



COUNCIL

Minutes of the Meeting held on 18 March 2025

Present: Sir Keith O'Nions (Chair), Dr Pearl Agyakwa, Andrew Armstrong, Vicky Bailey, Michelle Haslem, Professor Sam Kingman, Sonya Leydecker, Nicola Maina, Piyali Mitra, Anthony Murphy, Professor Jane Norman, Stephen Odell, Professor Thomas Sotiriou, Giles Willits, Scarlett Zhang

Apologies: Nora Senior, Rakesh Sharma and Joanne Lymn

In attendance: Jason Carter (Secretary, Director of Governance and Assurance), Matt Atkinson (Interim Chief Financial Officer), Richard Evely (Interim Chief Operating Officer, for minutes 4282 to 4294), Rowena Hall (Associate Director of Governance), Joe O'Neill (Governance Manager), Professor Sube Banerjee (Faculty Pro-Vice Chancellor, Medicine and Health Sciences, for minute 4299), Peter Buckley (Associate Director, Pay and Reward, for minute 4298), Professor Jonathan Garibaldi (Provost UNNC, for minute 4300), Jonathan Grainger (Director of Health and Safety, for minute 4288), Gary Moss (Director of Estates and Facilities, for minute 4288 and 4299), Angela MacDonald (Associate Director, Risk and Assurance, for minutes 4291 and 4292), Helen McNamara (Interim Deputy Director of Human Resources, for minutes 4295 and 4298), Moira Petrie (Director of Projects and Change, for minute 4290), Jason Phoenix (Programme Director, for minute 4289), Professor Claire Stewart (Dean of School of Medicine, for minute 4299)

4282 Welcome and Apologies

- .1 The Chair welcomed members to the meeting. The Secretary confirmed the meeting was quorate.
- .2 Apologies were NOTED from Nora Senior, Rakesh Sharma and Joanne Lymn.
- .3 A welcome was extended to the Vice-Chancellor who was attending her first meeting since her formal appointment to the role and to the Director of Governance and Assurance who was acting as interim Secretary to Council.

4283 Declarations of Conflicts of Interest

There were no declarations of conflicts of interest.

4284 Minutes of the Meeting Held on 19 November 2024 and Action Log

The minutes of the meeting held 19 November 2024 (paper C/25/02) were APPROVED as an accurate record. The action log was NOTED.

4285 Matters Arising from the Minutes of the Previous Meeting

- .1 It was REPORTED that in future minutes would be approved by circulation to support more timely publication and reporting to other bodies.
- .2 It was NOTED that an outline business case relating to the Medical School building would be presented to the June 2025 meeting of Council with a full business case towards the end of 2026. It was AGREED that the timeline would be reviewed to investigate the possibility of the full business case being presented at an earlier opportunity.
- .3 It was NOTED that an update on Project Falcon would be presented for discussion in the coming months once further options had been explored.

ACTION		Owner	Due
.4	Timeline for presentation of full business case to be reviewed and earlier dates to be explored	Secretary FPVC MHS	June 2025

4286 Chair's Business

- .1 It was REPORTED that, following a recruitment exercise and interviews, Nominations Committee was recommending to Council the approval of Bicky Bhangu and Helen Miles as External Members. Their details would be circulated to Council and approval would be sought electronically. Further interviews would be held for the final vacancy in due course.
- .2 Council NOTED and APPROVED the recommendation from Nominations Committee that Stephen Odell be appointed to fill a vacancy on Nominations Committee.
- .3 The Chair informed Council that a long-running whistleblowing case had now been closed. A final report had been received from the King's Counsel (KC) appointed to investigate the case and found that no further action was required. The KC had made some recommendations relating to procedures that had been shared with the Vice-Chancellor and relevant Faculty Pro-Vice Chancellor.

4287 Vice-Chancellor's Report

- .1 Council RECEIVED an update from the Vice-Chancellor (paper C/25/17).
- .2 It was REPORTED that the House of Commons Education Select Committee would be conducting a review of Higher Education.
- .3 Concerns were raised about the implementation of UniCore and in particular the accuracy of financial data. The system was newly in place and implementation was in its early stages however it represented a step forward in terms of creating a central point of information versus older systems.

