

**UNIVERSITY OF WARWICK
COUNCIL**

OPEN MINUTES OF THE MEETINGS HELD ON 17:00, TUESDAY 20 NOVEMBER 2018, NATIONAL AUTOMOTIVE INNOVATION CENTRE AND 09:00 WEDNESDAY 21 NOVEMBER 2018, COUNCIL CHAMBER, SENATE HOUSE

Present	David Normington	DN	Chair
	Keith Bedell-Pearce	KBP	Treasurer and Chair of the Finance & General Purposes Committee
	Professor Dan Branch	DB	Academic member
	Dr Dave Britnell	DBri	Academic member (from item 030)
	Viki Cooke	VC	Vice-Chair and Chair of the Audit & Risk Committee
	Professor Stuart Croft	SC	Vice-Chancellor (except item 040)
	Professor Chris Ennew	CE	Provost (except item 040)
	Dr John Ferrie	JF	Independent member
	Catharine French	CF	Independent member
	Noel Gordon	NG	Independent member
	Professor Chris Hughes	CH	Pro-Vice-Chancellor (Education) (except item 040)
	Liam Jackson	LJ	President of the Students' Union
	Dr Deborah Keith	DK	Independent member
	Professor Andy Lockett	AL	Academic member (except item 040)
	Ben Newsham	BN	Democracy & Development Officer of the Students' Union
	Adrian Penfold	AP	Independent member
	Andrea Pulford	APu	Non-academic staff member
	Neil Sachdev	NS	Independent member
Professor Pam Thomas	PT	Pro-Vice-Chancellor (Research) (except item 040)	
Gail Tucker	GT	Independent member	
Attending	Baroness Catherine Ashton	CA	Chancellor (items 026 to 029)
	Professor Lord Kumar Bhattacharyya	KB	Chairman of WMG (items 026 to 029)
	Jane Coleman	JC	Director of Administration (WMG) (items 026 to 029)
	Rosie Drinkwater	RD	Group Finance Director (except item 040)
	Katharine Gray	KG	Senior Assistant Registrar (Teaching Quality)
	Dr Richard Hutchins	RH	Director of Strategy and Policy (items 026 to 035)
	Rupert Lawrie	RL	Commercial Director (except item 040)
	Chris Luck	CL	Head of Welcome and Student Internationalisation Manager (item 035)
	Gillian McGrattan	GM	Director of the People Group (items 040 and 041a)
	Dr Emma Melia	EM	Senior Assistant Registrar (Strategic Programme Delivery) (item 035)
	Professor David Mullins	DM	Professorial Fellow (WMG) (items 026 to 029)
	Emma Mundy	EMu	Head of Marketing Services (item 035)
	Lara McCarthy	LM	Assistant Secretary and Head of Governance Services
	Claire O'Leary	CO	Assistant Director (Student Experience) (item 035)
	Rachel Sandby-Thomas	RST	Registrar (except item 040)
	Richard Seager	RS	Development Manager (WMG) (items 026 to 029)
	Emma Tew	ET	Assistant Registrar (Governance)
	Sharon Tuersley	ST	Secretary to Council
	Professor Gwen Van der Velden	GV	Deputy Pro-Vice-Chancellor (Student Learning Experience) (item 035)
	Observing	Kelly Dixon	KD

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.

