

**UNIVERSITY OF WARWICK
COUNCIL**

**OPEN MINUTES OF THE MEETING HELD ON 09:00, WEDNESDAY 17 OCTOBER 2018,
COUNCIL CHAMBER, SENATE HOUSE**

Present	David Normington	DN	Chair
	Keith Bedell-Pearce	KBP	Treasurer and Chair of the Finance & General Purposes Committee
	Anita Bhalla	AB	Independent member
	Professor Dan Branch	DB	Academic member
	Viki Cooke	VC	Vice-Chair and Chair of the Audit & Risk Committee
	Professor Stuart Croft	SC	Vice-Chancellor
	Professor Chris Ennew	CE	Provost
	Dr John Ferrie	JF	Independent member
	Professor Chris Hughes	CH	Pro-Vice-Chancellor (Education)
	Liam Jackson	LJ	President of the Students' Union
	Dr Deborah Keith	DK	Independent member
	Professor Andy Lockett	AL	Academic member
	Ben Newsham	BN	Democracy & Development Officer of the Students' Union
	Adrian Penfold	AP	Independent member
	Andrea Pulford	APu	Non-academic staff member
	Professor Lesley Roberts	LR	Academic member
	Neil Sachdev	NS	Independent member
Professor Simon Swain	SS	Pro-Vice-Chancellor (External Engagement)	
Professor Pam Thomas	PT	Pro-Vice-Chancellor (Research)	
Gail Tucker	GT	Independent member	
Attending	Dr Catherine Cochrane	CC	Director of Research Impact Services (item 006 only)
	Dan Derricott	DD	Assistant Registrar (Monitoring & Review) (item 015 only)
	Rosie Drinkwater	RD	Group Finance Director
	Dr Richard Hutchins	RH	Director of Strategy and Policy (items 001 to 006 only)
	Rupert Lawrie	RL	Commercial Director
	Lara McCarthy	LM	Assistant Secretary
	Rachel Sandby-Thomas	RST	Registrar
	Emma Tew	ET	Assistant Registrar (Governance)
	Sharon Tuersley	ST	Secretary to Council
Observing	Emma Jeavons	EJ	Assistant Registrar (Governance)

NOTE: Some items are noted as "Exempt information not included" as they contain information that would be withheld from release to the public because an exemption under the Freedom of Information Act 2000 applies.

Ref	Item
001	<p>Chair's welcome and introduction</p> <p>(a) New members of the Council</p> <p>The Chair welcomed the following new members and attendees:</p> <ul style="list-style-type: none"> • Professor Andy Lockett, academic member • Liam Jackson, President of the Students' Union • Ben Newsham, Democracy & Development Officer of the Students' Union • Rupert Lawrie, Commercial Director <p>Catharine French, a newly appointed independent member, had given apologies for this meeting and would be in attendance at the next Council meeting in November 2018.</p>

	<p>(b) Departing members of the Council</p> <p>The Chair extended the thanks of the Council to the following members who had recently stood down:</p> <ul style="list-style-type: none"> • Paul Kehoe, independent member, who stepped down from the Council on 30 September 2018 to take up a new role and residence overseas. • Professor Laura Green, academic member, who stepped down from the Council on 1 October 2018 to take up a new role at the University of Birmingham.
002	<p>Apologies for absence</p> <p>Catharine French, Noel Gordon.</p> <p>Council members who had given apologies for the meeting had been asked to provide their comments on the items of business being considered, with particular regard to the strategic topic and the substantive items which required approval.</p>
003	<p>Declarations of interest</p> <p>No declarations of interest were reported.</p>
004	<p>Minutes of the Council meetings held on 10 and 11 July 2018</p> <p>The minutes of the Council meetings held on 10 and 11 July 2018 (004-C171018 {restricted}) were approved.</p>
005	<p>Matters arising from the Council meetings held on 10 and 11 July 2018</p> <p>There were no matters arising from the previous meetings that were not covered elsewhere on the agenda.</p>
Strategic Topic	
006	<p>Warwick's Research</p> <p>The Council received and noted a report on Warwick's research (006-C171018 {restricted}) in the context of the Research Strategy (S.67/17-18 {restricted}), alongside a presentation delivered by the Pro-Vice-Chancellor (Research), with key details as follows:</p> <ul style="list-style-type: none"> • Warwick was renowned for its world-leading research, which had practical applications across many disciplines. Areas of the University's research excellence were reflected in the following key research themes: <ul style="list-style-type: none"> - Data science and its applications - Mathematics and its real world applications - The engineered world: from molecules to machines - Sustainability - Behaviours and cultures - Globalisation and states - Connected societies - Biosciences and health - Fundamental questions in curiosity-led research • The University's research portfolio was underpinned by a number of research enablers, four of which were of key importance for 2018/19: <ol style="list-style-type: none"> 1. Communities <p>Warwick research would increasingly take place in inter-disciplinary spaces and provide solutions to challenges faced in global communities. Global Research Priorities (GRPs) was a cross-institutional research programme which supported this aim. The refreshed GRP programme would launch in August 2019.</p>

