

MINUTES OF THE 271ST MEETING OF THE COURT OF GOVERNORS HELD ON WEDNESDAY 20 MAY 2026 VIA MICROSOFT TEAMS

PRESENT:	Professor L Berry, Chair Mr J Ball Miss V Barton, UWSU Mr A Bertone Professor P Bonfield Mrs C Bradshaw Ms J Figueras Ms N Gururani	Mr T James Ms J Khan Ms C Morgan Mr A Musani, UWSU Ms K Patel Ms S Shabbir, Deputy Chair Ms H Simpson Mr T Toumazis, Deputy Chair
IN ATTENDANCE:	Mrs E McMillan, Clerk to the Court Mr D Stubbs (Minute 271.5)	Mr I Wilmot, Company Secretary
APOLOGIES:	Mr S Ford	Professor S Griffiths

Clerk's note: This meeting was preceded by a presentation on student recruitment from the Director of Global Recruitment, Admissions, Marketing and Communications and the Head of Marketing and Campaigns.

271.1 ANNOUNCEMENTS

- 271.1.1 The Chair welcomed all governors and attendees to the meeting.
- 271.1.2 Members noted apologies as recorded above.
- 271.1.3 The Chair informed members that it was the final meeting for student governors Adil Musani and Vivian Barton and that a farewell event will take place after the July 2026 Court meeting.
- 271.1.4 Independent governor Shehma Shabbir declared a conflict of interest for agenda items 4.0b and 13.0 Court and committee membership. The Chair confirmed that Shehma would leave the meeting temporarily while members discussed the appointment.
- 271.1.5 The Chair confirmed there were no requests to discuss starred items (Minutes 271.10 to 271.17), which would be taken as approved or received without debate, or to raise matters not on the agenda.
- 271.1.6 The Chair reminded governors about the Westminster Centre for Gene Editors of the Future launch, which takes place immediately after the governors' farewell event in July 2026, and about the change to the date of the Court away day.
- 271.1.7 The Chair informed members that governors had been involved in some successful initial meetings with employers at Zone29, demonstrating what the new centre will do to bring the University, our students and employers together.
- 271.1.8 The Chair informed members that since the last meeting, she had met with the next Chair of the Court and participated in the joint meeting of Academic Council and the Court.
- 271.1.9 The Chair reported that the Committee of University Chairs (CUC) will issue the updated HE Code of Governance shortly and that other governors have also been attending sector events including other events hosted by the CUC.
- 271.1.10 **RATIFIED** Members confirmed their support for the decision taken by Chair's action earlier in the week to appoint Shehma Shabbir as a member of Remuneration Committee with effect from 18 May 2026, noting that the decision was taken to allow the Committee meeting to go

ahead with a quorum (see also Document COG 260520F).

271.2 COMMITTEE CHAIRS' REPORTS

- 271.2.1 The Chair, Governance and Nominations Committee reported that the Committee supported the membership proposals included later on the agenda as a starred item and had postponed the governance effectiveness review to 2026/27 so the new Chair of the Court can be involved.
- 271.2.2 The Chair, Audit and Risk Committee reported that the Committee discussed risk management in disability services and people/workforce planning and conducted a review of the strategic risk register. Members heard that the discussion covered those risks outside of risk appetite and that members requested more information on how changes in risks are managed and monitored at the operational level.
- 271.2.3 The Chair, Remuneration Committee informed members that the Committee agreed an updated methodology and evidence base to support decisions on salaries for University Executive Board (UEB) members, approved the 2026/27 objectives and performance measures for UEB members, approved updates to the Remuneration Framework for UEB members and discussed the Committee's effectiveness survey outcomes. The Committee Chair noted that she attended a recent CUC event for remuneration committee chairs and fed back to the Committee on discussions around the use of bonuses and how universities recruit and retain talent.
- 271.2.4 The Chair, Resources Committee reported that members discussed institutional resilience, business continuity arrangements associated with the Voluntary Leaver Scheme (VLS), cyber security preparedness and readiness for Martyn's Law¹. The Committee Chair informed members that the Committee discussed with senior colleagues capital project governance and benefits realisation, requested more strategically focused reporting around digital investment, and approved postgraduate research fees.
- 271.2.5 The Chair, Academic Council reported that members participated in a workshop on the refreshed Digital Strategy, including how the University embraces artificial intelligence (AI) and that the formal meeting was followed by the joint Academic Council and Court meeting and the Academic Council open meeting. The Academic Council Chair thanked those governors who attended and spoke at the joint meeting and reported that the open meeting was better attended than in previous years.
- 271.2.6 Members noted that the draft minutes are published in the online Reading Room and that in some cases this would be after this meeting, due to proximity of the meeting dates.

