>The Secretary to Council reported that given the changing HE sector and operating context, a review/refreshing of the Strategic Risk Register would be carried out, working with Audit & Risk Committee, and brought back to Council in due course.</p> <p>DECISION: The Council approved the proposed updates to the Strategic Risk Register.</p> |
| Committee Reports I | |
| 111 | <p>Report from the Senate</p> <p>The Vice-Chancellor presented the report (111-C210525, Confidential) from the meeting on 29 January 2025.</p> <p>Senate had discussed academic freedom and free speech in the context of current United States politics, with the Chair of AFRC having been asked to facilitate further discussion and report back to the next Senate meeting. Senate had also concluded that the University's guidance and risk assessment for travel matters should be reviewed.</p> <p>DECISIONS: The Council:</p> <ol style="list-style-type: none"> Noted the Annual Assurance Report (mapping to the OfS' B Conditions of Registration) and approved the Degree Outcomes Statement for 2023-24. Approved the revised terms of reference for the Research, Governance & Ethics Committee (RGAEC) (see also item 115). <p>ACTION: Provide update to SU VP for Education on RGAEC student membership.</p> |
| 112 | <p>Report from the Audit and Risk Committee</p> <p>The Chair of Audit & Risk Committee presented the report (112-C210525, Confidential) from the meeting on 18 March 2025.</p> <p>The Council noted the report.</p> |
| 113 | <p>a) Report from the Nominations Committee</p> <p>The Chair presented the report (113a-C210525, Confidential) from the meeting on 22 April 2025, with a number of recommendations including for new Council members and changes to Council sub-committee Chair-ships. Communications would follow in due course regarding the resulting vacancy for the Chair of Remuneration Committee, as well as a reshuffle of member roles on Council sub-committees.</p> <p>The Chair expressed thanks for the award of the Chancellor's Medal.</p> <p>DECISIONS: The Council:</p> <ol style="list-style-type: none"> Approved the extension of Jayne Nickalls' term of office as Vice-Chair of Council and Pro-Chancellor from 1 January 2026 to 31 July 2026. Approved the appointment of Randip Singh as an external member of the Finance and General Purposes Committee for a second term from 1 August 2025 to 31 July 2028. |

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| | <p>3) Approved the appointment of Jayne Nickalls as Chair of the Fundraising Ethics Committee from 1 August 2025 to 31 July 2026.</p> <p>4) Approved the appointment of James Furse as Chair of Audit and Risk Committee from 1 August 2025 to 31 July 2027.</p> <p>5) Approved proposed revisions to the constitution of the Nominations Committee.</p> <p>6) Approved the appointment of Stef Calcraft and Alison Hatcher as members of Council from 1 August 2025 to 31 July 2028.</p> <p>7) Approved the appointment of Bernadette Kelly as member of Council from 1 September 2025 to 31 August 2028 (subject to Government approval).</p> <p>b) Council Effectiveness Review Progress Report</p> <p>The Head of Governance Services presented the report (113b-C210525, Confidential), with progress noted across all key review themes. Priorities for next steps would include introducing updated induction and training for new members of Council and bringing forward amendments to governing instruments identified through the Council Effectiveness Review and the Review of Academic Governance.</p> <p>The Council noted the report.</p> |
| 114 | <p>Report from the Finance and General Purposes Committee</p> <p>The Chair of FGPC and Treasurer presented the report (114-C210525, Highly Confidential) from the meeting on 25 March 2025.</p> <p>The Council noted the report.</p> |
| 115 | <p>Report from the Research Governance and Ethics Committee</p> <p>The Pro-Vice-Chancellor (Research) presented the report (115-C210525, Confidential) from the meeting on 4 February 2025.</p> <p><i>Proposed updates to the RGAEC Terms of Reference were presented in the Senate report (see item 111).</i></p> <p>The Council noted the report.</p> |
| 116 | <p>Report from the University Estate and Environment Committee</p> <p>The Secretary to Council and Secretary to UEEC provided a verbal update from the meeting held by correspondence in March 2025. In addition to usual reports, an update on the STEM Capital Project had been shared with UEEC.</p> |
| Items below this line were for receipt and/or approval, without discussion | |
| Committee Reports II | |
| 117 | <p>Report from the University Executive Board</p> <p>The Council received and noted the report (117-C120225, Confidential).</p> <p>Although the report wasn't discussed at length, the revised format was welcomed. It was further noted that implementation of People team change should continue to be prioritised.</p> |
| Governance | |
| 118 | <p>Chair's Action Report</p> <p>The Council received and noted the report (118-C210525, Confidential) without discussion.</p> |
| Other | |
| 119 | <p>Any other business</p> <p>a) International Research Culture Conference</p> <p>The Chair reported that the University would host the third International Research Culture Conference on 17 September 2025, to provide a platform for sharing best practice in enhancing research culture. The programme</p> |

