

UNIVERSITY OF WARWICK

COUNCIL

Minutes of the meeting of the Council held on 23 February 2012

- Present: Sir George Cox (Chair), Mr K Bedell-Pearce, Mr L Boe (until item 66/11-12 and from item 71/11-12), Professor A Caesar, Professor S Croft, Mr P Dunne, Professor M Finn, Ms V Heywood, Mr J Higgins, Mr G Howells (for items 66/11-12 through 76/11-12), Professor T Jones, Professor J Labbe, Professor K Lamberts (from item 66/11-12), Dr G Lyons (until item 66/11-12), Professor A Muthoo (from item 66/11-12), Sir David Normington, Mr A Rivett, Mr N Sanders, Professor M Taylor, Professor Sir John Temple (from item 66/11-12), Professor P Thomas, Professor N Thrift, Mr George Whitworth.
- Apologies: Dame Fiona Caldicott, Dr R Chung, Mrs V Cooke, Mrs P Egan, Ms T Elliott, Professor S Hand, Mr M Temple, Professor P Winstanley, Mr B Woods-Scawen.
- In Attendance: Registrar, Deputy Registrar, Director of Finance and Financial Strategy, Academic Registrar, Director of Estates, Head of Corporate Governance, Head of Governance Support Services, Assistant Registrar (Deputy Registrar's Office).

65/11-12 Appointment of the Deputy Vice-Chancellor

REPORTED:

- (a) That, since its last meeting, the Council had approved by post the recommendation of the Senate that the Search Committee for the Deputy Vice-Chancellor be chaired by the Vice-Chancellor, as was the case when the previous post holder was appointed.
- (b) That the Pro-Chancellor had taken Chair's action on behalf of the Council to approve the appointment of Penny Egan as the lay member of the Council to serve on the Search Committee for the Deputy Vice-Chancellor, the other members of the Committee being as follows:

Three professorial members of the Senate: Professor Simon Swain
 Professor Christopher Hughes
 Professor Colin Sparrow

- (c) That the closing date for applications was extended to 16 February 2012 with interviews held on 20 February 2012 and, following these, the Committee was in a position to put forward a recommendation to the Council, following consultation with the Senate.

(by the Pro-Chancellor)

- (d) That the Search Committee resolved unanimously to recommend to the Council that Professor Koen Lamberts be appointed to the post of Deputy Vice-Chancellor.
- (e) That an extraordinary meeting of the Senate was held on 22 February 2012 where the Senate endorsed warmly the recommendation of the Search Committee.

CONSIDERED:

In accordance with the provisions of Statute 7, a report from the Committee established to bring forward a recommendation to the Council for the appointment of a Deputy Vice-Chancellor of the University (C.30/11-12) including a summary of the career profile of the candidate recommended for appointment by the Committee.

RESOLVED:

That Professor Koen Lamberts be appointed as Deputy Vice-Chancellor of the University for the period through to February 2017, as recommended by the Search Committee for the Deputy Vice-Chancellor in line with the provisions of Statute 7. (passed nem con)

66/11-12 Minutes

RESOLVED:

That the minutes of the meetings of the Council held on 30 November 2011 and 20 December 2011 be approved.

67/11-12 Conflicts of Interest

REPORTED:

- (a) 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 CUC Guide for members of Higher Education Governing Bodies in the UK.

(by the Pro-Chancellor)

- (b) That Council members were encouraged, wherever possible, to inform the Registrar prior to the meeting of any potential conflicts of interest, and were also invited to do so now if appropriate.

NOTE: No declarations were made.

68/11-12 Strategic Discussion Topics for Meetings of the Council (minute 6/07-08 refers)

CONSIDERED:

A list of strategic items for discussion at future meetings of the Council (C.29/11-12).

REPORTED: (by the Pro-Chancellor)

That in the light of the discussions which took place during the Council Away Day, members of Council were invited to consider the list of strategic and presentation topics and inform the Registrar of any additional topics that were significant and worthy of consideration as well as the relative priorities of the currently listed topics.

