

Some Restricted and Confidential content

Council Minutes: 23 January 2026

PRESENT: Rt. Hon. Alistair J. H. Burt (Pro-Chancellor) (in the Chair); Professor Stephen P. Decent (Vice-Chancellor); Tania L. Baumann (lay member) (*online*); Alun P. Branigan (Deputy Pro-Chancellor); Hanah Burgess (lay member) (*online*); Anthony Carey (lay member); Jill Gallard (lay member) (*online*); Adrian M. Jonas (lay member); Claire M. Leitch (Senate representative); Professor Rebecca J. Lingwood (Deputy Vice-Chancellor); Alison M. Mullan (Senate representative); Dame June M. Raine (lay member); Gary F. Rycroft (lay member); Professor Jo Rycroft-Malone (Senate representative); Maureen A. Whilby (lay member).

IN ATTENDANCE: Claire L. Geddes (Committee Clerk); Susan V. Mitchell (Registrar, Secretary and Chief Operating Officer); Sarah J. Randall-Paley (Chief Financial Officer); Dr Michael C. Wykes (Director of Strategic Planning and Governance).

APOLOGIES FOR ABSENCE: Leah M. Buttery (student Council member); Rory F. O’Ceallaigh (Students’ Union President).

PART 1: STANDING ITEMS

1. WELCOME AND APOLOGIES

- 1.1 Council noted the apologies for absence received for this meeting.
- 1.2 The Chair welcomed new lay member Gary Rycroft, Vice-Chancellor Professor Steve Decent, and Susan Mitchell, Registrar, Secretary and Chief Operating Officer to their first meeting of Council.
- 1.3 The Registrar, Secretary and Chief Operating Officer was invited to share her initial reflections since taking up her role. She highlighted the importance of getting to know the University, building relationships, and ensuring that inflight strategic projects were landed safely including curriculum transformation and LU Future.
- 1.4 Council noted the written comments circulated by the Students’ Union President on items of business due to the officers’ absence from the meeting, and that issues had been raised and discussed at the Finance and General Purposes Committee (FGPC).

2. DECLARATION OF INTERESTS

- 2.1 There were no declarations of interests.

3. MINUTES OF THE MEETING HELD ON 28 NOVEMBER 2025

PAPER A

- 3.1 Council approved the minutes from the meeting held on 28 November 2025.

4. MATTERS ARISING

4.1 From the actions of the meeting held on 28 November 2025, the following was confirmed.

- **Item 7: SU President's Report:** members noted that the Vice-Chancellor had met with the Students' Union elected Officers and had discussed amongst other things their cost-of-living concerns as outlined in section 2.4 of the President' Report.
- **Item 11: Annual Financial Statements:** the Chief Financial Officer confirmed that revisions had been made to the Annual Financial Review commentary in the University's Financial Statements for 2024/25 to reflect Council's comments relating to the student experience.
- **Item 13: LU Future Financial Review:** Council received confirmation that lay member Maureen Whilby had met with members of the Executive to explore optimal, people-centred approaches to transformational change, and these discussions were ongoing.

4.2 Council noted that on 11 December 2025, after a late revision by the then University external auditors BDO, it had received and signed a revised Letter of Representation.

4.3 Members noted the appointment of new External Auditors, Deloitte.

5. INTERIM VICE-CHANCELLOR'S UPDATE AND QUESTIONS TO THE EXECUTIVE

ORAL UPDATE

5.1 Council noted a written report from the Executive circulated on 16 January 2026. Professor Decent recorded his thanks to Professor Rebecca Lingwood for all her work as the Interim Vice-Chancellor. In addition, the Vice-Chancellor reported on the following.