2. Partnerships

Warwick would continue to build on its existing research partnerships with industry, e.g. Jaguar Land Rover, scientific institutions, e.g. Alan Turing Institute, regional collaborators, e.g. Coventry City of Culture 2021, and international partners, e.g. Monash-Warwick Alliance, whilst actively seeking new partnerships.

3. Research Excellence Framework (REF) 2021

The Research Strategy was aligned to a top performance in the REF 2021 (and beyond). However, it was noted that the REF was not the sole driver of the University's research portfolio.

4. Research income

In order to sustain and grow research activity, the University was diversifying its sources of research income. This was particularly pertinent in the current socio-economic climate, as Brexit could potentially diminish EU research funding and opportunities for international collaboration.

- Warwick Manufacturing Group (WMG) distinguished Warwick from its competitors and ideally placed the University to lead on the Industrial Strategy Challenge Fund.

In response to the presentation, the following points were raised during a discussion amongst members:

- It would be necessary for the University to prioritise its research portfolio and make strategic choices on the types of research it supported. For instance, a balance would need to be struck on research projects which had short-term and long-term implications. It was noted that the REF tended to favour long-term outcomes and impacts.
- Appropriate communication of Warwick's research successes to external audiences was vital. It was reported that there was a research communications specialist at the University with time devoted to both Research Impact Services and the Marketing & Communications department.
- There were lessons to be learned from WMG, which attracted a significant level of research funding.
- Consideration should be given to how the Research Strategy was articulated to the Academy to create a collegiate research environment. Placing too much emphasis on pursuing research funding could demotivate academics in certain research areas.
- There was an opportunity to expand upon how the research programme linked to the objectives of the University Strategy. It was reported that this was due to be discussed further at the Council Away Day in February 2019.
- Building relationships with policy-makers and industry would be crucial in strengthening Warwick's research. International collaboration was also very important. It was noted that the majority of Warwick researchers had collaborated internationally and accordingly the University had an extensive network of international contacts.
- It should be ensured that the Research Strategy aligned to the objectives of the Education Strategy. It was reported that dialogue with the Education Executive was ongoing in this regard.
- Consideration was being given to how students could be involved in the operationalisation of the Research Strategy.

DECISION: The Council's discussion around the report on Warwick's Research confirmed the **approval** of the Research Strategy.

Substantive Items

007

Chair's business

The Council received and noted a verbal update from the Chair, in which the Chair noted that they had attended the Committee of University Chairs (CUC) Autumn Plenary 2018.