69/11-12 Review of the Charities Act 2006

REPORTED: (by the Deputy Registrar)

- (a) That a national review of the Charities Act 2006 was being undertaken by Lord Hodgson for the Cabinet Office, noting the deadline for submission of evidence or completion of the online questionnaire was 16 April 2012.
- (b) That members of the Council were invited to consider whether there were key points that the Council, as trustees of the University as a charity, would wish to make under the call for evidence relating to exempt charities and principal regulators, noting that these should be given to the Deputy Registrar who would be compiling the University's response.

70/11-12 Membership of the University Council

REPORTED:

- (a) That nominations for lay members of the University Council had been invited from all members of the University Council.

(by the Pro-Chancellor)

- (b) That the Nominations Committee had met on the morning of 23 February 2012 prior to the meeting of the Council and that consideration was being given to fill at least two lay member vacancies on the University Council from 1 August 2012.
- (c) That the Committee was considering the range of skills and experience currently required on the Council and had highlighted initially areas such as finance/audit and capital development/architecture.
- (d) That the Committee was also giving consideration to developing mechanisms for other external individuals to contribute skills and experience to the University without being appointed to lay membership of the Council.

71/11-12 Proposal to Establish a Pro-Vice-Chancellor (Warwick-Monash Alliance)

CONSIDERED:

A paper from the Registrar recommending the appointment of a sixth Pro-Vice-Chancellor, jointly with Monash University (C.31/11-12) as recommended by the Senate.

REPORTED: (by the Registrar)

- (a) That the successful candidate for the role of Pro-Vice-Chancellor for the Warwick-Monash Alliance would need to be an exceptionally high calibre academic and would be required to have influence and gravitas at both institutions as the role formed a key element of progressing the partnership.
- (b) That the role would focus on the delivery of the partnership outcomes and that the Pro-Vice-Chancellor would be required to spend considerable time at both institutions.
- (c) That it was assumed that, as with other Warwick Pro-Vice-Chancellor positions, the post-holder would be an academic professorial member of staff and would be research active.

- (d) That, while the role of the Pro-Vice-Chancellors at Monash was similar to that at Warwick, Monash had a greater number of Pro-Vice-Chancellors, and that as a result, they were not all members of the governing body at Monash simultaneously, but served in rotation.

(by Ms V Heywood)

- (e) That the person specification for the role should capture the need to manage the complexity of developing understanding of two institutions that would be critical to the success of the partnership, as well as undertaking significant international travel.

(by the Vice-Chancellor)

- (f) That, while the Pro-Vice-Chancellor would play a leading role in engaging with both institutions and would symbolise the commitment to the Alliance, there were a significant number of individuals engaged with the partnership at both institutions in a breadth of areas and this would aid progress significantly.
- (g) That the Council at Monash had considered and approved the proposal at its meeting of 23 February 2012.

RESOLVED:

That the Council considered and approved the following, with the support of the Senate:

- (a) The establishment of a Pro-Vice-Chancellor (Warwick-Monash Alliance) to be appointed and funded jointly with Monash University, to lead the development of the Alliance activities and strategy;
- (b) That the joint Pro-Vice-Chancellor post be advertised externally and the period of appointment be an initial fixed-term period of three years;
- (c) That Ordinance 3 be varied in this instance only to enable the Selection Committee to be jointly constituted with representatives of the University of Warwick and Monash University;
- (d) That Warwick's membership of the Selection Committee be approved by the Vice-Chancellor on behalf of the Senate and the Pro-Chancellor on behalf of the Council.

72/11-12 Pro-Vice-Chancellor Appointment Process

REPORTED: (By the Pro-Chancellor)

- (a) That Professor Margot Finn would be leaving the University in the Summer 2012 to take up a Chair in Modern British History at University College London.
- (b) That the appointment of Professor Koen Lamberts as Deputy Vice-Chancellor meant that a second Pro-Vice-Chancellor vacancy had arisen.