Tuesday 20 November 2018

Ref	Item
026	<p>Chair's Welcome and Introduction</p> <p>The Chair welcomed:</p> <ul style="list-style-type: none"> • Professor Lord Kumar Bhattacharyya, Chairman of Warwick Manufacturing Group (WMG), who was delivering a presentation to the Council. • Baroness Catherine Ashton, the Chancellor of the University. • Catharine French, new independent member of the Council.
027	<p>Apologies for Absence</p> <p>Anita Bhalla, Dr Dave Britnell, Professor Lesley Roberts, Professor Simon Swain.</p>
028	<p>Declarations of Interest</p> <p>No declarations of interest were reported.</p>
Strategic Topic	
029	<p>Presentation by Professor Lord Bhattacharyya on Regional Activities</p> <p>Professor Lord Kumar Bhattacharyya, Chairman of WMG, delivered a presentation, with key details as follows:</p> <ul style="list-style-type: none"> • WMG was founded by Professor Lord Bhattacharyya in 1980 and was recognised today as one of the largest industrial centres in the country, with a reputation for pioneering design and world class research, which had wide application and impact. • The history of WMG was outlined, from its role in reinvigorating automotive and aerospace engineering in the 1980s to the present decade, which had seen the establishment of major national research facilities such as the National Automotive Innovation Centre (NAIC), UK Battery Industrialisation Centre, and Midlands Future Mobility. • The scale and scope of WMG was discussed, with key facts as follows: <ul style="list-style-type: none"> - 700 staff were employed by WMG. <p>[Exempt information not included]</p> <ul style="list-style-type: none"> - WMG had strong relationships with over 1,000 companies and supported 2,200 Small and Medium-Sized Enterprises (SMEs). - WMG had 20 research groups across design, technology, materials, manufacturing and business. • A key ethos of WMG was its strong links to industry at an international level. WMG was the UK's largest inward investor and played a key role in the Industrial Strategy Challenge Fund, national trials and testbed programmes. WMG's international relationships in India and China were particularly strong. • WMG was committed to developing its students, with over 4,000 students in education programmes and 250 current doctoral students. There were also two WMG Academies in Coventry and Solihull, with the aim of encouraging young people to study science, technology, engineering and maths. 100% of academy students went in to work or apprenticeships after graduating in 2018. • The future aim of WMG was to become the world's largest industrial science centre. The next scheduled initiatives were the creation of the Degree Apprenticeship Centre in 2019 [Exempt information not included]. • Professor Lord Bhattacharyya commended the hard work of the Group Finance Director and the Treasurer.

Wednesday 21 November 2018

030	<p>Chair’s Welcome and Introduction</p> <p>The Chair welcomed Dr Dave Britnell, a new academic member of the Council.</p> <p>Warwick’s newest building, that would house the NAIC, had been named the Lord Bhattacharyya Building in recognition of the enormous contribution of Professor Lord Bhattacharyya to the University and the region. Part of University Road would also be renamed Lord Bhattacharyya Way. The Council congratulated Professor Lord Bhattacharyya.</p>
031	<p>Apologies for Absence</p> <p>Anita Bhalla, Professor Lesley Roberts, Professor Simon Swain.</p>
032	<p>Declarations of Interest</p> <p>No declarations of interest were reported.</p>
033	<p>Minutes of the Council Meeting held on 17 October 2018</p> <p>The minutes of the Council meeting held on 17 October 2018 (033-C211118 {restricted}) were approved, subject to an amendment raised by the Treasurer relating to how quarter-end financial information would be presented to the Council.</p> <p>ACTION: The minutes of the Council meeting held on 17 October 2018 to be amended in accordance with the comments of the Treasurer.</p>
034	<p>Matters Arising from the Council Meeting held on 17 October 2018</p> <p>There were no matters arising from the previous meeting that were not covered elsewhere on the agenda.</p>