- (i) The tragic death of student Tom Dingle, the support being offered by the University to his friends and family, and the University's response to the news on Boxing Day which had been swift and effective.
- (ii) The Vice-Chancellor's listening and engagement activity with the University community to date: initial reflections from these interactions with staff and students and the further planned activity.
- (iii) Priorities for the Vice-Chancellor and the Executive for the coming period based on his initial reflections. The Vice-Chancellor emphasised the need for organisational agility as further external and internal change was inevitable. Priority themes included the following:

- Supporting strengthening the positive institutional culture in a significant period of change
 - Developing an engaging process to create a new University strategy, which was confident and ambitious, with focus and unique selling points
 - Our student experience and ensuring care and a sense of belonging for students
 - Student recruitment in a hyper volatile market with changing behaviours
 - Sustaining and enhancing the quality of the University's teaching and learning and research
 - Ensuring compliance with the growing burden of regulation
 - Partnerships – curating partnerships across the breadth of university activity, to add value to teaching, research and the student experience
 - Building reputation and brand
 - Delivering safely and effectively major change
- (iv) Emergent risks relating to the Curriculum Transformation Programme and in particular the specification of IT and systems changes. He drew attention to the criticality, complexity and time sensitivity of the project, and the need to implement it effectively. Consequently, members noted additional measures being taken and the options being considered to strengthen project oversight and mitigate risks.
- (v) His commitment to delivering LU Future savings targets whilst remaining mindful of balancing risks, sustaining a strong student experience and the need to have an attractive and competitive offer. He confirmed that the Executive was evaluating progress to date, the outcomes of the outturn exercise and other factors, and these would inform the proposed next steps.
- (vi) The implications of two recent Government white papers (Restoring Control over the Immigration System May 2025 and Post 16 Education and Skills October 2025) on UKVI compliance with greater exposure to risk due to increased thresholds for compliance and UA92 arrangements. He confirmed that the Executive would report to both Council and Audit and Risk Committee on planned courses of action.
- (vii) Professor Phil Barker, interim Executive Dean of the Faculty of Science and Technology's receipt of the James Croll Medal 2026 for an outstanding contribution to the field of Quaternary science, with significant international impact.

5.2 Members welcomed the Vice-Chancellor's articulation of priorities and his thinking regarding the development of a new University Strategy and noted the report.

PART 2: ITEMS FOR DISCUSSION

6. ORAL UPDATE FROM THE CHAIR OF THE ESTATES COMMITTEE, ORAL UPDATE OF THE MEETING HELD ON 14 JANUARY 2026

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- 6.1 The Chair of the Estates Committee, Adrian Jonas, gave a summary of the key business discussed at the Committee. *Restricted and Commercial in Confidence*
- 6.2 Members noted the Committee's recommendation to proceed with the proposed Residences Refurbishment Programme after due diligence by the Committee regarding costs and timings.
- 6.3 Council noted the oral report from the Chair of the Estates Committee.

7. ORAL UPDATE FROM THE CHAIR OF THE FINANCE AND GENERAL PURPOSES COMMITTEE, OF THE MEETING HELD ON 23 JANUARY 2026

- 7.1 The Chair of the Finance and General Purposes Committee, Alun Branigan, provided an overview of the key items discussed at its meeting held earlier in the day. He drew attention to the following.
 - (i) The circumstances behind the changes to the Letter of Representation for 2024/25 relating to a potential larger impairment for UA92 for the University, which had been due to BDO amending their methodology. He confirmed that there remained no impact on the consolidated financial statements and that this topic had already been picked up in early engagement with the incoming external auditors Deloitte.
 - (ii) The Committee's continued oversight of UA92 related matters with a new interim Chief Financial Officer now appointed and the search underway for a new Principal and Chief Executive, which would give the opportunity to consider strategy and repositioning. He highlighted the headline risks to the University arising from the current franchise arrangement.
 - (iii) The progress of the delivery of IT Strategy including and development of a safe artificial intelligence system (SAIL). The Committee had received assurance that the University was able to attract the workforce talent required to deliver the plan.
 - (iv) A financial update from the Students' Union with a mixed picture regarding performance in its commercial services.

7.2 Members raised that they would welcome an opportunity to explore the IT strategy and the University's strategy in relation to artificial intelligence, at a future meeting.