(By the Vice-Chancellor)

- (c) That the Senate had been informed at its extraordinary meeting held on 22 February 2012 that an Appointment Committee would be established to fill the vacancies arising for University of Warwick Pro-Vice-Chancellors.

RESOLVED:

- (a) That an Appointment Committee for Pro-Vice-Chancellors would be established, in line with Ordinance 3(5) Procedure for the Appointment of Pro-Vice-Chancellors, with a view to recommendations for appointment being made to the Council at its meeting to be held on 16 May 2012.
- (b) That the Pro-Chancellor consider and approve on behalf of the Council the lay member of the Appointment Committee for Pro-Vice-Chancellors as set out in Ordinance 3 in consultation with the Vice-Chancellor with a view to the Committee undertaking its considerations and making a recommendation to the Council at its meeting to be held on 16 May 2012.

73/11-12 Report from the Senate

CONSIDERED and NOTED a report of the resolutions:

Selected items considered at the meeting of the Senate held on 25 January 2012 (C.32/11-12) together with an oral report from the Vice-Chancellor on the following items of business:

(a) Developments in Research

REPORTED: (by the Vice-Chancellor)

- (i) That the University's preparations for the Research Excellence Framework (2014) were progressing.
- (ii) That the University's Global Priorities Programme, which focussed on Warwick's major areas of research strength around a number of interdisciplinary 'grand challenges' was working well with a number of the research themes resonating strongly within the academy and external communities.

(b) Review of the School of Health and Social Studies

REPORTED: (by the Vice-Chancellor)

- (i) That a review of the School of Health and Social Studies (SHSS) had been undertaken by a Working Group commissioned by the Steering Committee.
- (ii) That the outcome of the initial review was positive and focussed on relocation of the staff and research activities to different departments in order to build greater strength in the area of social medicine.
- (iii) That the Working Group had recommended the disestablishment of SHSS as a department in the Faculty of Social Sciences, and the integration of the research aspects of the School with those of Warwick Medical School and, if determined appropriate, the teaching of Social Work within Sociology.
- (iv) That discussions would be initiated over the transfer of the academic activities of the Institute of Health, and the Royal College of Nursing Research Institute to the Warwick Medical School.

- (v) That the Implementation Group would report back to the Steering Committee on its recommendations further to formal proposals being recommended as necessary to the Senate and the Council.

(c) Review of Teaching, Learning and the Student Experience

REPORTED: (by the Vice-Chancellor)

That the departmental Institutional Review reports and responses had been published on the Institutional Review website to assist in the dissemination of good practice and in preparation for the Faculty Engagements in the Spring Term.

(d) USS Pension Scheme

REPORTED: (by the Vice-Chancellor)

- (i) That the triennial actuarial valuation had been undertaken as at 31 March 2011 of the Universities Superannuation Scheme (USS) to determine whether the scheme's assets were sufficient to cover its liabilities in pensions owed.
- (ii) That the USS Board's discussions indicated a £2.9bn deficit in funding which was mostly due to changes in assumptions, such as increased longevity and lower than expected investment returns, but that UCU disputed the findings.
- (iii) That potential underfunding could be higher given changes in the financial markets since 31 March 2011 noting that there would be another valuation undertaken in 2014.

(e) HEFCE Student Number Controls for 2012/13

REPORTED: (by the Vice-Chancellor)

- (i) That the University had received a document from the HEFCE setting out student number control limits for 2012-13, together with an invitation to bid for a share from the "margin" of up to 20,000 student places.
- (ii) That Warwick's average fee level had rendered the University ineligible to participate in the bidding process for 'margin' places.
- (iii) That the University's student number control limit had been reduced from 3259 to 701, noting that there was no limit on the recruitment level of AAB+ students, and given that the non AAB+ entry in 2011 was approximately 600 students, Warwick was likely to be within the control limit.