Strategic Topic

035	<p>Warwick’s Education Strategy and Priorities</p> <p>The Council received and noted a report on the Education Strategy (035-C211118 {restricted}), alongside a presentation delivered by the Pro-Vice-Chancellor (Education) and colleagues (detailed in the attendance list above), with key details as follows:</p> <ul style="list-style-type: none"> • Performance in education metrics such as entry tariff; degree outcomes; student-staff ratio; expenditure; internationalisation; and student satisfaction was critical and determined performance in the Teaching Excellence Framework (TEF) and rankings in domestic and international league tables. • The Higher Education (HE) sector was undergoing a period of unprecedented transformation. The Education Strategy was designed to address the challenges associated to this, with key priorities being student and community engagement, and implementing a TEF strategy. • The University was moving away from traditional service delivery of education. Warwick’s ethos was to encourage students to co-own their education in partnership with the University, creating an atmosphere of collaboration and helping students to develop employability skills. • Reliance on surveys as a means of eliciting student feedback was being reduced. The University had adopted various digital channels, consistent in look and feel, to communicate with students. A key feature was MyWarwick, a dedicated hub on the University website for current students. • A further innovation was the MyWarwick app, which was a customisable and interactive digital platform for students that included information on coursework, events, timetable etc. The app had been very well-received by students and 99.7% of new undergraduates in 2018/19 had downloaded it. • Welcome Week was introduced for the first time in 2018/19 with the core objectives of student community building and meeting wellbeing needs. Welcome Week was a distinctive offering, unlike traditional freshers’ week models, consisting of more than 1,100 events. Feedback from students had been extremely positive.
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	<ul style="list-style-type: none"> • Additionally, the Warwick Intercultural Sensitivity Programme had been introduced, in the context of internationalisation, a key pillar of the University Strategy. The programme utilised a blended learning model of workshops and online modules to encourage students to celebrate cultural diversity. • There were two strands of activity ongoing at the University to prepare for the subject-level TEF: operational preparations and strategic, transformational initiatives. A key development was the implementation of TEF scorecards, which assessed and monitored performance of TEF metrics at a departmental-level across the University. <p>In response to the presentation, the following points were raised during a discussion amongst members:</p> <ul style="list-style-type: none"> • It was expected that the subject-level TEF would be implemented from the academic year 2019/20 onwards, following a second phase pilot exercise and a statutory independent review of the TEF. It had not yet been announced how the subject-level TEF would impact on the overall exercise. • Timeframes for implementing education initiatives were discussed, noting that there was great variation between projects. For instance, the MyWarwick app had been produced in a quick timeframe (4 – 6 weeks), whereas the review of assessment had taken much longer due to the cyclical nature of the related processes and the requirement to undertake a full consultation. • It was questioned whether the app could be used to identify students who were at risk of dropping out. The app was not currently configured to provide this information, however, the University was undertaking a programme of work on continuation including the potential use of learner analytics. It was noted that ethical considerations related to student privacy would need to be taken into account. • It was acknowledged that improving levels of service to students could impact on the workloads of staff. The University was exploring how to maximise efficiency by reviewing its processes and making use of technological solutions. • Members thought that the TEF scorecard was a useful development. It was reported that departments had reacted positively to the project as it had provided an opportunity for an open dialogue and greater understanding of the student experience. • It was discussed that the University was placing focus on employability, through placement programmes, degree apprenticeships and work with professional accreditation bodies. It was noted that Warwick students performed excellently once leaving University as evidenced by the Longitudinal Education Outcomes (LEO) data. • It was concluded that the Education Strategy was revolutionising Warwick’s education provision. <p>DECISION: The Council’s discussion on Warwick’s education provision confirmed the approval of the Education Strategy.</p>
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Substantive Items	
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036	<p>Chair’s Business</p> <p>The Council received a verbal report from the Chair on the following items of business:</p> <p>(a) Council Away Day</p> <p>The next Council Away Day would be held from 11:00 on Tuesday 5 February 2019 at the Lord Leycester Hospital, a historical venue in Warwick.</p> <p>(b) Committee Appointments</p> <p>The Council was invited to approve various committee appointments, on the recommendation of the Nominations Committee (detailed in DECISIONS below).</p>
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	<p>It was reported that Dr Dave Britnell, Senior Tutor in the Faculty of Social Sciences and the School of Engineering, had been elected as an academic member of the Senate to serve on Council. Dr Britnell’s initial term of office would commence with immediate effect and cease on 31 July 2019.</p> <p>DECISIONS:</p> <ol style="list-style-type: none"> (1) The Council approved the appointment of Viki Cooke and Anita Bhalla to the Fundraising Ethics Committee, with immediate effect. (2) The Council approved the appointment of Marina Antoniou, a Warwick alumna and Head of Audit at Citi, as an independent member of the Audit & Risk Committee (A&RC), with immediate effect. (3) The Council approved the appointment of James Furse, Operations Director at The Prince of Wales Charitable Foundation, as an independent member of the Remuneration Committee, with immediate effect. It was reported that James Furse had extensive expertise in senior remuneration within the financial sector.
037	<p>Vice-Chancellor’s Business</p> <p>The Council received and noted a report on topical items of business (037-C211118 {restricted}), alongside a verbal report by the Vice-Chancellor on the following items of business:</p> <p>(a) Terms of Office for Pro-Vice-Chancellors</p> <p>Under University Ordinance 3, Pro-Vice-Chancellors could have their period of tenure extended beyond five years to a maximum of seven years in a consecutive period. It was proposed to extend Professor Simon Swain’s term of office, which expired in March 2019, to July 2019. It was also proposed to extend Professor Pam Thomas’ term of office, which ceased in November 2019, to December 2021 in order to provide continuity to the next Research Excellence Framework (REF).</p> <p>DECISION: The Council approved the extension of the terms of office for Professor Simon Swain and Professor Pam Thomas to July 2019 and December 2021 respectively.</p> <p>(b) Smart City Mobility Centre</p> <p>Significant investment plans to create a new Smart City Mobility Centre at Wellesbourne to further develop electric vehicle platforms and integrated driverless capability technology had recently been announced, alongside a 5G communications network to be established on the main University campus. The centre would bring together Government support for WMG and Jaguar Land Rover’s leading research and engineering capabilities.</p>
038	<p>Strategic Workplan</p> <p>The Vice-Chancellor presented the Strategic Workplan (038-C211118), with key details as follows:</p> <ul style="list-style-type: none"> • A full discussion on the workplan had taken place at the strategic session of the Council held on 16 October 2018. • Subsequently the workplan had been reconfigured into a new format to highlight the progress against each deliverable. • Relevant Key Performance Indicators (KPIs) would be discussed at the Council Away Day in February 2019, with a report on progress against these KPIs being produced on an annual basis.
039	<p>League Table Positioning</p> <p>The Council received and noted a report on league table positioning (039-C211118 {restricted}), alongside a presentation delivered by the Provost, with key details as follows:</p> <ul style="list-style-type: none"> • In 2018, the University had risen in three key global league tables: QS World Rankings, Times Higher Education (THE) Global Rankings and Academic Rankings of World Universities. This achievement was predominately driven by an increase in research citations. • Warwick had also performed well in the recent THE subject rankings, improving its position in Clinical Health.