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| <p>included representatives from Research England, Monash University, Stellenbosch University, and University College Dublin. Council members would be welcome to attend.</p> <p>Together with Monash and Stellenbosch, the University would also launch an International Consortium for Research Culture, which would have its first meeting on 18 September 2025.</p> <p>b) Chancellor’s Medal Presentation (see also item 113a)</p> <p>The Vice-Chancellor reported that the Chancellor’s Medal would be presented to the Chair of Council at the afternoon degree congregation on 23 July 2025, to acknowledge the Chair’s involvement with Council over 14 years.</p> <p>c) Inquiry Research Skills Conference</p> <p>Council members were reminded of the invitation to attend the Inquiry Research Skills Conference, a key element of the International Foundation Programme, following the meeting and lunch.</p> |
| <p>Next meeting: Wednesday, 9 July 2025 at 09:00 in the Council Chamber, Senate House</p> |

| COUNCIL DECISIONS AND ACTIONS – 21 MAY 2025 | | | |
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| DECISIONS AND ACTIONS | | | |
| ITEM | DECISION/ACTION | LEAD AND DUE DATE | STATUS |
| 2022-23 | | | |
| 16/17 May 2023 | | | |
| 104a - Strategic Key Performance Indicators | ACTION 1: Proposed updates to: Strategic KPI metrics, granular data behind the top-level metrics and supporting narratives to be presented to Council in October 2023. | Raja Javaid, October 2023 | Ongoing |
| | ACTION 2: Relevant Strategic KPIs to be provided as part of substantive item updates when presented to Council. | Chris Twine (Governance team), Raja Javaid (SPA team), Implemented for start of 23/24 | On hold, until Strategic KPI refresh complete |
| 2023-24 | | | |
| 6/7 February 2024 | | | |
| 082 - Academic Freedom and Freedom of Speech | ACTION 1: Regular updates to be provided to Council to review how the Policy and Regulation are working in practice (in initial stages of implementation). | Rachel Gower, Rachel ST, timing and frequency tbc | To be scheduled |
| | ACTION 2: Strategic session to discuss and explore freedom of speech case study examples to be scheduled. | Chris Twine, Council Secretariat, TBC | To be scheduled |
| 21/22 May 2024 | | | |
| 115 - Strategic Key Performance Indicators | ACTION 1: Consider how the presentation of the KPIs could be improved from an accessibility perspective. | Simon Stearn, SPA team, November 2024 | In progress |
| | ACTION 2: Explore the potential drivers and underlying good practice that has resulted in the increased research applications success rate. | Caroline Meyer, R&IS, tbc | In progress |
| 2024-25 | | | |
| 20 November 2024 | | | |
| 046 - 60th Anniversary Philanthropic Campaign | ACTION: Share philanthropic campaign schedule of action with Council members. | Director of Development, Council secretariat, asap | |

| 12 February 2025 | | | |
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| 082 - Social Inclusion Update | ACTION: Update on student Social Inclusion matters, including the Black Awarding Gap, to be brought to the May 2025 Council meeting. | Lorenzo Frigerio, Kulbir Shergill, May 2025 | Complete |
| 21 May 2025 | | | |
| 104a - Treasurer Appointment | DECISION: The Council approved the appointment of Wayne Snow as University Treasurer for a four-year term from 1 August 2025 to 31 July 2029. | | |
| 107 - Student Recruitment Markets Update | ACTION: Secretary to Council to arrange a webinar for Council members on student recruitment. | Secretary to Council | Complete |
| 109 - Strategic Key Performance Indicators | DECISION: The Council approved the update to the existing Strategic KPIs. | | |
| | ACTION: Refer query on pausing and potential re-start of reputation/awareness polling to the Regional Leadership Team. | Chief Data Officer, IDG, asap | Complete |
| 110 - Strategic Risk Register | DECISION: The Council approved the proposed updates to the Strategic Risk Register. | | |
| 111 - Report from the Senate | DECISIONS: The Council: | | |
| | <ol style="list-style-type: none"> 1) Noted the Annual Assurance Report (mapping to the OfS' B Conditions of Registration) and approved the Degree Outcomes Statement for 2023-24. 2) Approved the revised terms of reference for the Research, Governance & Ethics Committee (see also item 115). | | |
| | ACTION: Provide update to SU VP for Education on RGAEC student membership. | Secretary to Council/ PVC, Research, asap | Complete |
| 113a - Report from the Nominations Committee | DECISIONS: The Council: <ol style="list-style-type: none"> 1) Approved the extension of Jayne Nickalls' term of office as Vice-Chair of Council and Pro-Chancellor from 1 January 2026 to 31 July 2026. 2) Approved the appointment of Randip Singh as an external member of the Finance and General Purposes Committee for a second term from 1 August 2025 to 31 July 2028. 3) Approved the appointment of Jayne Nickalls as Chair of the Fundraising Ethics Committee from 1 August 2025 to 31 July 2026. 4) Approved the appointment of James Furse as Chair of Audit and Risk Committee from 1 August 2025 to 31 July 2027. 5) Approved proposed revisions to the constitution of the Nominations Committee. 6) Approved the appointment of Stef Calcraft and Alison Hatcher as members of Council from 1 August 2025 to 31 July 2028. 7) Approved the appointment of Bernadette Kelly as member of Council from 1 September 2025 to 31 August 2028 (subject to Government approval). | | |