(f) University Technical College

REPORTED: (by the Vice-Chancellor)

- (i) That the University had submitted an application to the Department for Education to establish, in principle, the Warwick University Technical College (UTC) in partnership with Jaguar LandRover, noting that this did not commit the University at this point to the establishment of the UTC.

- (ii) That the University would consider this in the light of its other regional activities and a paper on the issues surrounding this proposal would be brought for discussion at a future meeting of the Council.

(g) Queen Mary, University of London

REPORTED:

- (i) That the University was progressing its proposed strategic partnership with Queen Mary, University of London focussed primarily on research collaboration and Widening Participation.
- (ii) That the partnership had been endorsed by the Senate and the formal announcement of the Alliance was planned to take place in March 2012.

74/11-12 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 31 January 2012 (C.33/11-12) together with an oral report from the Treasurer on the following items of business:

(a) University of Warwick Science Park Update *

REPORTED: (by the Treasurer)

- (i) That the negotiations to acquire the University of Warwick Science Park Ltd had been led by the Director of Finance and Financial Strategy and had led to a positive outcome for the University.
- (ii) That the transaction took place on 1 February 2012.

RESOLVED:

That the documentation for new loans and new debentures for the future financing requirements of the University of Warwick Science Park Ltd be approved as set out in Item 1 of paper C.33/11-12.

NOTED: Aspects of this item were Commercial in Confidence and an extraction would appear in the published open minutes.

(b) Scarman Extension

RESOLVED:

That the proposal to build an extension to Scarman House at a cost of £3.3m be approved as set out in Item 3 of paper C.33/11-12.

- (c) Financial Performance
- (d) Proposal for a new investment in Mercia Fund 1
- (e) Report from Investment Sub-Committee (ISC)

75/11-12 Report from the Building Committee

CONSIDERED and ADOPTED a report from the Building Committee (C.34/11-12) together with an oral report from the Chair of the Building Committee on the following items of business:

(a) Capital Projects

REPORTED: (by the Chair of the Building Committee)

That all capital projects were currently on time, noting that the Mechano-Chemical Cell Biology Building at Gibbet Hill would be completed on 24 February 2012 and the Postgraduate Hub in Coventry House was complete and would be opened in March 2012.

- (b) People & Planet Green League
- (c) Estates Management Statistics Annual Report 2011
- (d) Environment and Amenities Committee
- (e) Capital Planning and Accommodation Review Group
- (f) Energy Report 2010/11

76/11-12 Report from the Audit Committee

CONSIDERED and ADOPTED a report from the meeting of the Audit Committee held on 1 February 2012 (C.35/11-12) together with an oral report from the Chair of the Audit Committee on the following items of business:

(a) Internal Audit Progress

REPORTED: (by the Chair of the Audit Committee)

- (i) That while a PricewaterhouseCoopers audit of IT Governance had judged it to be 'unsatisfactory', the report had been welcomed by the Director of IT Services and an agreed action plan had been put in place and was supported by the Audit Committee.
 - (ii) That the responsibility for considering information and cyber security needed to be identified clearly, particularly in relation to devolved departmental responsibilities, and that the Operational Risk Management Group would be looking at these matters in the light of Data Protection and Information Security requirements.
- (b) University Risk Management and University Key Performance Indicators
 - (c) Value for Money Annual Report
 - (d) New Fees Regime and Student Data Returns
 - (e) Tender of External Audit Services

77/11-12 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 13 December 2011 (C.36/11-12), together with an oral report from the Deputy Registrar on the following items of business:

(a) Governance of Health and Safety

REPORTED: (by the Deputy Registrar)

That the risks associated with health and safety, as reported in the Annual Health and Safety Report, would be circulated to other relevant bodies, in particular to the Operational Risk Management Group and the Audit Committee.