008

Vice-Chancellor's business

The Council received and noted a report on topical items of business (008-C171018 {restricted}), introduced by the

	<p>Vice-Chancellor, with key details and discussions as below:</p> <p>(a) Strategic Workplan</p> <p>It was aimed that the Strategic Workplan, discussed at the Council strategic session on 16 October 2018, would adopt a similar risk-based format as the newly developed Key Issues and Assurance Report (minute 016(a)/18-19 refers).</p> <p>ACTION: The Workplan would be reconfigured into a format that would highlight progress against each deliverable and submitted to the November 2018 meeting of the Council.</p> <p>(b) STEM grand challenge</p> <p>Warwick’s STEM provision had been identified as a ‘grand challenge’ during the development of the University Strategy. The Chair of the Faculty of Science, Engineering and Medicine was leading on this grand challenge with the aims of enhancing the interdisciplinarity of STEM subjects and expanding industrial and international partnerships.</p> <p>It was reported that proposals related to the ‘grand challenges’ were due to be considered at the Council Away Day in February 2019.</p> <p>(c) Times Higher Education (THE) World University Rankings</p> <p>Warwick was ranked 79th in the THE World University Rankings 2018, the highest position the University had ever achieved. A key driver of the achievement was an increase in research citations.</p> <p>(d) Student enrolment position</p> <p>The Council additionally received and noted a verbal update on the current student enrolment position from the Provost. [Exempt information not included]. It was expected that there would be some further movement in the enrolment position before the census date at the end of October 2018.</p> <p>It was discussed that overall the student enrolment position was very positive, considering the volatile market, the downward demographic trend and behavioural changes resulting in late acceptance of conditional offers.</p>
009	<p>Membership of the Council 2018/19</p> <p>The Council received and noted a report on the membership of the Council for 2018/19 (009-C171018), introduced by the Secretary to Council.</p> <p>An advert was now live on the Committee of University Chairs (CUC) board vacancies portal to recruit new independent members to the Council. The portal aimed to make board appointments more visible and accessible, encouraging a greater diversity of applicants.</p>
010	<p>Code of Practice on Corporate Governance</p> <p>The Council received the Code of Practice on Corporate Governance (010-C171018), introduced by the Secretary to Council, with key details and discussions as follows:</p> <ul style="list-style-type: none"> • References to the Higher Education Funding Council for England (HEFCE) in the Code had been amended to the Office for Students (OfS), the new regulator for Higher Education (HE) since 1 April 2018. It was discussed that the Council would need to be assured that the University was abiding to the public interest governance principles (outlined in the Code), as this would be required to maintain registered status with the OfS. • The terms of reference for the Finance & General Purposes Committee (FGPC) had been substantively revised following a full review. FGPC had considered the proposed revisions at its meeting on 25 September 2018 and recommended them for onward approval by the Council. • The Gift Acceptance Committee had been re-scoped and renamed the Fundraising Ethics Committee. The Council had originally approved this proposal at its meeting on 11 July 2018 (minute 146/17-18 refers). • References to the University of Warwick in California Sub-Committee had been removed from the Code. The Council approved that the committee be disestablished at its meeting on 11 July 2018 (minute 136(a)/17-18

