

Council

4 November 2025

- Present:** Caroline Johnstone (Chair), Rebecca Askew, Andrew Baldwin, Richard Dale, Leslie Ferrar, Tom James Harrington, Mark Jagger, Denise Lievesley, Cheryl McEwan, Cheryl Millington, Tom Mole, Karen O'Brien, Philip Plyming, Ari Sadanandom, Corinne Saunders, Rob Senior, Mike Shipman, JJ Thakkar, Abi Taylor, and Terry Toney
- In Attendance:** Neil Scott, and Amanda Wilcox (all items), Stewart Ross for Minute 16, and James Walsh (Minutes).
- Apologies:** Oliver Foster and Nigel Perry.

Minutes of a Meeting of Council held in The Hub, Mount Oswald.

06. Welcome and Apologies**Noted:**

- a) the Chair reflected on the previous evening's presentations, which had generated a lot of debate. Presentations would continue to be a feature of the Monday evening before a Council meeting; and
- b) the high-quality of papers prepared for the meeting of Council was acknowledged, with those preparing the papers thanked for providing Council with good information to inform their discussions.

07. Declarations of Interest**Noted:**

- a) Philip Plyming declared an interest in item 16 (Draft Strategic Asset Management Plan), due to Durham Cathedral being the landlord for some of the properties identified in the Plan; and
- b) Corinne Saunders declared an interest in item 16 (Draft Strategic Asset Management Plan), due to her current office being identified in the Plan.

08. Minutes of Meetings held on 15 July and 8 September 2025 (C/25/04 and 05 Confidential)

Approved: the minutes of the meetings held on 15 July and 8 September, subject to the following amendments:

- a) Minute 107. e) i) to read: following an initial rise, caused by confidence in reporting systems, the number of sexual misconduct and violence reports had begun to plateau;
- b) **Closed Minute**
- c) Minute 111. b) to read: Ernst & Young had assisted on the scope, scale and restructure to the refinancing proposal.

09. Matters Arising

Agreed: in relation to Minute 112. b): to add to the Annual Planner for the Pro-Vice-Chancellor (PVC) Research to be invited to attend Council, providing an update on Research Income Performance in line with the Strategic Performance Indicator. **JW**

10. Action Log (C/25/06 Confidential)

Noted: the status of the Action Log.

11. Annual Planner (C/25/07 Internal)**Noted:**

- a) the Chair had developed an Annual Planner for Council, which provided an overview of items which were being scheduled for consideration at Council;
- b) Governance & Nominations Committee had already updated their Annual Planner in line with the one presented to Council and all Committee Chairs were encouraged to update their Annual Planners in line with the Council format; and

- c) the Planner would be reviewed at Council meetings, with Members encouraged to identify items which might be scheduled. Similarly, the Chair would work with the Executive team to identify when it may be appropriate to receive specific items of business. The pre dinner sessions would continue to be used to inform Council and as an opportunity to meet university colleagues.

12. Vice-Chancellor's Report (C/25/08 Confidential)

Noted:

- a) being recognised as University of the Year by The Times and Sunday Times and achieving high rankings in the University league tables was to be celebrated. Maintaining the University's position in the top-100 QS world rankings was very important and the entire University should be thanked for its efforts, however, without the investment headroom, maintaining the University's position in the QS World Rankings continued to be challenging;
- b) upgrades to the students' information system was a consequential and substantial project, requiring change management in delivering key processes such as: exams systems; serious adverse circumstances (SACs) processes; and curriculum delivery. The entire project was being identified as a separate high-risk activity by Audit & Risk Committee, due to the complexity of migrating from the University current, highly customised system;
- c) **Closed Minute**
Received: Presentation on Post-16 Education and Skills White Paper
- n) the Vice-Chancellor presented an overview of the new Post-16 Education and Skills White Paper covering the following areas: Increased focus on Higher and Further Education; Introduction of Vocational-level qualifications; Increases to UG Tuition Fee Caps in line with inflation from 2026-2028; Confirmation, without detail, of the International Student Levy; Fewer research grants, but with better cost recovery; and a new workstream around changes to Access & Participation Plans (APP);
- o) **Closed Minute**
- p) awarded through UK Research & Innovation (UKRI), and it would be important for the University to nurture staff in developing the skills required to enable them to become Principal Investigators on larger grants;
- q) the continued increase in focus on Further Education (FE) and vocational level qualifications was likely part of the Government's mission to encourage more young people into full-time post-16 education, rather than a shift from Higher to FE sectors;
- r) the Durham Education Framework 2027 was designed to fit into the new landscape for Higher Education (HE) and part of the University's financial sustainability model. The new Framework was designed to reflect on the sustainability of all programmes, managing staff workloads, and maintaining the quality of education provision. Senate would continue to have the opportunity to comment on the Framework as it developed through consultation with faculties and departments;
- s) citations continue to be a focus for the University, with the Citations Working Group engaging with Quacquarelli Symonds (QS) in understanding how to improve optimisation of citations; and
- t) in relation to Ordinance 14: UEC: changes to the Ordinance reflected current practice about the University Secretary's position as a Member of UEC. This had been the case upon appointment, with the Ordinance updated to acknowledge the requirement of the University Secretary to consider any conflicts of interest should UEC hold a vote.

Agreed: the amendments to Ordinance 14 for uploading to the University's website.

13. Durham Students' Union President's Report (C/25/09 Confidential)

Noted:

- a) there was currently no announcement of industrial action - however, the President of the Durham Students' Union (DSU) had discussed with the Vice-Chancellor and University Secretary, concerns individual students might have if they found their studies inadvertently affected by industrial action. Updated guidance from the Office for Students (OfS) provided insight on their expectations of how universities should support students during industrial action, and the Executive agreed to reflect on the implications of the OfS guidance;

- b) although there had been plans to establish two new student-led charities noted in Council papers, further consideration was being undertaken by the DSU Executive to ensure that appropriate controls were in place, and this plan may not go ahead;
- c) there were currently no major concerns with student housing availability, although the new Renters' Rights Act may cause some difficulties, particularly if leases shifted to be concluded in June. The DSU would continue to monitor the implications for students, noting that only being able to pay a maximum of 2-months' rent in advance might disproportionately affect international student. International students often did not have a UK guarantor or UK assets, resulting in landlords preferring rents paid in advance to avoid the complexity of recovering any rent arrears at the end of tenancies;
- d) some universities had responded to the climate crisis by focussing on ethical banking organisations. Although the University had recently changed banking provider, there was still opportunities to hold some funds with ethical banks and this would hopefully be considered during the Investment Sub-Committee's review of the Ethical Investment Policy;
- e) in addressing concerns about community coherence and the experience of some international students, the President of the DSU was working closely with the Ustinov College's Common Room President and Durham Police to help support students raising issues of hate crime; and
- f) in relation to the Common Rooms President's Committee, the following:
 - i) some Common Room Presidents were reporting that they were finding the role challenging and felt as though they were lacking support. Although the DSU was independent of Common Rooms, there was a desire to help support Presidents;
 - ii) the Dean of Colleges was aware of the concerns, with the DSU considering working with an independent party in to review processes and make recommendations for how to build a framework to support Common Room Presidents. The independent party could be part of helping to bridge the perceived gap between Common Rooms and the DSU;
 - iii) there were some examples of Common Room Presidents having excellent support, with a mentoring system in place. However, some Common Rooms were registered as independent charitable organisations and it was for Trustees to arrange necessary support for those Presidents, it was not yet clear if this was where the problem was occurring more frequently; and
 - iv) it would be important for Council to understand what the problem was that needed addressing and how this would be progressed.

Agreed: Council to receive clarity over the issue relating to Common Room Presidents under Matters Arising at the next meeting of Council. **AT**

14. Closed Minute

15. Draft 5-Year Financial Forecast for Submission to the Office for Students (C/25/11 Confidential)

Received: Presentation on the Draft 5-Year Financial Forecasts for Submission to the Office for Students (OfS)

Noted:

- a) the OfS had changed reporting requirements for the University's 5-Year Financial Forecast submission. This meant that the 1 December submission for a Draft version of the submission and then a final version by 5 January, had been replaced with just the one submission in January. These changes would help in considering alignment of Council meetings for 2026 onwards;
- b) the presentation by the Chief Financial Officer covered the following areas: The methodology used in developing the 5-year forecast; Key assumptions included for income and expenditure changes over the 5-years; and the key outcomes of the 5-year forecast;

c) Closed

Agreed: the 5-Year Financial Forecast for submission to the Office for Students by the 5 January 2026.