(b) University Genetic Modification and Biosafety Committee

RESOLVED:

That the amendments to the Terms of Reference of the University Genetic Modification and Biosafety Committee (paper UHSEC 03/11-12 of paper C.36/11-12), as recommended by the University Health and Safety Executive Committee, be approved.

(c) University Health and Safety Committee

(d) National Perspective, The Government Response to the Lofstedt Report

78/11-12 Report from the Equality and Diversity Committee

CONSIDERED and ADOPTED, with the resolution set out below, a report from the meeting of the Equality and Diversity Committee held on 31 October 2011 (C.37/11-12) on the following items of business:

(a) Single Equality Scheme

(b) Equality Objectives

RESOLVED:

That, as recommended by the Committee and the Senate at the meetings held on 31 October 2011 and 25 January 2012 respectively, the revised and updated Single Equality Scheme (EDC.03/11-12) and the Equality Objectives (EDC.04/11-12) as set out in paper C.37/11-12 be approved.

79/11-12 Report from the Intellectual Property Committee

CONSIDERED and ADOPTED, with the resolution set out below, a report from the meeting of the Intellectual Property Committee held on 25 October 2011 (C.38/11-12) on University Regulation 28 on Intellectual Property Rights.

REPORTED: (by the Chair of the Intellectual Property Committee)

That University Regulation 28 relating to the patenting and commercial exploitation of research results had been revised largely to clarify the position in relation to students.

RESOLVED:

That the revised Regulation 28 (IPC.4/11-12 (revised 3)) as recommended by the Committee and by the Senate at its meeting held on 25 January 2012 be approved.

80/11-12 HEFCE Assurance Review Report

CONSIDERED:

The Interim Report from the HEFCE Assurance Review visit held on 2 November 2011 (C.39/11-12) together with an oral report from the Pro-Chancellor as to its consideration by the Nominations Committee at its meeting prior to the meeting of the Council.

REPORTED: (by the Pro-Chancellor)

- (a) That the quinquennial HEFCE Assurance Review Visit on 2 November 2011 had included meetings with the current and previous Pro-Chancellor and Chair of Council, the Vice-Chancellor, the Chair of the Audit Committee, the Registrar, the Director of Finance and Financial Strategy and the Head of Internal Audit and that the outcome had been very positive.
- (b) That the size of the University's Council was discussed, which at 33 members was larger than current guidance recommends but that the HEFCE acknowledged that the governing body remained effective, and that the University felt that this number allowed for wide representation and suitably reflected the strong culture of academic collegiality at Warwick.
- (c) That the issue of quoracy was raised as the sole formal recommendation for improvement in the Review Report and that the Nominations Committee, at its meeting held on 23 February 2012, recommended that a simple quoracy rule for the Council and its principal committees be brought forward for consideration.
- (d) That the HEFCE intended to follow-up the recommendations of this report in June 2012, following which the report would be made available under the HEFCE publication scheme.

RESOLVED:

- (a) That, as recommended by the Nominations Committee at its meeting held on 23 February 2012, the principle of implementing quoracy rules for the Council and its principal committees be approved.
- (b) That formal proposals for implementation of quoracy rules be brought forward for consideration at a future meeting of the Council.

81/11-12 Anti-Bribery Policy

CONSIDERED:

A report proposing the introduction of a University Anti-Bribery Policy as recommended by the Senate, together with the communications plan (C.40/11-12).

REPORTED: (by the Deputy Registrar)

- (a) That the scope of the UK Bribery Act 2010 was broad-ranging including any individuals acting on behalf of the University.
- (b) That, while the risk of bribery taking place by either University staff or parties acting on its behalf was relatively low overall, there were some areas of operation with greater scope for the perception of bribery to occur.
- (c) That there was still further work planned to embed the Policy in working practices and that both Senior Management and the Bribery Act Working Group would continue to work to disseminate the Policy and identify and manage associated risks.

