

**Minutes of the Open Council meeting held on Wednesday 20 March  
2024 from 3:00pm to 6:00pm at Woburn Hall, Woburn House, 20  
Tavistock Square, London, WC1H 9HQ**

**MEMBERS:**

Aaron Porter	Independent Council Member (Deputy Chair)
Monika Barnes	Independent Council Member (via teams)
Professor Susan Dilly	Independent Council Member
Fiona McLaren	Independent Council Member
Ben Morton-Wright	Independent Council Member
Pam Raynor	Independent Council Member
Philip Stoltzfus	Independent Council Member
Professor Kiran Grewal	Elected Council Member (via teams)
Professor Michael Guggenheim	Elected Council Member
Kelly Mills	Elected Council Member
Professor Richard Noble	Elected Council Member
Dr Jamie Ward	Elected Council Member
Victoria Chwa	Ex-officio Council Member
Professor Frances Corner	Ex-officio Council Member
Professor David Oswell	Ex-officio Council Member
Professor Ernest Caldwell	Ex-officio Council Member

**ATTENDEES:**

Matt Brooks	Secretary to Council / Director of Governance and Legal Services / Registrar and Secretary
Imran Chughtai	Chief Financial Officer / Interim Chief Operating Officer
Professor Matthew Cragoe	Interim Head of School - Professional Studies, Science and Technology
Professor Adam Dinham	Head of School - Culture and Society (via Microsoft teams)
Dr Stephen Graham	Head of School – Arts and Humanities
Vivienne Hurley	Director of Research Innovation and Knowledge Exchange
Gary Sprules	Director of Strategic Planning and Projects

**In Attendance:**

Sarah Martyn	Head of Secretariat
Nellie Raymond-Willis	Executive Assistant to the Chair of Council

**Apologies:**

Dinah Caine	Independent Council Member (Chair of Council)
Irene Adeyinka	Independent Council Member
Dr Ronke Akerele	Independent Council Member
Andrew Laurence	Independent Council Member
Dr Clare McConnell	Independent Council Member

**Open Session****11.0 Identification of Items for Discussion**

11.1. There were no additional items identified for discussion.

**12.0 Chairs Actions**

12.1. There were no Chair's actions to be reported.

**13.0 Open minutes of the Meeting held on 28 November 2023 (Paper L)**

13.1. Council approved the minutes of the open meeting held on 28 November 2023 as a correct record.

**14.0 Matters Arising**

14.1. There were no matters arising.

**15.0 Open Action Tracker (Paper M)**

15.1. Council noted that all actions were in progress.

15.2. Council noted the action tracker.

**Controls and Assurance****16.0 Committee Impact Reports****16.1. Nominations and Governance Committee (Paper N)**

16.1.1. The Nominations and Governance Committee had begun its search for new members of Council with financial and audit experience and an interview panel had seen four candidates, with one further interview to be arranged.

16.1.2. With regard to staff members of committees, because of changes in the faculty and school structures, the Nominations and Governance Committee had agreed to recommend to Council for approval, that all committee members should have their terms extended, even if they had already served two years. The elections would be held after the new structure had been implemented.

16.1.3. The committee had been presented with a number of different options in which the Charter could be re-written and taken out of the oversight of the Privy Council, and it had taken a good deal of conversation to agree a consensus. This would be brought back to Council in due course.

16.1.4. A governance review would be undertaken with a view to improving effective engagement between Council and stakeholders, the effectiveness of the committees, and a review of academic governance in line with the re-organisation of academic services.

16.1.5. Finally, there would be a production of a Scheme of Delegation showing not only decision making, but about what activity would take place at all levels across departments and would make responsibilities of roles much clearer.

16.1.6. Council approved that all committee members should have their terms of office extended, even if they had already served two years.

**16.2. External Relations Committee (Paper O)**

16.2.1. Council noted the External Relations Committee Impact Report.

**16.3. People Organisational Development and Equalities Committee**

16.3.1. This report was deferred to the next meeting.

**17.0 Honorary Degrees and Fellowship Nominations (Paper P)**

17.1.1. Council approved the following honorary degree and fellowship nominations on the recommendation of the Honorary Degree and Fellowship Committee:

- Owuo Michael Kwadjo Omari aka Stormzy
- Dawn Walton OBE
- Evie Wyld

**18.0 Appointment of External Auditors (Paper Q)**

18.1. Council noted that audit firms with experience in higher education had not bid for the contract, but this was not considered to be an issue.

18.2. Council approved the appointment of the external auditors as Crowe for the year ending 31 July 2024 and the following four years (with the potential to extend for one more year) on the recommendation of the Audit and Risk Committee.

**19.0 Any Other Business**

19.1. The President of the Students' Union advised that one of the union sabbatical officers' family was in Gaza and were hearing reports of the situation there, and a fundraiser had been opened and Council members were encouraged to donate.

19.2. The current team at the Students' Union would be stepping down at the end of June, and they were thanked for their contributions to business over the year. A new team had been elected and would be in place for the coming academic year.

**20.0 Date of the Next Meeting**

20.1. The date of the next meeting was noted as Wednesday 26 June 2024.

The meeting closed at 5:33pm.