4288 Health and Safety Dashboard

- .1 Council RECEIVED and NOTED a Health and Safety update (paper C/25/09).
- .2 Members were given an overview of the new reporting dashboard that would be utilised to give a clearer view of activities, measures, ownership and reporting relating to health and safety risk. Health and Safety Committee had agreed to

include workplace stress management as a risk in future iterations of the dashboard.

- .3 Council would receive reports at six-monthly intervals, whilst Health and Safety Committee and Estates and Infrastructure Committee would ensure plans were in place to move risk ratings from 'amber' or 'red' to 'green'. It was AGREED future reports would include further information and assurance around the processes behind data collection and inclusion in the dashboard.
- .4 Investigations into a recent road fatality on the University Park campus were ongoing and an inquest would follow but there were no reportable health and safety implications or legal liabilities for the University at this stage. Council was reassured that reviews of all serious incidents were carried out and practice updated where appropriate as a result.
- .5 Questions were raised around the reporting of collective grievances relating to Health and Safety. It was CONFIRMED that these were dealt with under the grievance procedure administered by Human Resources and Council would be informed where appropriate following their completion.
- .6 Council ENDORSED the Health and Safety Dashboard as a means of providing assurance on compliance and progress to Council every six months and AGREED the reporting schedule of October and April each year.

4289 Future Nottingham Update

- .1 Council RECEIVED and NOTED an update on Future Nottingham from the Interim Deputy Vice-Chancellor and the Programme Director, Future Nottingham (paper C/25/21).
- .2 The timeline for the draft Phase One Draft Business Case was outlined, with it being released to Council and Finance Committee on 4 April 2025 ahead of a joint meeting on 8 April. A consultation would then be carried out before the full business case was finalised in July.
- .2 The following points were NOTED:
 - .1 Members highlighted a need for an underlying strategy and its associated actions to be articulated, with an emphasis on acting quickly but not hastily.
 - .2 The view was expressed that there may still be discussion and dialogue with stakeholders that had not yet taken place;
 - .3 Challenges around financial resilience and other risks beyond the University's immediate control such as international student recruitment were explored. Whilst the landscape would remain challenging, ultimately by Phase Three of Future Nottingham, financial resilience had to be achieved or the programme would not have achieved its aims;
 - .4 Council sought assurance on several points relating to consultation and that due consideration would be given to gaps that may arise in skills as a result of staff reductions. Council was keen that the University remained alert to the issues of rehiring to fill gaps after redundancies were made in the light of previous history in the sector.

4290 Castle Meadow Campus Report

- .1 Council RECEIVED an update on Castle Meadow Campus from the Interim Deputy Vice-Chancellor (paper C/25/12).
- .2 An overview of the recommendations made to UEB was given, including retention of parts of the campus for University use, the use and lease of the remainder of the space, and the potential to sell leased buildings in the future.
- .3 Council was content with the direction of travel but DISCUSSED the need for a clearer outline of the governance route for next steps and for details of all other options to assess them against the preferred option. It was AGREED this would come to a future meeting.

ACTION		Owner	Due
.4	A paper outlining the governance of next steps and to review all other options would come to a future meeting	Director of Projects and Change Deputy Vice-Chancellor	June 2025

4291 University Strategic Risk Management

- .1 Council RECEIVED a risk update from the Interim Deputy Vice-Chancellor and Associate Director of Risk and Assurance (paper C/25/04).
- .2 An overview of progress around engagement with and understanding of risk across the University was given and highlighted workshops and deep dives with Planning and Resources Committee and Audit and Risk Committee. The University had been able to remove some risks from its risk register due to improved processes and management as an organisation.
- .3 Council NOTED cybersecurity remained a 'red' rated risk. Assurance was provided that whilst this risk was persistent and unavoidable for an organisation of its size and type, the University was following all relevant advice and guidance and had in place appropriate mitigations, with regular simulations and recovery planning taking place. Colleagues were also working with partners who had been affected by attacks and outages to gather lessons learnt.
- .4 It was AGREED that a future agenda item on risk appetite would be beneficial.