	<p>refers).</p> <p>DECISION: The Council approved the Code of Practice on Corporate Governance.</p> <p>ACTION: The Code would be further reviewed and updated in mid-2019, once the Governing Instruments Review (minute 014/18-19 refers) had been completed.</p>
011	<p>Statement of Primary Responsibilities of the Council</p> <p>The Council received the Statement of Primary Responsibilities of the Council (011-C171018).</p> <p>DECISION: The Council approved the Statement of Primary Responsibilities of the Council.</p>
012	<p>Proposed revisions to the Standing Orders of the Council</p> <p>The Council received proposed revisions to the Standing Orders of the Council (011-C171018), introduced by the Secretary to Council.</p> <p>The Standing Orders had been amended to remove gendered language, reflect the change in awarding powers of Honorary Degrees from the Council to Senate, and generally align to the current operations of the University.</p> <p>DECISION: The Council approved the revised Standing Orders of the Council.</p>
013	<p>Report from the Assembly</p> <p>The Council received and noted a verbal report from the Vice-Chancellor on the outcome of the Assembly meeting, which took place on 10 October 2018, with key details and discussions as follows:</p> <ul style="list-style-type: none"> • This meeting of the Assembly had been convened as a result of the previous meeting held on 29 June 2018, whereby members had asked for more time to consider proposals related to the reform of the University's academic employment statute (statute 24). • A programme of consultation on the reform proposals had taken place with the University and College Union (UCU) over the summer 2018. • At the Assembly meeting on 10 October 2018, members had been asked to vote on whether to endorse the proposals put forward by the Senate Sub-Group on Statute 24. The motion passed with 128 votes for, 61 against and 35 abstentions. <p>The Council thanked the Provost and other relevant colleagues for their hard work in relation to this matter.</p>
014	<p>Governing Instruments Review, including:</p> <p>(a) Proposed revisions to the University Charter and Statutes</p> <p>The Council received proposed revisions to the University Charter and Statutes (014a-C171018), introduced by the Secretary to Council, with key details and discussions as follows:</p> <ul style="list-style-type: none"> • The University's Governing Instruments were in the process of being reviewed to simplify and modernise the content. • In accordance with the requirements of the Privy Council, the proposed revisions to the University Charter and Statutes needed to be considered by the Council at its meetings in October and November 2018. A formal application to amend the Charter and Statutes would be submitted in February 2019. • A discrepancy around broadening student membership in relation to Statute 12(E) was identified. <p>DECISIONS:</p> <ol style="list-style-type: none"> (1) The Council approved that the Charter be amended as shown in 014a-C171018 Appendix 2, subject to any changes that the Privy Council may require and as agreed by the Chair of Council. (2) The Council approved that the Statutes be amended as shown in 014a-C171018 Appendix 2, subject to any changes that the Privy Council may require and as agreed by the Chair of Council, and to submit revised Statutes for the Privy Council's approval.

	<p>ACTION: The Secretary to Council would liaise with the President of the Students' Union outside of the Council meeting to resolve the discrepancy around broadening student membership related to Statute 12(E).</p> <p>(b) Proposed revisions to the University Ordinances</p> <p>The Council received proposed revisions to the University Ordinances (014b-C171018), introduced by the Secretary to Council, with key details and discussions as follows:</p> <ul style="list-style-type: none"> • Phase two of the Governing Instruments Review was to amend the University Ordinances to improve their clarity, transparency and flexibility. • The Trade Unions had been appropriately consulted on the proposed revisions to the Ordinances. • It was intended that there would be a transition period before the new set of Ordinances came fully into effect. • An inaccuracy was identified in Ordinance 10 – Students' Union, point (16), related to the audited accounts of the Students' Union. The accounts were not presented to 'duly convened Company meetings' and were instead received by the Board of Trustees. • The University's complaints procedure was in the process of being amended, which would also impact on Ordinance 10. The Secretary to Council was due to meet with the Chief Executive of the Students' Union to discuss this matter. <p>DECISION: The Council approved the revisions to the University Ordinances for the first time, subject to the amendments outlined above and consideration by the Senate at its meeting on 17 October 2018.</p>
015	<p>Results of the National Student Survey 2018</p> <p>The Council received and noted a report on the results of the National Student Survey (NSS) 2018 (015-C171018 {restricted}), alongside a presentation delivered by the Assistant Registrar (Monitoring & Review), with key details as follows:</p> <p>[Exempt information not included]</p>
Sub-Committee Reports	
016	<p>Report from the Audit & Risk Committee</p> <p>The Council received and noted the Key Issues and Assurance Report from the meeting of the Audit & Risk Committee (A&RC) which took place on 16 October 2018 (016-C171018 {restricted}, tabled paper), introduced by the Chair of the A&RC, with key details and discussions as follows:</p> <p>(a) New style of Council sub-committee reporting</p> <p>A new risk based style of sub-committee reporting was being introduced at the University, in the form of a Key Issue and Assurance report. Feedback from Council members was welcomed.</p> <p>(b) Functioning of A&RC</p> <p>The committee was entering an environment of change – the Chair of A&RC was due to step down in July 2019, a new Head of Internal Audit was in the process of being recruited and new External Auditors were also being appointed.</p> <p>The committee had requested a full review of its terms of reference, to ensure clarity of responsibilities.</p> <p>(c) Wellbeing</p> <p>A suicide-safer guidance report was discussed by A&RC. The committee was assured that plans were in place to support student and staff mental health. A Student Strategy, as a single document containing all support mechanisms for the student body, was awaited.</p> <p>Council members discussed that the University's mental health provision was extremely important in the context of staff and student wellbeing.</p> <p>ACTION: A discussion of the University's mental health provision would be scheduled at the Council, once the</p>