271.3 VICE-CHANCELLOR'S REPORT

- 271.3.1 Members noted the Vice-Chancellor's report (Document COG 260520A).
- 271.3.2 The Vice-Chancellor supplemented his written report with an oral update on:
- Response to the VLS and next steps.
 - Office for Students (OfS) funding for defence-related skills courses.
 - The value of recommendations from current and former students encouraging others from within their communities to study at the University.
 - Academic colleagues' focus on marking, the approaching graduations and conclusion of the academic year.
 - The current political environment.
 - Discussions with London partners about what universities can do to make the city attractive and encouraging other big cities to ensure all international students feel welcome to study in the UK.

¹ The Terrorism (Protection of Premises) Act.

- 271.3.3 The Vice-Chancellor thanked independent governors Charlotte Morgan, Shehma Shabbir and Caron Bradshaw for supporting an event connecting students with finance, accounting and treasury professionals.
- 271.3.4 Student governor and UWSU Vice-President (Activities) Vivian Barton updated members on the UWSU Sports and Societies Awards Night, which was attended by around 200 people and was the biggest event of its kind to date.
- 271.3.5 The Vice-Chancellor encouraged governors to attend student shows and the Dragon Gene Editors event over the next couple of months.
- 271.3.6 In response to a member's query, the Vice-Chancellor assured members on the University's response to the OfS request to declare a position on use of discounting of credits and/or dual algorithms as part of their degree classification approach.
- 271.3.7 [redacted]

271.4 SAFETY, HEALTH AND WELLBEING REPORT

- 271.4.1 The University Secretary and Chief Operating Officer (USCOO)/Chair, Safety, Health and Wellbeing (SHW) Committee/Co-Chair, Staying Safe Business Continuity Group (SSBCG) reported that:
- The Estates team are preparing for summer works across campus.
 - SSBCG remains focused on business continuity planning and Martyn's Law and has established sub-groups to take those areas forward.
 - UEB members participated in a cyber security desktop exercise led by JISC.
 - At their last meeting of the year, the SHW Committee signed off policies, reviewed the SHW legal register and discussed the impact of the VLS on colleagues and how the University is providing support in response.
- 271.4.2 [redacted].

271.5 MANAGEMENT ACCOUNTS REPORT

- 271.5.1 The Director of Finance and Commercial Services (Director of Finance) presented the management accounts report for March 2026 (Document COG 260520B).
- 271.5.2 The Director of Finance reported that:
- The financial position is broadly in line with the Quarter 2 forecast so there is no change to the forecast income for the financial year.
 - Staff costs remain £4m over budget as intended savings were not achieved and there was increased expenditure on part-time visiting lecturers.
 - Other Operating Expenditure is on track, and the intended savings have been achieved.
 - The Finance team are currently working with budget-holders on the Quarter 3 forecast, and the expected deficit remains as reported at the last meeting.
 - Capital expenditure is on track and within budget.
 - Cash balance is strong at £120m and is expected to be approximately £108m at the end of the financial year.
 - The balance sheet, excluding VLS costs, is expected to be approximately £513m at the end of the financial year.
- 271.5.3 In response to a member's query about tightening spending approvals and scrutiny, the Director of Finance explained that there is a working group launching a review of the cost base both by department and across 19 key expenditure categories that will continue with a deeper dive in 2026/27. The Finance team are also looking at purchasing and offering drop-in training sessions on finance systems and budget training for all new budget holders to make sure colleagues understand how to approve expenditure and the impact of their decisions.

271.5.4 The USCOO informed members that the Director of Finance has achieved pay and non-pay savings during the year and that – due to the work of the Finance team - the University intends to absorb the costs of the VLS within the forecast deficit and is still generating cash, all of which will have a longer-term positive impact on financial performance.

271.5.5 On behalf of the Court, the Chair thanked the Director of Finance and all the team for their work on cost management.

271.6 STUDENTS' UNION AND STUDENT GOVERNORS UPDATE

271.6.1 The UWSU President/student governor presented highlights from the UWSU strategic update (Document COG 260520C).

271.6.2 The UWSU President highlighted the positive culture in elections and in the organisation and the success of the Students' Union and Sabbatical Officer team in terms of performance and effectiveness.

271.6.3 A member praised the Students' Union on the quality of the report and the clarity of the risk management report (Document COG 260520C Appendix).

271.6.4 A member commented that the Students' Union have managed their finances well this year and as a result have a high cash balance. The member queried whether this was a timing issue or if there is a plan for UWSU to invest the cash in the Students' Union and in more activities etc. The UWSU President noted that this is a decision that extends beyond his term of office.

