

Council

25/73 A meeting of the Council was held at 10.00 am Thursday 25 September 2025 in the Jarratt Conference Room, Greenlands Campus. The meeting included a tour of the Greenlands Campus.

Present at the meeting:

The President	(Mrs Helen Gordon, In the Chair)
The Vice-Presidents	(Mr Kevin Corrigan & Mrs Kate Owen)
The Vice-Chancellor	(Professor Robert Van de Noort)
The Deputy Vice-Chancellor	(Professor Parveen Yaqoob)
The Pro-Vice-Chancellor	(Dr Caroline Baylon)
The Pro-Vice-Chancellor	(Professor Elizabeth McCrum)
The Pro-Vice-Chancellor	(Professor Dominik Zaum)

Mr Steve Alexander
Mr Shamshad Ali
Mrs Sian Butler
Professor Elena Beleska-Spasova
Professor Richard Frazier
Professor Jon Gibbins
Ms Martina Hudson
Ms Tiam Koravand
Mr John Jack
Mr Jackie Liu
Mr Peter Milhofer
Mr Paul Milner
Ms Sally Peck
Mrs Sally Plank
Professor Katja Strohfeldt

In attendance:

The Chief Financial Officer (Mr Vin Wijeratne)
Ms Tasha Easton, Governance (minute secretary)
Ms Louise Sharman, Director of Governance

The Pro-Vice-Chancellor (Professor Peter Miskell) for Minute 25/78 and the Greenlands Tour

The Director of Estates (Mr Andrew Casselden) for Minute 25/78 the Greenlands Tour

Apologies were received from: Dr Janet Young, Angus McCallum, Sue Maple and Dr Richard Messer.

The President welcomed Ms Sharman and Ms Easton to the meeting. [Redacted, Section 40].

The Council noted that it was not quorate on this occasion. The Council was asked to agree that any decisions made during the meeting be circulated to those not attending for their ratification. This approach was agreed. The President reminded Council that where members were not able to attend a meeting of the Council or of Council Sub-Committees, that apologies were sent with sufficient notice to the Chair and Secretary in order to ensure that alternative arrangements could be made to gather input and make decisions.

25/74 President's opening remarks

The President:

- Noted that the University was the inaugural winner of the University of the Year for Scholarships and Bursaries 2026 in The Times and Sunday Times Good University Guide 2026. This accolade reflected the vision of setting up such initiatives such as the Global Sustainability Leaders Scholarships.
- Had deputised for the Vice-Chancellor, along with Professor Suzanne Gray, at a lunch to celebrate 30 years of The Queen Elizabeth Prizes for Education – the University had received five awards (twice in Meteorology, and once for Archaeology, Typography, and for collaborative work on Shakespeare and the Globe).
- Had been involved in conversations amongst other Council Presidents, Vice-Chancellor's and members of CUC and Advance HE around the governance of Higher Education organisations. There was no doubt that there would remain close scrutiny of how Councils and Universities were making decisions. A review of how Council's effectiveness, and how it managed its committees and governance would be carried out during 2026. This might require an external view but it would also be valuable to have input from current lay members. If anyone was interested in assisting with this review, they should express an interest to the Secretary.
- Noted that an updated HE Code of Governance from the CUC was awaited, which would most likely follow the publication of a White Paper on Post-16 Skills and Higher Education later in 2025.
- Referred to the publication of the Gillies Report 'Investigation into financial oversight and decision making at the University of Dundee' which had been published in June 2025. There were important lessons to be learned which could be drawn on, for e.g. the University was improving its financial digest and as a result, its knowledge and ability to make decisions.

- Noted that Advance HE had now published a report on Shaping the future of HE governance – Ten priorities to improve higher education governance. The priorities were:
 - To actively reflect on Board composition – size, skills and diversity
 - Engage Boards more proactively in scenario planning and stress testing of assumptions and forecasts
 - Agility in decision making – reflection on frequency and cycle of meetings, and only focussing on matters which were strategic, regulatory/statutory, or of material significance
 - Greater use of technology in governance
 - Raise expectations about governor development
 - Increased transparency
 - Strengthen links with academic governance
 - Compliance with regulatory approaches and Codes
 - Consider the benefits of remuneration
 - Open minded about partnership and collaboration
- Noted that it was important for Council to continue to challenge business, particularly given the complex changing environment the University faced.
- Along with the Vice-Presidents and the University Secretary, was testing a new tool to assist boards to carry out contemporaneous ‘pulse checks’, which helped to gather information as well as assist with periodic exercises.
- Reminded Members of the Council to complete any outstanding paperwork with the Governance Team.

