

MINUTES OF THE 270TH MEETING OF THE COURT OF GOVERNORS HELD ON WEDNESDAY 11 MARCH 2026 IN ROOM MG38, MARYLEBONE BUILDING, 35 MARYLEBONE ROAD

PRESENT:	Professor L Berry, Chair Mr J Ball Mr A Bertone Professor P Bonfield Mrs C Bradshaw Ms J Figueras Mr S Ford Professor S Griffiths	Mr T James ¹ (from Minute 270.4.8) Ms J Khan ¹ Ms C Morgan Mr A Musani, UWSU (to Minute 270.7) Ms K Patel Ms S Shabbir, Deputy Chair Ms H Simpson Mr T Toumazis, Deputy Chair
IN ATTENDANCE:	Ms K Brown (Minute 270.4) Ms F Kolyda, Observer Mrs E McMillan, Clerk to the Court	Mr D Stubbs (Minute 270.8) Mr I Wilmot, Company Secretary
APOLOGIES:	Miss V Barton, UWSU Ms N Gururani	Ms J Robson

Clerk's note: This meeting was preceded by a tour of Zone29 – the University's new home of careers and enterprise.

270.1 ANNOUNCEMENTS

270.1.1 The Chair welcomed all governors and attendees to the meeting.

270.1.2 The Chair welcomed Frantzeska Kolyda – Academic Council member and Senior Lecturer - who observed the meeting for professional development.

270.1.3 Members noted apologies as recorded above.

270.1.4 The Chair noted that this would have been Jane Robson's final meeting, however she was unable to attend.

270.1.4.1 ACTION Clerk to the Court to circulate a note from Jane to all governors.

270.1.5 The Chair thanked colleagues for leading the tour of Zone29 prior to this meeting and commented that it was great to see the building in its new form and to hear about the opportunities it will bring for employers, students and colleagues.

270.1.6 Internal (colleague) governor Sean Griffiths declared a conflict of interest for agenda item 8.0 Court and committee membership. The Chair confirmed that Sean would leave the meeting temporarily while members discussed his reappointment.

270.1.7 The Chair confirmed there were no requests to discuss starred items (Minutes 270.12 to 270.20), which would be taken as approved or received without debate, or to raise matters not on the agenda.

270.1.8 The Chair informed members that she had attended several University events since the last meeting. She also reported attending events with Chairs of other universities, some of which discussed the new requirements from the Office for Students (OfS) that might impact on the governance of universities.

¹ Attended via Microsoft Teams

APPROVED

270.1.9 The Chair thanked those involved in the recruitment of the next Chair of the Court, particularly the Selection Panel members and the Panel Chair.

270.2 COMMITTEE CHAIRS' REPORTS

270.2.1 The Chair, Audit and Risk Committee reported that the Committee discussed the TRAC return, received a presentation on reputational risk and agreed rephrasing of the internal audit at their last meeting.

270.2.2 The Clerk to the Court/Secretary to Remuneration Committee informed members that the Committee has not met since August 2025 and that the April 2026 meeting has been postponed pending appointment of a new Committee Chair. The Clerk to the Court reminded independent governors that the deadline for applying for the Committee Chair role is this Friday 13 March 2026 and all independent governors – except for the Chair of the Court – are eligible to apply.

270.2.3 The Chair, Governance and Nominations Committee reported that the Committee discussed the Equality, Diversity and Inclusion (EDI) annual report and agreed recommendations for honorary awards and academic colleagues' nominee for an internal governor role at their last meeting. The Committee Chair also assured members that the Committee had reviewed the process to recruit the next Chair of the Court and were happy to accept that a proper process had been followed.

270.2.4 In the absence of the Committee Chair, a member of Resources Committee reported that the Committee's last meeting had not been quorate; however, members not in attendance had confirmed their support for the recommendations submitted to the meeting by email after the meeting.

The Committee member reported that the Committee discussed Zone29 and Regent St façade works (noting that as they reach conclusion the financial risk associated with these projects is materially reduced), noted the change of department name from Information Systems and Support to Digital and Technology Services, scrutinised the management accounts in depth and confirmed they were content with the position and agreed a revised approach to capital project contingency that introduced the concept of optimism bias.

The Committee member thanked the Committee Chair for his detailed work on behalf of the Committee around the Researcher Development Concordat.