271.6.4.1 **ACTION UWSU President** to discuss the query with the UWSU Chief Executive Officer and provide a response to the member and the Clerk to the Court.

271.6.5 The Chair invited the student governors to reflect on their time as a member of the Court.

271.6.6 UWSU Vice-President (Activities) and student governor Vivian Barton commented that it had been a rewarding experience that provided insight into the long-term thinking and decisions being made across the institution. Vivian noted that seeing what goes on 'behind the scenes' is eye-opening and that her favourite moment was when governors came to Harrow and experienced what happens in the Den as that brings the Students' Union reports to life. Vivian thanked everyone for their support.

271.6.7 UWSU President and student governor Adil Musani commented that when he knew he was going to be a student governor it was scary but after delivering his first report it felt like everyone had known each other for a long time. Adil noted that there was clear communication and the help and guidance if he needed it was welcome. He considered it an honour to join the Court and to contribute his voice to meetings and thanked everyone for supporting him and the Students' Union.

271.6.8 The Chair commented that both student governors have been really important members of the Court. The Chair noted that they had made fantastic contributions, were fully engaged and thought about how their work and the work of the Court come together and how they could inform the work of the Court.

271.6.9 The Vice-Chancellor encouraged governors to continue to connect with the student governors after they leave the University and to support them in any way they can.

271.7 MINUTES OF PREVIOUS MEETING AND MATTERS ARISING

271.7.1 **AGREED** Members confirmed that the minutes of the meeting held on 11 March 2026 (Document COG 260520D) are an accurate record.

271.7.2 Members noted a report on actions from the previous meeting (Document COG 260520E).

271.8 ANY OTHER BUSINESS

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

271.9 MEETING EVALUATION

271.9.1 Members made the following comments about the meeting:

- There were reasons to be online for this meeting; however, it demonstrated that in-person is the best way to conduct a meeting with this many members.
- Great meeting; very open conversation; great reports in advance – really informative and insightful.
- The presentation before the formal meeting covered an important topic and more time to discuss student recruitment in future would be welcome.
- The meeting was conducted well with fair exchanges, participation and engagement.
- The question raised about exploring the position on potential collaboration within the sector is also important.

271.10 COURT AND COMMITTEE MEMBERSHIP

271.10.1 Members received a report on membership of the Court and its committees and proposed appointments (Document COG 260520F), with recommendations from the Governance and Nominations Committee.

271.10.2 **APPROVED** Muhammad Barik Ullah – UWSU President Elect and Adeola Adefulu – UWSU Vice-President (Education) Elect to be appointed as internal (student) governors for a one-year term from 1 July 2026.

271.10.3 **APPROVED** Catherine O'Connor – Deputy Vice-Chancellor (Education) to be appointed as an internal (colleague) governor with effect from 9 October 2026.

271.10.4 **APPROVED** Julia Palca's appointment as an independent governor and Chair of the Court to be brought forward to 1 September 2026.

271.11 UWSU AND UNIVERSITY OF WESTMINSTER MOU AND CODE OF PRACTICE

271.11.1 **APPROVED** Updated Memorandum of Understanding and Code of Practice (Document COG 260520G) to be implemented with immediate effect, as recommended by the Governance and Nominations Committee.

271.12 COMPLIANCE WITH ONGOING REGULATORY CONDITIONS - ANNUAL REPORT 2025/26

271.12.1 Members received an assurance report on compliance with regulatory conditions (Document COG 260520H), which had been noted by the Governance and Nominations Committee and will be submitted to the Audit and Risk Committee.

271.13 REGISTER OF PEOPLE WITH SIGNIFICANT CONTROL

271.13.1 Members received the annual update of the statutory register (Document COG 260520I), as submitted to the Governance and Nominations Committee.

271.14 UWSU SABBATICAL OFFICERS ELECTION - RETURNING OFFICER'S REPORT

271.14.1 Members received the Returning Officer's report for the recent election (Document COG 260520J).

271.15 UWSU FINANCIAL MATTERS

271.15.1 Members received the UWSU financial statements for the financial year ending 31 July 2025 (Document COG 260520Ki), as approved by the UWSU Trustee Board.

APPROVED

271.15.2 Members received the UWSU block grant bid and updated strategic plan (Document COG 260520Kii), as approved by the University Executive Board.

271.16 USE OF COMPANY SEAL

271.16.1 Members noted that there has been no use of the Company Seal since the last meeting.

271.17 DATES OF FUTURE MEETINGS

- Wednesday 15 July 2026
- Friday 25 September 2026 (away day 12noon to 6pm)
- Wednesday 7 October 2026
- Wednesday 25 November 2026
- Wednesday 10 March 2026
- Wednesday 19 May 2026
- Wednesday 28 July 2026