(by the Pro-Chancellor)

- (d) That the implications of the UK Bribery Act 2010 were a matter that the University and members of the Council needed to consider, recognising that the boundary between acceptance and provision of reasonable hospitality and bribery was often particularly unclear.

RESOLVED:

- (a) That the Anti-Bribery Policy set out in paper C.40/11-12, as recommended by the Senate at its meeting held on 25 January 2012, be approved.
- (b) That a briefing note be circulated to the Council highlighting the particular implications of the UK Bribery Act 2010 and the University Anti-Bribery Policy for lay members of the Council acting on behalf of the University.

82/11-12 Awards and Distinctions

RECEIVED:

A paper setting out the awards and distinctions that had been conferred on members of the University since the last meeting of the Council held on 30 November 2011 (C.41/11-12).

83/11-12 Tour of the Students' Union Facilities

RESOLVED:

That members of the Council be provided with an opportunity to tour the Students' Union facilities at a future meeting of the Council.

84/11-12 University Research Ethics Committee

CONSIDERED and ADOPTED a report from the meeting of the Research Ethics Committee held on 11 November 2011 (C.42/11-12) on the following items of business:

- (a) Research Governance Project Plan
- (b) New Research Governance Website
- (c) Research Code of Conduct for the Investigation of Research Misconduct
- (d) Own Funded Research
- (e) Vision and Strategy of the Committee
- (f) Membership and Terms of Reference

- (g) Modification of the Biomedical Research Ethics Committee and the Humanities and Social Sciences Research Ethics Committee Terms of Reference
- (h) Periodic Reports from the Sub-Committees

85/11-12 Art Collection Committee

CONSIDERED and ADOPTED a report from the meeting of the Art Collection Committee held on 30 November 2011 (C.43/11-12), including the Annual Report on the University Works of Art Collection.

86/11-12 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 17 February 2011 was available for consultation in the registry and would be attached to the minutes in the official minute book (C.44/11-12).

87/11-12 Amendments to University Ordinances

CONSIDERED:

- (a) For the second time, proposed amendments to University Ordinance 8 on Sub-Faculties, as recommended by the Senate (C.45/11-12).
- (b) For the first time, proposed amendments to University Ordinance 7 on the Constitution of the Boards of the Faculties, as recommended by the Senate (C.46/11-12).

RESOLVED:

- (a) That proposed amendments to University Ordinance 8 on Sub-Faculties as recommended by the Senate and set out in paper C.45/11-12, be approved for the second time.
- (b) That proposed amendments to University Ordinance 7 on the Constitution of the Boards of the Faculties as recommended by the Senate and set out in paper C.46/11-12, be approved for the first time.

88/11-12 Amendments to University Regulations

CONSIDERED:

Proposed amendments to the following University Regulations, as recommended by the Senate (C.47/11-12):

- (a) University Regulation 4 governing Annual Review by the Academic Staff Committee.
- (b) University Regulation 8.10 governing appeals relating to decisions of final-year undergraduate boards of examiners.

RESOLVED:

That the proposed revisions to University Regulations 4 governing Annual Review by the Academic Staff Committee and 8.10 governing appeals relating to decisions of final-year undergraduate boards of examiners and set out in paper C.47/11-12 be approved.

89/11-12 Modern Records Centre 2010-11 Annual Report

RECEIVED:

A copy of the Modern Records Centre 2010-11 Annual Report (C.48/11-12).

90/11-12 Appointments to Council Committees

RESOLVED:

That, on the recommendation of the Nominations Committee, the following appointments be approved:

(a) Intellectual Property Committee

Tom Skelhon as the postgraduate student in membership of the Intellectual Property Committee nominated by the Students' Union and appointed by the Council for the period until 30 September 2012, the appointment being renewable.

(b) University Research Ethics Committee

Dr D Davies and Dr C Jenainati as two of the three senior academic members of staff with expertise in relevant areas on the University Research Ethics Committee.

As at 10 May 2012