7.3 Council noted the oral report from the Chair of FGPC.

8. FINANCIAL FORECAST SCENARIOS INCLUDING STRESS TESTING PAPER C

8.1 The Chief Financial Officer introduced the financial forecast scenarios including stress tests, which had been discussed by the FGPC earlier in the day. She outlined the methodology undertaken and the choice of baseline forecasts (December forecasts submitted to the OfS), plus the scenarios explored and additional scenario testing requested by FGPC. This included:

- (i) achievement of savings targets alongside lower student recruitment given the volatility and changes in market and student behaviours; and
- (ii) the impact of an unfavourable change in external conditions such as banks' support for the sector or supplier behaviour if institutions began to fail/exit the market.

Action: the Chief Financial Officer to develop new forecast testing as suggested by FGPC and report back to Council.

8.2 Council noted the rationale for replacing the University's revolving credit facility and was supportive of this. The importance of maintaining the University's Standard and Poor's Credit Rating was also discussed by members recognising its role as an external validation of its financial health and this potentially becoming increasingly important to prospective students in informing their choice of institution.

8.3 Members probed how the Executive could assure Council that it had sufficient grip on the University's financial position particularly if sector conditions worsened. The Chief Financial Officer emphasised the focus on maintaining liquidity and financial headroom, achieving efficiencies, effective income and debt collection and relationship management with the banks. Reflection was given to the potential implications of market failure in terms of risks and opportunities for the University and members advised that consideration be given to its position in relation to future mergers of institutions.

8.4 Council noted and discussed the contents of the report.

9. CAPITAL PROGRAMME UPDATE PAPER D

9.1 The Chief Financial Officer introduced the updated Capital Programme (Version 16a) which set out plans to the same totals as approved by the Council in the most recent financial forecasts. These forecasts assumed Adjusted Net Operating Cashflow (ANOC) performance at target levels. The main capital projects were drawn to the Council's attention as well as the time constraints on the Residences Refurbishment programme.

- 9.2 Members noted the detailed questions regarding the Capital Programme from the Students' Union and agreed that operational issues and clarifications should be addressed by the Executive in its forthcoming meeting with the elected officers.
- 9.3 Council noted the update on the five-year Capital Programme approved by the Council in July 2025.

10. CAPITAL PROJECTS: RESIDENCES REFURBISHMENT PROGRAMME PAPER E

- 10.1 Council received the proposal related to the update of campus residences including some investment being brought forward into the current financial year to enable an earlier commencement of works.
- 10.2 FGPC's recommendation of support for the project was received by Council. Members commented on the importance of keeping the accommodation up-to-date to support recruitment activity.
- 10.3 Council approved the release of the £3.5M allocated to the 2026/27 summer programme work in v16a of the Capital Programme, and to enable the early start of refurbishment work, £800k being brought forward to spend in this financial year (April to July 26).

11. LU FUTURE UPDATE ORAL UPDATE

- 11.1 The Deputy Vice-Chancellor gave a précis of the progress with the delivery of LU Future including: a reminder of the outcomes of the November 2025 financial review; and the current work being undertaken to evaluate the subsequent outcomes from the Professional Services voluntary severance scheme (92 cases completed with 6 unresolved giving £4.5M of recurrent cost savings), alongside the financial outturn and student number projections. She highlighted there would be a revised picture of progress at the beginning of February 2026 which would enable the Executive to propose the next steps with regards to the implementation of the Professional Services redesigns.
- 11.2 Members noted the continued work to enhance the University's listening culture, activities to support staff wellbeing and the further development of a proactive change management plan to support organisational preparedness in advance of the redesign implementation.
- 11.3 Council discussed the oral report and queried how work to define institutional shape would progress with the development of a new strategy and sought assurance of headcount would be effectively managed. Members noted that the latter had been discussed by FGPC. Members challenged whether there had been any quantification of the benefits and efficiencies realised from the IT Strategy's implementation (given the scale of the investment). The Executive confirmed that it was too early to evaluate most projects, but this assurance would be provided in due course.