25/75 Vice-Chancellor’s opening remarks

The Vice-Chancellor gave an update on a number of areas, as follows:

Sector context and government

- The Times Higher Education had reported that to date in 2025 there were 25+ institutions that had initiated significant redundancy programmes, with 20+ where industrial action was taking place.
- The sector was still in some turmoil, and there was little support or consultation from the Government which had not offered a plan for HE going forward. HEIs were keen to see tuition fees linked to inflation and recruitment for 2026 was due to start soon.
- Universities UK (UUK) noted that the White Paper on HE had been promised but this had still not been produced. UUK had not been asked to input into the paper. With the recent Government reshuffle it was expected that there could be further delay.
- Every 7-8 years a Research Excellence Framework (REF) exercise was carried out to assess universities’ research. £2 billion of QR funding was allocated annually on the

basis of this. UUK was hoping for a restoration of QR funding in the Autumn Statement, which had not grown with inflation. The chance of this happening felt low, and the political position at present was not positive.

- The sector was waiting to see what would happen with the levy on international student fees.

Merger of the Universities of Greenwich and Kent

- It was noted that University of Kent had recently undergone four rounds of redundancies. It had marketed itself as the European university, and had previously had the highest rate of EU students. Post Brexit, the number of applications had reduced. There appeared to be a correlation that once an institution had started making cuts to staff numbers, that student applications also seemed to decline.
- The University of Kent was incorporated by Royal Charter with a formal Council, like Reading, whereas Greenwich University was a corporation with a small board. It was interesting that the Government did not appear to be interested in this distinction – its top priority was good governance and to ensure that universities were financially stable.
- The Vice-Chair (Mr Corrigan) noted that the degree of engagement from the DfE and OfS had been significant for this merger.
- The Vice-Chair (Mrs Owens) queried the benefits for Greenwich University. Kent and Greenwich already had a strong relationship, with a shared campus (Medway). The merger would make the institution the third largest in the UK, so scale was clearly a factor.
- The Vice-Chancellor reminded the Council that the University had undergone a merger itself not so long ago, with Henley Management College.
- There was pressure from Government for universities to rethink their governance models, in favour of smaller Boards with fewer ‘representative’ members present.
- Mrs Plank commented that there could be opportunities for universities which were not in financial distress to think about the benefits of such partnerships/mergers. Due to the physical location of Reading, it was difficult to identify obvious partners.
- In response to a question from Mr Alexander the Vice-Chancellor confirmed that it was likely that partnerships/mergers would become an increasing trend over the next decade, particularly in locations where there were multiple universities often offering the same programmes.
- The Vice-Chancellor noted that Reading was speaking to other universities to understand how they could all work better together and learn from each other.

Report on the regional context

- The Thames Valley did not have a strong voice in Westminster - which was vital for developing important initiatives in the area such as extending the rail network west

from Heathrow. Reading was working closely with the Thames Valley Chamber of Commerce to further this agenda, and was one of the four founding sponsors of the Thames Valley APPG (All-Party Parliamentary Group). Funding was to be used for high quality research which could be used explicitly to lobby government on behalf of the region.

- Local MPs had shown an interest in shaping the Thames Valley, especially given the number of international headquarters in the area. Thought was needed about how to strengthen the economic case for investment in the Thames Valley and how to work closely with these organisations.
- Oxford, Berkshire and Swindon had indicated their wish to become a Thames Valley Mayoral Authority. Two Directors had been appointed to develop a proposition and the University had been asked to lead a coalition of universities. Mr Milhofer queried whether FE colleges would be involved – it was clarified that it was just universities at this stage.

University's current position

- The University's recent NSS scores were slightly lower than 2024, although this was still better than the 2023 results and was very favourable compared to the rest of the sector. As noted previously, the University had been nominated for University of the Year for Scholarships and Bursaries.
- In terms of the 2024/25 financial outturn, the Vice-Chancellor was confident that the budget agreed by the Council would be met.
- [Redacted, Section 43].