ACTION		Owner	Due
.5	Paper on risk appetite to be added to be brought to a future meeting	Secretary Deputy Vice-Chancellor AD, Risk and Assurance	June 2025

4292 RESERVED

4293 Financial Update

- .1 Council RECEIVED and NOTED an update from the Interim Chief Financial Officer (C/25/20).
- .2 An overview of the challenges facing the University was given, and short-to-medium term priorities outlined. The importance of ensuring that the flow of information to the University community was completed in a timely and consistent manner was highlighted.
- .3 A request to share the Medium-Term Financial Plan (MTFP) from the November 2024 Council with Senate was raised. Members DISCUSSED the importance of addressing any issues of trust between Council and the wider University. It was NOTED that the MTFP was now out of date, and the governance process to create an updated one would lead to delays in its sharing. It was AGREED that a format for sharing up-to-date, contextual information relating to financial planning would be explored.
- .4 Council NOTED the importance of controlling expenditure and the required organisational behaviour and culture change required to support that.
- .5 Student Members raised concerns that the suggestions for cash preservation and generation included potential for the sale and re-lease of accommodation, NOTING that this would potentially increase costs for students.

4294 Trusted Research

- .1 Council RECEIVED and NOTED an update from the Director of Research Operations (paper C/25/18).
- .2 An overview of the continued development of the Trusted Research service was given, as well a proposed expansion into Research Security. Council NOTED that this was area where the University is seen as a beacon of good practice and was an area of increased scrutiny.

4295 Equality, Diversity and Inclusion (EDI) Annual Report 2023/24

- .1 Council RECEIVED and NOTED a report from the Interim Deputy Director, Human Resources (HR) (paper C/25/03).
- .2 Council DISCUSSED strategic ownership of EDI following the removal of a thematic Pro-Vice Chancellor role with responsibility for EDI:
 - .1 The role of the Chief People Officer and their future ownership of EDI deliverables was outlined, providing a central focal point and individual owner within HR. As this was a new role, it was explained that it would require some time for the changes to become embedded.
 - .2 Members raised the potential conflict between the role of HR and supporting EDI in cases where there was a tension between the two. There were also concerns that the non-HR roles relating to EDI in the University, including around the curriculum and attainment gaps, would not be sufficiently covered

as it had been. It was confirmed that these would be covered by the PVC Education and Student Experience;

- .3 It was suggested that staff EDI networks could be supported by a senior champion.

4296 Council Effectiveness Review

- .1 Council RECEIVED and NOTED the final version of the Council Effectiveness Review prepared by AdvanceHE and presented by the Vice-Chair of Council (C/25/15).
- .2 Council was invited to review the recommendations and consider top priorities for activity. Members DISCUSSED the following:
 - .1 The induction was deemed to have worked well in previous years but might be reviewed to be more modular, with a core induction and then a more gradual as-needed set of sessions. Particular thought should be given to supporting Students' Union members;
 - .2 Ensuring that sessions on student voice and student experience were built into the set points within the forward schedule would provide an opportunity for students to contribute and for Council to get a more rounded picture of that aspect of University life;
 - .3 Greater tracking of decision-making and governance processes provided with papers would be welcomed, as would thought to how Twilight Sessions were reflected within the formal governance of Council;
 - .4 The suggestion in the Effectiveness Review for key performance indicators (KPIs) within a performance framework would be a positive step forward;
 - .5 Ensuring transparency and trust with other bodies such as Senate was highlighted, as was the need for Senate to more effectively fulfil its role in matters of academic and quality assurance.
- .3 It was AGREED a list of top priorities amongst the recommendations would be compiled for further consideration by Council.