270.2.5 The Chair, Academic Council reported that in December 2025, Council considered the Being Westminster mid-term review and education for sustainable development and in February 2026 workshopped the research and knowledge exchange (RKE) and equity elements of the mid-term review.

270.2.6 Members noted that draft minutes for all meetings from December 2025 to February 2026 are available in the Court of Governors online Reading Room.

270.3 VICE-CHANCELLOR'S REPORT

270.3.1 Members noted the Vice-Chancellor's report (Document COG 260311A).

270.3.2 The Vice-Chancellor supplemented his written report with an oral update on:

- OfS discussions around governance responsibilities and liabilities.
- Class action in the sector relating to delivery of higher education during the COVID pandemic.
- Government visa policies' impact on international student recruitment.
- Support from the Mayor of London for growth in the higher education sector in London.

270.3.3 In response to a member's query, the Vice-Chancellor agreed to cover actions the University is taking around use of AI in his future reports.

270.4 BEING WESTMINSTER 2022-29: MID-TERM REVIEW UPDATE

- 270.4.1 Kitty Brown – Director of Strategy, Planning and Performance (SPP) presented an update on the outcomes from the mid-term review (Document COG 260311B) and thanked members for their engagement with the review process, which was valuable, helpful and part of a wider engagement process.
- 270.4.2 The Director of SPP outlined the three pillars and three goals that will move the University from strategy to strategic plan through the annual planning cycle.
- 270.4.3 The Director of SPP emphasised the importance of the foundations and underlying capabilities outlined in the report particularly those that support the University to leverage AI opportunities and build a culture of innovation.
- 270.4.4 In response to members' queries about the approach to strategic key performance indicators (KPIs), the Director of SPP confirmed that:
- Some of the current strategic KPIs will remain while others are being revisited to make them more tangible.
 - The University will use a suite of KPIs including strategic KPIs – that are often lagging – and another tier of leading indicators to monitor performance and support decision making.
 - In the Education area, some KPIs will link to those used by the OfS and league tables and to the Access and Participation Plan alongside other internal measures – such as first-sit pass rates - that are more detailed and so are not reported to the Court.
- 270.4.5 In a response to a member's query about volatility in the environment and its potential impact on planning periods, the Director of SPP explained that strategic direction is the anchor point, and it is important to be able to adapt plans to achieve the strategy as things change.
- 270.4.6 Another member asked what adjustments to plans are emerging. The Director of SPP responded that there is an increasing emphasis on portfolio work, on consistent excellence everywhere and on the foundations and building agility capability around digital, data etc. The member noted that this could have been presented more strongly in the report, including some clear examples.
- 270.4.7 The Director of SPP responded to a member's question, confirming that she is working with the DVC (Education) to explore correlation between entry tariffs and first-sit pass rates.
- 270.4.8 A member queried whether the strategic risk register includes those things that could most derail the Being Westminster strategy. The Director of SPP confirmed that they are aligned. The Vice-Chancellor referred also to the risk appetite matrix, noting that the University has a high risk appetite for some of the things the University really needs to innovate on, which allows colleagues to drive the necessary change.
- 270.4.9 The Chair summarised the discussion, noting that the report is a useful tool and that it was good to have the three pillars and goals outlined and to understand how everything works through them.

270.5 COURT AND COMMITTEE MEMBERSHIP

- 270.5.1 Members received a report on membership of the Court and its committees and proposed appointments (Document COG 260311C).

Chair of the Court of Governors and Pro Chancellor

- 270.5.2 The Chair confirmed that the process to select the next Chair of the Court is complete and that Governance and Nominations Committee had accepted that due process was followed.

APPROVED

- 270.5.3 **AGREED** Members confirmed they were content with the recruitment and selection process.
- 270.5.4 The Chair introduced the nominee and outlined their experience (Document COG 260311C Addendum).
- 270.5.5 In response to a member's query about when the candidate would join the Court, the Chair explained that she would discuss that with the appointee if/when they accept the role although it is likely to be Summer 2026.
- 270.5.6 **APPROVED** Julia Palca to be appointed as an independent governor and Chair of the Court of Governors and Pro Chancellor for an initial three-year term from 24 October 2026.
- 270.5.7 The Chair reminded all present that appointment of the new Chair of the Court is confidential until communicated openly.
- 270.5.7.1 **ACTION Clerk to the Court** to inform governors when the appointment is announced publicly.