- 11.4 Council noted the oral report, the proposed next steps, and the caveat that recruitment and admissions performance would be critical.

Action: a Council Oversight Group meeting to be scheduled to consider LU Future next steps once the January outturn exercise was completed.

12. CAPITAL PROJECT UPDATE **ORAL UPDATE**
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13. ORAL UPDATE FROM THE CHAIR OF THE AUDIT AND RISK COMMITTEE, OF THE MEETING HELD ON 12 JANUARY 2026

- 13.1 The Chair of the Audit and Risk Committee (ARC), Hanah Burgess, provided a summary of the key items discussed at its meeting held on 12 January 2026. She highlighted the Committee's desire to receive better evidence of management grip concerning strategic risks, a more proactive approach to risk management including horizon scanning, and how this could be manifested. The Chair also drew Council's attention to outcomes from two recent internal audit reports related to document retention and UKVI compliance and reported that the Committee satisfied with the recommendations and the Executive's actions in response.

- 13.2 Members questioned whether the University was sufficiently prepared to respond well and with agility to a crisis and encouraged the Executive to think the unthinkable in terms of risk planning. Council's attention was drawn to the planned internal audit on Cyber/ IT security disaster recovery plans was due to take place imminently.

- 13.3 Council noted the oral report from the Chair of ARC and concurred with the Committee's views on a stronger and more agile approach to risk management.

14. BIENNIAL RISK REGISTER REVIEW **PAPER F**

- 14.1 The Registrar, Secretary and Chief Operating Officer introduced the Biennial Risk Register Review acknowledging the useful feedback from the ARC and confirmed that work was underway to fully review the approach to the Risk Register to ensure it was a live management tool.

- 14.2 Council discussed the outcomes of the quarterly review of the Risk Register from November and December 2025, alongside and the comments of its Audit and Risk Committee. Members sought reassurance regarding the management of risks related to cyber security, employee relations, and the research grant pipeline in the context of LU Future changes. The Vice-Chancellor confirmed his intention to have regular dialogue with the trade unions and that he was seeking to build an effective working relationship. Regarding the University's research grant activity, he reported ambition in this area would be considered as part of the strategy but that LU Future changes did not appear to have negatively impacted capacity in this area.

- 14.2 Council noted the review.

15. ANNUAL REVIEW OF RISK MANAGEMENT FRAMEWORK **PAPER G**

- 15.1 Council received the annual review of the Risk Management Framework undertaken during August and September 2025. The Director of Strategic Planning and

Governance highlighted the intention to conduct a more fulsome review.

- 15.2 Members received the Audit and Risk Committee's recommendation to approve the Risk Management Framework and that it was supportive of a wider review.
- 15.3 Council approved the Risk Management Framework noting the Executive's intention to conduct an in-depth review of Resilience at Lancaster Framework during 2025/26.

16. RESEARCH INTEGRITY REPORT

PAPER H

- 16.1 The Interim Pro-Vice-Chancellor (Research and Enterprise) introduced the Research Integrity Report 2024/25 produced to satisfy a requirement of the UK Concordat to Support Research Integrity and to provide Council with assurance that research integrity was being maintained within the University. More broadly he highlighted the increasing levels of scrutiny in this area of activity related to AI, the ease of publications being available across the internet, the geopolitical context, legislation such as Export Control measures and the Foreign Influence Registration Scheme.
- 16.2 Discussion regarding various aspects of the trusted research agenda took place with the Council challenging whether relevant sub committees of Senate had sufficient external expertise and input to scrutinise the University's ethics and integrity work. The Interim Pro-Vice-Chancellor (Research and Enterprise) confirmed there were external co-opted members on the Research Integrity and Ethics Committee.
- 16.3 Council received Senate's recommendation that the Research Integrity Report for 2024/25 should be approved and approved its publication.

