

Council

8 September 2025

- Present:** Caroline Johnstone (Chair), Rebecca Askew, Andrew Baldwin, Richard Dale, Leslie Ferrar, Oliver Foster, Mark Jagger, Denise Lievesley, Cheryl McEwan, Tom Mole, Karen O'Brien, Nigel Perry, Philip Plyming, Ari Sadanandom, Mike Shipman, JJ Thakkar, Abi Taylor, and Terry Toney
- In Attendance:** Neil Scott, and Amanda Wilcox (all items), Clive Roberts for Minute 03, and James Walsh (Minutes).
- Apologies:** Tom James-Harrington, Corinne Saunders, Rob Senior, and Cheryl Millington.

Draft Minute Extract of a Meeting of Council held in WB-2018

01. Welcome

Noted:

- a) on behalf of Council, the Chair welcomed: Abi Taylor, Tom James-Harrington, Mark Jagger, and Tom Mole to their first meeting as full Council Members;
- b) Nic Johnston, Staff Member of Council, had resigned pending becoming Chief People Officer on 1 October 2025 and a member of UEC, which would preclude Nic from continuing on Council. An appropriate recruitment process would be implemented shortly.

02. Declarations of Interests in relation to Agenda items

Noted: there were no declarations of interest.

Closed Minute

03.

04. External Auditor Appointment Recommendation (C/25/02 Confidential)

Noted:

- a) due to the forthcoming conclusion to the contract for external auditor, Audit and Risk Committee (ARC) undertook a competitive tendering process to identify an auditor for the next 3-years;
- b) following an assessment by an evaluation panel of the five tender bids received, ARC was happy to recommend the re-appointment of Grant Thornton for a further 3-years. ARC felt that the contract offered by Grant Thornton offered the best in terms of quality (the primary driver of the decision) at an appropriate cost, and some savings would be achieved based on existing knowledge and efficiencies.

Agreed: the reappointment of Grant Thornton UK LLP as the University external auditor from 20 March 2026 to 19 March 2029.

05. Refinancing Project – Recommendation of Preferred Lender and Term Sheet (C/25/03 Confidential)

Noted:

- a) as agreed by Council on 15 July 2025, Finance Committee was delegated authority to agree the preferred lender for the refinancing project at an extraordinary meeting of the Committee;
- b) Finance Committee met on 25 July 2025, agreeing approval for NatWest to be the preferred lender as detailed in the terms presented in the paper;
- c) in discussion Council noted the following:
 - i) new clauses requested by the lender since the discussion at Finance Committee had been considered, debated, adapted and agreed for inclusion as standard business terms;

Closed Minute

- d) the Chief Financial Officer noted that as part of the loan document management accounts would be provided to the lender every 6-months.

Acknowledged / Agreed:

- a) Council acknowledged that the notice and quorum requirements for this meeting had been met in accordance with the University's constitutional documents;

Closed Minute