	[Exempt information not included]
NOTE: The Vice-Chancellor, Provost, Pro-Vice-Chancellors, Registrar, Group Finance Director, Dean of WBS and Commercial Director were asked to leave the room for item 040.	
040	<p>Annual Report of the Remuneration Committee 2017/18</p> <p>The Chair and the Director of the People Group presented the annual report of the Remuneration Committee (040-C211118 {restricted}), with key details as follows:</p> <p>[Exempt information not included]</p>
041	<p>Returns to the Office for Students:</p> <p>(a) Annual Report on the Implementation of the Prevent Duty</p> <p>The Director of the People Group presented the annual report on the implementation of the Prevent Duty (041a-C211118 {restricted}), with key details as follows:</p> <ul style="list-style-type: none"> • The OfS had introduced a new risk and outcome based approach to regulation of the Prevent duty. • Additional information on student wellbeing had been requested by the OfS. <p>[Exempt information not included]</p> <ul style="list-style-type: none"> • It was reported that Gillian McGrattan was departing from Warwick to take up a new role at the University of Birmingham. The Council extended its thanks to Gillian. <p>DECISION: The Council approved the Prevent annual accountability statement and the accompanying data return for submission to the OfS.</p> <p>(b) Report on the Assurance of Quality and Standards 2017/18</p> <p>The Council received the report on the assurance of quality and standards (041b-C211118 {restricted}).</p> <p>DECISION: The Council approved that the University submit an assurance statement in relation to quality and standards to the OfS.</p> <p>(c) Annual Assurance Return</p> <p>The Council received the annual assurance return (041c-C211118).</p> <p>DECISION: The Council approved the annual assurance return for submission to the OfS.</p>
042	<p>Proposed Revisions to the University Charter and Statutes</p> <p>The Secretary to Council presented proposed revisions to the University Charter and Statutes (042-C211118).</p> <p>Following the Council's initial consideration of the revisions to the Charter and Statutes on 17 October 2018 (minute 014/18-19 refers), the Senate had requested minor amendments which had been incorporated into the final iteration. Subject to Council approval, the next steps were for a formal application to be submitted to the Privy Council in February 2019.</p> <p>DECISIONS:</p> <ol style="list-style-type: none"> (1) The Council approved that the Charter be amended as shown in 042-C211118, 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 042-C211118, 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.