16. Draft Strategic Asset Management Plan (C/25/12 Confidential)

Received: Presentation on Strategic Asset Management Plan 2025: Overview and Next steps.

Noted:

- a) to support the delivery of strategic goals, the Strategic Asset Management Plan (SAMP) was key to unlocking the potential of the University Estate, with a draft version of the SAMP presented for Council to discuss;
- b) the Chief Operating Officer (COO) provided Council with a presentation which covered the following areas: Why the University needed a SAMP; How the Estate would be prioritised and managed; The draft governance framework; Further development of the SAMP; Next steps;
- c) the Chair of Finance Committee confirmed that the Committee had reviewed the Draft SAMP in some detail, requesting further reflection on aspects relating to delivery and process;
- d) **Closed Minute**
- e) the reduction of the Capital Expenditure programme, although financially prudent, required third party solutions to ensure that appropriate maintenance and development could occur;
- f) disposals were not only about generating revenue, but also about making cost savings through the reduction of ongoing maintenance. However, challenges exist with disposals regarding planning and conservation restrictions, as well as reputational risks;
- g) student voice would be important in relation to accommodation, as it was in seeking opportunities for increased independent learning spaces;
- h) the University owned significant outdoor space which might provide opportunities for marketing the environmental benefits of the Estate;
- i) the proposed disposals framework needed to mirror the requirements of the Scheme of Delegation for Financial Business;
- j) the disposal programme would move at an appropriate pace and consider where teaching, staff, and students would be relocated, prior to a final decision being made. However, recent space utilisation surveys did not support the argument that there was a lack of space across the campus; and
- k) being part of a World Heritage Site (WHS) may open wider opportunities to work with other organisations, including the Cathedral, in maintaining buildings within the WHS. It was noted that a new WHS Management Plan was currently under development.

17. Prevent Accountability Return (C/25/13 Confidential)**Noted:**

- a) the Prevent Accountability Return was an annual report to the OfS, in confirming that the University was compliant with the Prevent Duty;
- b) the Student Conduct Office managed the process and the University had a good working relationship with the Regional Prevent Co-ordinator in seeking advice or guidance in dealing with any concerns;
- c) there were two returns which were included under the University's Prevent Duty and these had been appropriately dealt with. The University had previously had a positive response from the OfS on its Prevent Return;
- d) **Closed Minute**
- e) due to their separate status, St Chad's and St John's Colleges provided their own Prevent Return, however, in through their close working with the Student Conduct Office, the University Secretary could confirm that both would be submitting a zero return.

Agreed: the Prevent Accountability Return for submission to the OfS.

18. Code of Practice on Freedom of Speech Annual Review (C/25/14 Internal)**Noted:**

- a) Council had been informed about initial delays to the implementation of legislation relating to Freedom of Speech in August 2024, with Council approving the Code of Practice at their meeting of 9 July 2024;
- b) following updated guidance from the OfS, issued on 19 June 2025, the University had reviewed its own Code of Practice. In developing the Code, the University's commitment to not using non-disclosure agreements (NDAs), through signing the Can't Buy My Silence pledge in January 2022, had been added;

- c) the Director for Freedom of Speech and Academic Freedom had visited several HE bodies, including the Committee of University Chairs (CUC) providing a presentation which outlined several areas that governing bodies should satisfy themselves of compliance with. These areas had been included in the report along with a response to each question – Council reflected on this and considered the University was in compliance but would continue to consider any other ways for Council to show leadership on this;
- d) the process for events, which were considered under the Code of Practice on Freedom of Speech, should provide assurance that these were appropriately reported to the University Secretary prior to taking place, and that they were assessed with appropriate advice and guidance given;
- e) the University Secretary's Office was undertaking a review of University Policies, which would provide further assurance in relation to policies that may reference freedom of speech. There was also an awareness that a tension existed between EDI advice and views which maybe expressed and protected under Freedom of Speech legislation; and
- f) legal redress by external organisations who felt excluded from having a platform at events was still to be determined through case law. Although students retained the ability to refer matters to the Office of the Independent Adjudicator (OIA) and not the OfS as had been originally proposed.