Internal (colleague) governor

[Clerk's note: Sean Griffiths left the meeting at this point]

- 270.5.8 The Chair confirmed that the nominee had been re-elected by their peers.
- 270.5.9 **APPROVED** Sean Griffiths to be reappointed as an internal (colleague) governor for a second three-year term from 4 June 2026.
- [Clerk's note: Sean Griffiths returned to the meeting at this point]
- 270.5.10 The Chair informed Sean of the Court's decision.

270.6 SAFETY, HEALTH AND WELLBEING REPORT

- 270.6.1 The University Secretary and Chief Operating Officer (USCOO)/Chair, Safety, Health and Wellbeing (SHW) Committee reported that the focus for the Committee remains business as usual and that the Committee discussed the colleague stress risk assessment at their last meeting.
- 270.6.2 The USCOO/Co-Chair, Staying Safe: Business Continuity Group (SSBCG) reported that the SSBCG continues to work on cyber security and business continuity planning.
- 270.6.3 The SSBCG Co-Chair reported that the Group is assessing impact of the Middle East conflict on our students and that colleagues continue to monitor the situation, with involvement from insurers and are continually updating University travel guidance. The SSBCG Co-Chair also reported that the University has arranged alternative assessments for any students who were not able to return to the UK after Reading Week and that the University is keeping in touch with a small number of students who are still on placement in affected areas.
- 270.6.4 Members noted that draft minutes for the SHW Committee meeting on 27 January 2026 are available in the Court of Governors online Reading Room.
- 270.6.5 The USCOO reported two incidents since the last Court meeting:
- Failure of a water cylinder, which caused some damage to property; no-one was seriously injured.
 - A student passed away in University accommodation; their death is believed to have been from natural causes. The USCOO confirmed that the University is connecting with colleagues and students affected.
- 270.6.6 Members expressed their condolences to the student's loved ones and all who knew them.

270.7 STUDENTS' UNION STRATEGIC UPDATE

- 270.7.1 The UWSU President/student governor presented highlights from the UWSU strategic update (Document COG 260311E).
- 270.7.2 Members congratulated Michael Wigg – UWSU Chief Executive Officer – who was selected by the ACUI Awards Committee as the 2026 recipient of their Excellence in Volunteer Service Award.
- 270.7.3 Members wished the UWSU President in his bid to become the next NUS England President.
- 270.7.4 Members noted that elections for UWSU Sabbatical Officer positions for 2026/27 are in progress.

270.8 MANAGEMENT ACCOUNTS REPORT

- 270.8.1 The Director of Finance and Commercial Services (Director of Finance) presented the management accounts report for December 2025 (Document COG 260311D).
- 270.8.2 The Director of Finance reported that:
- Total revenue is £4m below budget.
 - There has been a £4m increase in expenditure, largely due to staff costs.
 - Other operating expenditure is broadly on track and depreciation and interest payable are in line with plans.
 - The current forecast is for a deficit of £15m at year-end; colleagues continue to work hard to manage costs in all areas.
 - Capital expenditure is on track for both digital and estates projects.
 - The balance sheet shows a strong cash position and assets are expected to reduce to around £111m by year-end.
 - The current year's deficit will be partially offset by one-off income from the sale of International House.
 - The University remains fully compliant with all loan covenants.
- 270.8.3 In response to a member's query about the key risks and opportunities that could impact the University's financial position, the Director of Finance commented that there is provision for any student withdrawals, the University continues to manage staff vacancies through voluntary leavers and internal-first recruitment and continues to explore savings in other operating costs. He confirmed that colleagues are focusing on the most impactful areas and will find further savings either this financial year or next.
- 270.8.4 A member asked about student number planning for 2026/27 and the Director of Finance confirmed that colleagues met in mid-January and make slight adjustments to student number plans as more information comes out. He assured members that target numbers broadly align with the five-year forecast submitted to the OfS.
- 270.8.5 The Director of Finance gave the following responses to members' questions:
- Colleagues have discussed the potential additional costs due to global unrest and increased interest rates and will factor this into the University budget for 2026/27 based on intelligence at the time.
 - The Finance team has included operating costs for Zone29 in the University budget.
 - Colleagues review bad debt provision three times per year and adjust accordingly, and write-off bad debt once a year.
 - The Finance team has taken into consideration mitigation of financial risks.
 - The Finance team and the University Planning Committee will consider multiple scenarios through the budget process.