043	<p>Council Effectiveness Review</p> <p>The Council received and noted a report on the most recent Council Effectiveness Review (CER) (043-C211118).</p>
Sub-Committee Reports	
044	<p>Constitution of the University Executive Board</p> <p>The Council received a report on the constitution of the University Executive Board (UEB) (044-C211118).</p> <p>DECISION: The Council approved the proposal to formally constitute the University Executive Board.</p>
045	<p>Report from the Senate</p> <p>The Council received and noted the Key Issues and Assurance Report from the meeting of the Senate, which took place on 17 October 2018 (045-C211118 {restricted}).</p>
046	<p>Report from the Audit & Risk Committee</p> <p>The Chair of the A&RC presented a report from the meetings of the A&RC which took place on 16 October 2018 and 20 November 2018 (046-C211118 {restricted}) on the following items of business:</p> <p>(a) Health & Safety Management</p> <p>[Exempt information not included]</p> <p>(b) Data Protection & Privacy Group</p> <p>The Data Protection & Privacy Group (DPPG) had provided a report to the Committee highlighting a steady uptake of GDPR training across the University. The DPPG was scheduled to meet shortly in advance of each A&RC and would provide regular reports to the Committee.</p> <p>(c) Returns to the Office for Students</p> <p>The A&RC had considered various elements of the annual accountability return prior to consideration by the Council and onward submission to the OfS. The Committee recommended that the Council approve the annual report of the Audit & Risk Committee 2017/18 for submission to the OfS.</p> <p>[Exempt information not included]</p> <p>DECISION: The Council approved the annual report of the Audit & Risk Committee 2017/18 for submission to the OfS.</p> <p>(d) Internal Audit Terms of Reference</p> <p>The Internal Audit Terms of Reference were required to be reviewed and approved periodically by the Council. The Committee recommended that the Council approve the proposed Terms of Reference.</p> <p>DECISION: The Council approved the Internal Audit Terms of Reference.</p> <p>(e) External Audit Tender Appointment</p> <p>The A&RC had commenced a two-stage tender exercise to appoint External Auditors in relation to statutory audit and certification of the University's annual Financial Statements (Lot 1) and audit and certification of grant funding (Lot 2). Following a competitive process the Committee recommended to the Council the reappointment of KPMG in relation to Lot 1 and the appointment of BDO in relation to Lot 2.</p> <p>DECISIONS:</p> <ol style="list-style-type: none"> (1) The Council approved the appointment of KPMG as the University's External Auditors, related to statutory audit and certification of the University's annual accounts. (2) The Council approved the appointment of BDO as the University's External Auditors, related to audit and certification of grant funding.