17. ANNUAL HEALTH AND SAFETY REPORT 2024-25

PAPER I

- 17.1 The Annual Health and Safety Report was presented to Council, with the Registrar, Secretary and Chief Operating Officer sharing her initial observations regarding the University's current health and safety infrastructure, management, and oversight mechanisms. She confirmed the Executive's commitment to a strong health and safety culture, and that she intended to review arrangements in due course.
- 17.2 The Director of Strategic Planning and Governance provided an overview of key trends from 2024/5 including a 13% reduction in reportable incidents against the previous year. Members considered the report and the progress made against the actions highlighted in the 2024/25 plan and the priorities for 2025/26.
- 17.3 Council noted the report and welcomed the Registrar, Secretary and Chief Operating Officer's planned course of action relating to health and safety matters.

18. AN ASSURANCE REPORT REGARDING THE SECTORAL LESSONS LEARNT FROM THE GILLIES REPORT, JUNE 2025 **PAPER J**

- 18.1 Council received an assurance report from the Director of Strategic Planning and Governance which set out of the key considerations and recommendations from the Gillies Report June 2025, pertinent to the University. He outlined the key themes and lessons learnt from the Gillies Report investigating the reasons for financial oversight and governance failures at the University of Dundee, had been discussed in detail by ARC.
- 18.2 The ARC Chair, Hanah Burgess, explained what the Committee understood to have been factors at Dundee contributing to the failures in its third line of defence and that in comparison, the Committee viewed the University as having a strong control environment.
- 18.3 The Pro-Chancellor, (as a member of the Chairs of University Councils (CUC) Higher Education Code of Governance Review Steering Group) highlighted Council would need to reflect on its practices and governance oversight arrangements once a revised code had been published. Members discussed the need to maintain an open culture between the Executive and Council, which enabled Council to exercise an appropriate level of support and challenge.
- 18.4 Council noted the assurance report.

19. COUNCIL DIVERSITY MONITORING ANNUAL REPORT 2026 **PAPER K**

- 19.1 Council noted the outcomes of its annual Diversity Monitoring Survey conducted in December 2025 and January 2026 and which would be used to inform the work of its Nominations and Governance Committee.
- 19.2 Council approved the publication of a summary of this report on its webpages.

20. NATIONAL PAY BARGAINING 2026-2027 **PAPER L**

- 20.1 Council in line with the Ordinance 10, approved the University's participation in National Pay Bargaining for the JNCHEs 2026-27 round.

PART 3: ITEMS FOR NOTING (NOT FOR DISCUSSION UNLESS REQUESTED IN ADVANCE)

21. STUDENTS' UNION PRESIDENT'S REPORT: JANUARY 2026 **PAPER 1**

- 21.1 Council noted the updates on the Students' Union activity and that the Executive would be discussing the issues raised by the Officers' circulated comments and questions at a joint meeting with them on 27 January 2026.
- 21.2 The Pro-Chancellor confirmed that he would write to the Students' Union Officers to commend their work relating to nighttime safety.

22. CHAIR’S ACTION **PAPER 2**

22.1 Council noted and homologated the Chair’s actions.

23. NOMINATIONS AND GOVERNANCE COMMITTEE REPORT **PAPER 3**

23.1 Council note the report.

24. WRITTEN REPORTS OF MEETINGS **PAPER 4**

24.1 Council noted the written report of:

- Council Safety, Health, and Wellbeing Committee meeting of 18 November 2025

PART 4: ITEMS FOR INFORMATION

25. FORWARD SCHEDULE OF COUNCIL BUSINESS **PAPER M**

25. Council noted the Forward Schedule.

26. ANY OTHER BUSINESS

26.1 The Pro-Chancellor highlighted that Stage 2 of the Tour de France 2027 would be travelling through Lancaster and encouraged the Executive to consider any opportunities this provided for the University.

27. DATE OF NEXT MEETING

27.1 The next meeting will be held from 08:30 on Friday 20 March 2026 in the Training Suites 1, 2, and 3, POE Building. Gary Neville will join the meeting from 12:15 and will join Council members for lunch which will be available from 13:00.

27.2 There will be a dinner and presentation on Thursday 19 March 2026 relating to Student Support, Mental Health, and Wellbeing.