APPROVED

270.8.6 The Vice-Chancellor commented that over the last eight years the University consistently generated sufficient margin to support capital investment however in the last year there have been significant additional costs from reductions in international students and increases in National Insurance. He confirmed that the financial plan includes phasing to return to the 6% margin needed to fund capital investment and the University's cash position provides the security and resilience to do that.

270.9 MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

270.9.1 **AGREED** Members confirmed that the minutes of the meeting held on 26 November 2025 (Document COG 260311F) are an accurate record.

270.9.2 Members noted a report on actions from the previous meeting (Document COG 260311G), which confirmed that the Director of Global Recruitment, Admissions, Marketing and Communications will present to the Court on 20 May 2026 and clarification on achievement of the UWSU President's objective regarding student accommodation.

270.10 ANY OTHER BUSINESS

270.10.1 Members did not raise any matters not on the agenda.

270.11 MEETING EVALUATION

270.11.1 Members made the following comments about the meeting:

- It was exciting to be able to go and see Zone29.
- The meeting was coordinated well and the member felt contented and satisfied.
- The papers and presentations were good quality and strategic.

270.12 PUBLIC INTEREST DISCLOSURE (WHISTLEBLOWING) POLICY AND PROCEDURE

270.12.1 **APPROVED** Updated policy (Document COG 260311H) to be implemented with effect from 1 April 2026, as recommended by the Audit and Risk Committee.

270.13 TREASURY MANAGEMENT AND INVESTMENT

270.13.1 Members received the Treasury Management plan and strategy for 2025/26 (Document COG 260311I).

270.13.2 **APPROVED** Updated Treasury management policy (Document COG 260311I) to be implemented with immediate effect, as recommended by the Resources Committee.

270.13.3 **APPROVED** Updated Investment policy (Document COG 260311I) to be implemented with immediate effect, as recommended by the Resources Committee.

270.14 NOMINATIONS FOR HONORARY AWARDS

270.14.1 Members received nominations for receipt of honorary awards (Document COG 260311J), as recommended by the Governance and Nominations Committee.

270.14.2 **APPROVED** The following nominees will be invited to receive an honorary award from the University:

[redacted]

270.15 RESEARCH INTEGRITY NARRATIVE STATEMENT

270.15.1 **APPROVED** The University's annual narrative statement (Document COG 260311J), which reports on work to support and strengthen research integrity as part of the University's commitment to the Concordat to Support Research Integrity, to be published on the University website, as recommended by the RKE Steering Committee.

270.16 EDI AND SDG ANNUAL REPORTS

- 270.16.1 Members received the Sustainable Development Goals (SDGs) annual report 2024/25 (Document COG 260311L), which reports on progress and performance in the University's contribution to the SDGs and has been considered by the University Executive Board (UEB).
- 270.16.2 Members received the Court of Governors annual equality and diversity report (Document COG 260311M), which reports on equality and diversity in the Court and its committees and has been considered by the Governance and Nominations Committee.
- 270.16.3 Members received the EDI annual report 2024/25 (Document COG 260311N), which provides an update on progress and performance against the EDI Strategy and has been considered by the Governance and Nominations Committee.

270.17 UNDERGRADUATE, POSTGRADUATE AND OTHER FEE PROPOSALS

- 270.17.1 Members received the fee proposals for 2027/28 (Document COG 260311O), as approved by the Resources Committee.

270.18 TRAC RETURN 2024/25

- 270.18.1 Members received the latest TRAC² return (Document COG 260311P), as approved by UEB and noted confirmation from the Audit and Risk Committee that the processes used to produce the TRAC return comply with the TRAC requirements.

270.19 USE OF COMPANY SEAL

- 270.19.1 Members noted a summary report on use of the Company Seal since the last meeting (Document COG 260311Q).

270.20 DATES OF FUTURE MEETINGS

- Wednesday 20 May 2026
- Wednesday 15 July 2026

² Transparent Approach to Costing