047	<p>Report from the Finance & General Purposes Committee</p> <p>The Chair of the FGPC and the Group Finance Director presented a report from the meeting of the FGPC, which took place on 6 November 2018 (047-C211118 {restricted}) on the following items of business:</p> <p>[Exempt information not included]</p> <p>DECISION: The Council approved the University Financial Statements 2017/18, the associated financial commentary, and the Letter of Representation.</p>
048	<p>Report from the University Estate Committee</p> <p>The Chair of the University Estate Committee (UEC) presented a report from the meeting of the UEC which took place on 8 November 2018 (048-C211118 {restricted}), with key details as follows:</p> <ul style="list-style-type: none"> • The Committee had welcomed its new independent member, Yewande Akinola, a Design Engineer. <p>[Exempt information not included]</p> <ul style="list-style-type: none"> • A cross-departmental working group was progressing work related to off-campus student housing, which had been informed by a recent observational visit to Leamington Spa.
049	<p>Report from the Equality & Diversity Committee</p> <p>The Provost presented a verbal report on the meeting of the Equality & Diversity Committee (EDC), which took place on 12 November 2018, with key details as follows:</p> <ul style="list-style-type: none"> • The EDC was reviewing its terms of reference to ensure that the Committee was able to operate sufficiently proactively and to integrate the work being undertaken by the newly appointed Director of Social Inclusion. • Former Council member, Dr Neil Bentley, had joined the EDC as an external member. • The Committee had established a new Disability Steering Group to progress the Business Disability Forum Charter Mark and to enhance the University’s provision for disabled staff, students and visitors. • On behalf of the EDC, the Provost, SU and the Institute for Advanced Teaching and Learning (IATL) had been exploring how to expand the bystander intervention training that was being piloted in the SU. • Warwick’s Athena Swan resubmission had been successful and the University had retained its silver award. • The Gender Pay Action Group had been established and was due to meet by the end of 2018. • Progress against the University’s equality objectives was being reviewed via the equality monitoring report and the workforce profile report. The workforce profile report would be circulated to the Council upon completion. • Members discussed that it would be useful to have a substantive discussion on Equality & Diversity at a Council meeting in 2018/19, recurring on an annual basis. <p>ACTIONS:</p> <ol style="list-style-type: none"> (1) The workforce profile report to be circulated to the Council upon completion. (2) Substantive discussion on Equality & Diversity to be held at a Council meeting in 2018/19, recurring on an annual basis.
<i>Items below this line were received/and or approved without discussion</i>	
050	<p>Report from the Research Governance & Ethics Committee</p> <p>The Council received a report from the meeting of the Research Governance & Ethics Committee (RGEC) which took place on 10 October 2018 (050-C211118).</p> <p>DECISION: The Council approved the appointment of Dr Anne-Marie Slowther as an ex-officio member of the RG&EC.</p>

051	<p>Annual Report of the Honorary Degrees Committee</p> <p>The Council received the annual report of the Honorary Degrees Committee (HDC) (051-C211118 {restricted}).</p> <p>DECISIONS:</p> <p>(1) The Council approved the process for the revocation of honorary degrees.</p> <p>(2) The Council confirmed proposed amendments to University Regulation 20.</p>
052	<p>Modern Slavery Act Annual Statement</p> <p>The Council received the Modern Slavery Act annual statement (052-C211118).</p> <p>DECISIONS:</p> <p>(1) The Council approved the annual statement on Modern Slavery for 2017/18.</p> <p>(2) The Council approved that the statement be made available for public access, as required by the Modern Slavery Act.</p>
053	<p>Register of Member's Interests</p> <p>The Council received and noted the Register of Interests of members of the University Council for 2018/19 (053-C211118).</p>
054	<p>Amendments to University Ordinances</p> <p>The Council received proposed amendments to University Ordinances (054-C211118).</p> <p>DECISIONS:</p> <p>(1) The Council approved, for the second time, proposed amendments to University Ordinances 7 and 9.</p> <p>(2) The Council approved, for the first time, proposed amendments to University Ordinance 13.</p>
055	<p>Amendments to University Regulations</p> <p>The Council received proposed revisions to University Regulations (055-C211118).</p> <p>DECISION: The Council confirmed proposed revisions to University Regulation 41.</p>
<i>Minutes related to reserved items of business are recorded separately.</i>	
Other	
058	<p>Any Other Business</p> <p>There were no matters of any other business.</p>
059	<p>Dates of Next Meeting:</p> <ul style="list-style-type: none"> • 11:00, Tuesday 5 February 2019 (Away Day) • 09:00, Wednesday 6 February 2019