	<p>A&RC deep dive on health and wellbeing had taken place.</p> <p>(d) Health & Safety</p> <p>[Exempt information not included]</p>
017	<p>Report from the Finance & General Purposes Committee</p> <p>The Council received and noted the Key Issues and Assurance Report from the meeting of the FGPC which took place on 25 September 2018 (017-C171018 {restricted}), introduced by the Chair of the FGPC, with key details and discussions as follows:</p> <p>(a) New style of Council sub-committee reporting</p> <p>FGPC welcomed the new style of sub-committee reporting. It would be important for the Council to be kept abreast of the University's financial position. Each quarter-end, it was intended that a summary of the key financial figures would be appended to the commentary contained in the report FGPC submitted to the Council, with detailed financial information being made available online. For this meeting of the Council, a report on the University's financial position for quarter 4, 2017/18 had been made available online.</p> <p>ACTION: Each quarter-end, a summary of the key financial figures would be appended to the commentary contained in the report FGPC submitted to the Council, with detailed financial information being made available online.</p> <p>(b) Universities Superannuation Scheme (USS)</p> <p>The Joint Expert Panel (JEP), commissioned by UCU and Universities UK (UUK), had recently issued its report outlining how the scheme's 2017 valuation could potentially be re-evaluated. The report also suggested a modest increase in contribution rates. It was considered unlikely that the recommendations of the JEP would be accepted in full by the Trustees. It was therefore unclear how much rates would rise by, but the FGPC were assured that the University had made adequate provision for the JEP proposals, which it fully supported.</p> <p>In the meantime, the UUK had opened a consultation on the JEP report that the University was in the process of responding to. The consultation deadline of 30 October 2018, meant that the Council would not be able to consider the University's consultation response at its next meeting.</p> <p>DECISION: Members agreed that the Chair could approve, on behalf of the Council, the University's response to the UUK consultation on the JEP recommendations, outside of a Council meeting.</p> <p>[Exempt information not included]</p>
018	<p>Report from the Nominations Committee</p> <p>The Council received a report from the meeting of the Nominations Committee which took place on 16 October 2018 (018-C171018), introduced by the Chair, with key details and discussions as follows:</p> <p>(a) Proposed process for appointing a Vice-Chair of Council</p> <p>The report from the Nominations Committee outlined a proposed process for appointing a Vice-Chair of Council, noting that the current Vice-Chair was due to step down in July 2019.</p> <p>DECISION: The Council approved the proposed process for appointing a Vice-Chair of Council.</p> <p>(b) Extraordinary meeting of the Nominations Committee</p> <p>It was reported that an extraordinary meeting of the Nominations Committee would take place in November 2018, with a focus on independent Council membership.</p>
<i>Items below this line were received/and or approved without discussion</i>	
019	<p>Office for Students registration outcome</p> <p>The Council received and noted a report on the OfS registration outcome (019-C171018).</p>

020	<p>Warwick Students' Union annual election report 2017/18</p> <p>The Council received and noted Warwick Students' Union annual election report for 2017/18 (020-C171018).</p>
021	<p>Membership of the Council and joint Senate and Council committees</p> <p>The Council received a report on membership of the Council and joint Senate and Council committees (021-C171018).</p> <p>DECISION: The Council approved the membership of the Council and joint Senate and Council committees.</p>
022	<p>Council schedule of business and Council committees reporting schedule</p> <p>The Council received and noted the Council schedule of business and Council committees reporting schedule (022-C171018).</p>
023	<p>Proposed amendments to University Regulations</p> <p>The Council received proposed revisions to University Regulations (023-C171018).</p> <p>DECISION: The Council approved proposed revisions to University Regulations 10 and 41.</p>