Agreed: to approve the updated Code of Practice on Freedom of Speech.

19. Update on University Strategy 2027 (C/25/15 Confidential)

Noted:

- a) the paper proposed timeframes around the development of the new University Strategy 2027, recognising that it was sometimes difficult to engage staff in contributing to strategy development;
- b) changes since discussion at the Council Strategy Day had focussed on a crystallisation of income opportunities, recognising that not everything could be delivered;
- c) the period between January 2026 and June 2026 would be more aptly named a 'strategy design phase'; and
- d) the VC's Termly Forum meetings with staff would refer to the challenges that the sector and University faced. Although the new Strategy would respond to these challenges, it may not always be appropriate to refer this work as the Strategy which could be interpreted as the vehicle for change. The reality was that change needed to happen quicker than the new Strategy launch.

20. New Income Diversification (C/25/23 Confidential)

Noted:

- a) following the Council Strategy Day on 9 September 2025, the paper provided an update on the current and potential income diversification and strategic developments;
- b) including all potential income sources, but separating them into areas of focus, was beneficial in not losing any ideas but providing a prioritisation of effort;
- c) Council recognised that work connected to defence may carry ethical, moral, and reputational challenges, but also that it was important to note that international security was a priority for the UK and could not be ignored;
- d) online delivery in partnership with Risepoint was in early development, although some subject areas had been identified and were being market tested. There was currently no desire to have a lot of online delivery, with a focus on those programmes which offered significant levels of interest; and
- e) changes to integrated planning were focused on reducing workloads for departments, due to the unlikely outcome that new posts or large estate / building projects would be approved.

21. Audit and Risk Committee (C/25/16 Confidential)

Noted:

- a) the matters discussed by Audit and Risk Committee (ARC) at its meeting on 8 October 2025;
- b) ARC was particularly concerned about the implications of changes to the Anti-Bribery & Fraud Prevention Policy because of the Economic Crime & Corporate Transparency Act. The Committee would examine the implications in more detail at its next meeting but felt

that the revisions to the Policy were sufficient. It may, however, be helpful for ARC to reflect on corporate organisations who may be further ahead in their understanding of the implications;

- c) although the gross score for Legal and Regulatory Compliance would always remain high, ARC had confidence to recommend to Council a reduction in the net risk;
- d) the Chair of ARC reported that the top three risks to the University were Financial Sustainability; Estates; and Brand and Value Proposition, due to the QS World Ranking position. It was though important that Council had an opportunity to discuss the risk register and although ARC provided assurance, Council needed to assess/confirm the strategic risks on a regular basis;
- e) in relation to overseas agents, the University was tightening up on the information provided to overseas agents; and
- f) the UUK Accommodation Code of Practice was a judgement on a set of national standards and was not concerned about the underlying experience of students in accommodation.

Agreed:

- a) to reduce the residual risk score for SR11 Legal and Regulatory Compliance to 6;
- b) the Anti-Bribery and Fraud Prevention Policy;
- c) Audit and Risk Committee's Terms of Reference 2025/26; and
- d) to include an opportunity for Council to consider Risk at a future meeting.

AW

22. Finance Committee (C/25/17 Internal)

Noted:

- a) the matters discussed by Finance Committee at its meetings of 25 July and 16 October 2025;
- b) Finance Committee had discussed several major topics at its October meeting which had been included on the Council agenda as substantive items of business;
- c) the Investment Sub Committee was yet to meet due to the ongoing recruitment for a Chair of Finance Committee. An informal meeting would take place with the co-opted external members and representatives from Finance Committee in the near future;
- d) although the reduced programme of Capital had led to dissolving the Estates & IT Sub-Committee, it had been agreed that the work of Finance Committee would be monitored, in ensuring that agendas did not become unmanageable.