ACTION		Owner	Due
.4	Top priorities from the Effectiveness Review would be compiled for the further consideration of Council.	Secretary	June 2025

4297 University Statutes

- .1 Council RECEIVED a paper from the Director of Governance and Assurance (C/25/19).
- .2 Changes to the Statutes would require Privy Council approval following any decision of Council. In particular Members' attention was drawn to changes to Statute Section 4, where 'the Registrar' was amended to read 'Secretary to Council' defining that role as a member of the University's senior leadership team, and adding a formal appraisal mechanism involving the Chair of Council.

- .3 Concerns were raised as to the independence of the Secretary were they not directly appointed by Council. It was CONFIRMED that recruitment and line management of the Registrar had always been the responsibility of the Vice-Chancellor. Under the new Statute Section 4, the Chair of Council would have greater responsibility for recruitment and appraisal of the Secretary.
- .4 An amendment to the wording of Statute Section 4 was proposed for clarity, removing reference to 'senior leadership team' and instead reading: '*The Council shall appoint an individual from within the University Executive who will perform the role of Secretary to Council. The Chair of Council shall be a formal part of the annual appraisal of the Secretary to Council.*'
- .5 Council AGREED the proposed amendment in minute 4297.4 and AGREED that the proposed changes should be submitted to the Privy Council for approval with one Member voting against the proposals.

4298 RESERVED

4299 Undergraduate Medicine Course Redesign

- .1 Council RECEIVED a paper from the Faculty Pro-Vice Chancellor, Medicine and Health Sciences (C/25/10).
- .2 An overview of the proposal was given including existing challenges relating to poor National Student Survey (NSS) performance, inadequate infrastructure and opportunities for growth and creating excellence. It would be important to begin to deliver achieve NSS improvements ahead of the delivery of the new curriculum, therefore work had already begun with staff on professional development.
- .3 Members queried whether any loss of space had been felt by the Schools of Psychology and Pharmacy who had previously occupied C Floor of the building that was being proposed for refurbishment. It was clarified that they had been given alternative space and Estates colleagues were working with them to plan for future growth. Without the course redesign and investment from the proposal, issues with the roof would be resolved but C Floor would not be refurbished and reoccupied.
- .4 Council APPROVED the capital and revenue expenditure related to the supporting infrastructure and non-pay costs associated with the business case.

4300 University of Nottingham Ningbo China (UNNC) Report

- .1 Council RECEIVED the paper (C/25/13) and NOTED the following key points:
 - .1 UNNC maintained a balanced budget and cash reserves enabling it to invest in research and other initiatives;
 - .2 Student numbers remained strong and were recovering to post-Covid levels. A large number of students were going on to study at Masters level at Top 100 Institutions. New marketing strategies were being put in place to attract postgraduate students;
 - .3 ESE and Research and Knowledge Exchange KPIs were showing strong performance;

4301 Audit and Risk Committee Report to Council

- .1 Council RECEIVED and NOTED the report of the 21 January 2025 meeting of Audit and Risk Committee (paper C/25/16).
- .2 The Chair of Audit and Risk Committee NOTED that an internal audit had been carried out on the processes for course closures and found it to be ineffective and a rapid improvement event was planned to review this.

4302 Finance Committee Minutes to Council

Council RECEIVED and NOTED a report on the 25 February 2025 meeting of Finance Committee (paper C/25/22).

4303 Senate Report

Council RECEIVED and NOTED an oral update on the 6 March 2025 meeting of Senate and a summary of the business discussed from the Registrar. It was REPORTED that the minutes had not been approved. There had been lengthy discussions on Statute IV and on concerns related to changes to the ownership of the EDI portfolio within the Executive.

4304 Nominations Committee Report to Council

Council RECEIVED and NOTED an oral update on the 18 March 2025 meeting of Nominations Committee from the Chair.

4305 Remuneration Committee Minutes to Council

Council RECEIVED and NOTED a report on the 21 October 2024 meeting of Remuneration Committee (paper C/25/07).

4306 Council Forward Plan

Council RECEIVED and NOTED the Forward Plan (paper C/25/14).

4307 Any Other Business

- . 1 Due to insufficient meeting time, the following papers were deferred:
 - .1 Partnership Due Diligence Framework (paper C/25/06);
 - .2 Faculty of Arts Report (paper C/25/08).