Agreed: Finance Committee's Terms of Reference 2025/26.

- e) **Closed Minute**

23. Governance and Nominations Committee (C/25/18 Internal)

Noted:

- a) the matters discussed by Governance and Nominations Committee (GNC) at its meeting on 22 October 2025;
- b) the Terms of Reference included one minor amendment around Executive succession planning that should be the responsibility of Remuneration Committee, which was already considering such matters. The proposed Council Effectiveness Review would consider all Terms of Reference, including membership, in ensuring the principal that Council Lay Members were in the majority on all committees occurred;
- c) Council was asked to receive assurance from the University Secretary that the Council Register of Interests had been completed, and that the DSU had provided an appropriate Annual Assurance Statement for the 2024-25 Academic Year; and
- d) the last Council Effectiveness Review had taken place in 2021 and although the CUC recommended updated Reviews every three-years, acknowledging the change of Chair of Council, it had been agreed to delay the review. The Chair of Council proposed that an independent consultant be contracted to undertake the review, with the Chair interviewing them to check their appropriateness for the role, although the individual had been highly-recommended.

Agreed:

- a) GNC's Terms of Reference 2025/26;

- b) the proposals for a Council Effectiveness Review.

24. Senate Report (C/25/19 Open)

Noted:

- a) Senate had used café style seating arrangements in encouraging discussions at its meeting and was felt to have worked well and would be repeated at the next meeting;
- b) suitable external input had helped produce some thoughtful outcomes to the Strategic Reviews on identified departments; and
- c) changes to the Competition & Markets Authority (CMA) regulations had been discussed in detail at Senate, with a tightening around what could be said in advance of students enrolling, including messages on WhatsApp and social media channels.

25. Chair's Report (C/25/20 Confidential)

Noted:

- a) the Chair provided several thoughts from interactions across the University and at external events. Although the Chair had implemented several changes to governance arrangements, there would be no more major changes until after the Council Effectiveness Review;
- b) ongoing feedback from Council members included valuing the presentation sessions (and the opportunity to meet academics and colleagues across the University) on the Monday evening pre-Council meetings, with members encouraged to suggest appropriate strategic topics to the University Secretary and Head of Governance Support Services; and
- c) the CUC Code of Governance for HE was under review, and this may further change the way in which Council operates. Early indications were that significant changes were being proposed, and Council would be appraised of the review once it was published.

26. Annual Schedule of Council Dates Proposal (C/25/24 Internal)

Noted:

- a) reflecting on the flow of business, the Chair proposed changes to the annual schedule of Council meetings, including moving the Strategy Day to January and having an early online Council meeting in September;
- b) the Annual Schedule would also reflect dates being confirmed on an Academic Year basis and two-years in advance;
- c) for some Council members travelling meant that an evening start on a Monday was no more challenging than having a whole Monday in Durham; and
- d) in relation to the People & Organisational Development Committee (PODC), the following:
 - i) following discussions between the Chairs of Council and PODC, University Secretary, and Chief People Officer, it had been agreed to pause meetings of the PODC;
 - ii) since its creation following the previous Council Effectiveness Review, the PODC had struggled to find its identity. The launch of a new Council Effectiveness Review would enable a cross-sector mapping of similar committees to understand how they operated; and
 - iii) Lay Members of Council on PODC would be encouraged to contribute to the review of the activity of the PODC, supported by the Chief People Officer. Council was still invested in the staff of the University, but that PODC members wanted to ensure that the Committee added real value and discussed strategic rather than operational matters. Council would consider how best it was kept informed of any people related matters during the pause to meetings of the PODC.

27. Human Resources Report on Key Staffing Matters (C/25/21 Confidential)

Noted: the report for information.

28. Business Agreed by Circulation (C/25/21 Confidential)

Noted: action taken by-circulation in confirming the new Staff Member of Council.

29. Dates of Future Meetings

Noted: the dates of future meetings: 16 December 2025; 24 February 2026; 19 May 2026; and 14 July 2026.