Mitigation areas:

The Vice-Chancellor referred to mitigation areas as previously seen by the Council:

- Global Sustainability Leaders Scholarships
 - Learning and Engagement Analytics Project (LEAP)
 - Savings in Schools
 - Savings in Directorates
 - Henley
 - Internationalisation and Global Engagement
-
- 240 Global Sustainability Scholarships had been offered and accepted for 2025 entry, with an average entry tariff of AAA+ and 60% from widening participation backgrounds. As these were only established part of the way through the current recruitment round, they could only be marketed to existing applicants, [Redacted, Section 43].
 - It was noted that the Red/Amber/Green ratings applied in the presentation related to progress rather than financials, [Redacted, Section 43]. Mr Milhofer suggested that it

would be interesting to see continuation rates for these students. A welcome ceremony was being held for scholarship students this evening in the Great Hall.

- Mr Milhofer enquired when the results of the scheme would be visible in league tables, particularly that the University was taking such high quality students. It was noted that this would take some time, but that students had been discussing the scheme in some online forums.
- The University had recruited students with tariffs from AAA+ to CCC, with DDD for foundation year entry this year. Some Russell Group universities had accepted students at a lower tariff entry.
- The Learning Engagement and Analytics Project (LEAP) was progressing to plan, with attendance monitoring being launched in 2026 and learning analytics in 2027.
- The savings in Schools were on track and the financial impact would be reviewed.
- The savings in Directorates were progressing but there was still a long way to go with this. The Chief Operating Officer would help accelerate this programme of work.
- The Henley Strategy was being developed at present.
- The HBS partnership with Tianjin University was a year later than planned but was now back on track with approval awaited from the Chinese Ministry of Education.
- There had been progression with the regional hubs although there would not be an immediate improvement in global recruitment. [Redacted, Section 43].

Top 10 strategic projects (non-mitigations)

The Vice-Chancellor presented a slide detailing work on:

- Strategy 2026 onwards
 - Portfolio Review Pathway (PRP)
 - LGV (and TVSP extension)
 - ECMWF
 - Natural History Museum (NHM)
 - Royal Botanic Gardens Kew
 - Royal Berkshire Hospital (RBH)
 - Agri-Food Futures (AFF)
 - Estates and Digital Strategies
 - Academic Workload Model
-
- The University Executive Board had an away day planned next week to begin work on the new University Strategy, with a view to bring developments with this to the November Council meeting for a pre-dinner discussion.
 - The Portfolio Review Programme (PRP) had now been embedded, with the principles allowing more efficient teaching. Any new programmes would follow these same principles.

- The Loddon Garden Village (LGV) planning proposal was nearly complete and would be submitted by the end of September.
- The ECMWF building was being constructed and should complete in 2026.
- Construction of a new building for the Natural History Museum had broken ground.
- [Redacted, Section 43.]
- The Royal Berkshire Hospital (RBH) and the University had been reviewing their collaboration and were focusing their efforts on what has worked well in the past. Five clinical professors had been appointed to the University, paid for by RBH, who would be given time to work with teams from both organisations. [Redacted, Section 43].
- Senior appointments for the Agri-Food Futures programme had been made. As LGV developed, thought would be needed around a future farm and how the University could develop its research.
- The annual budget for the Estates Strategy had been reduced from £40m to £30m, which had put some pressure on the programme. As noted earlier, URS had been paused to ensure funding was in place for this investment. Some digital projects had not progressed well (HRMS) whilst others had completed successfully (migration of the RISIS student record system to the Cloud, P2P e-Marketplace and CAFM).
- Mrs Plank queried whether the pause to URS would produce a saving this year. Although this made up around 50% of the planned capital spend on Estates, there were still other projects to continue with and the URS project would be restarted in due course. The Chief Financial Officer was evaluating if there was a different way to fund the URS programme, but UEB was fully committed to this project. The Vice-President (Mr Corrigan) asked about the cost of pausing URS, in monetary terms and any effect on student recruitment, as well as any issue with utilising the Chancellors building for longer. The Vice-Chancellor confirmed that every month of delay added to the final cost of the project but that it was vital to ensure the sufficient funding was in place for such a large-scale project. The Vice-Chancellor would address with the Local Authority the use of the Chancellors building if necessary.
- The Academic Workload model was due to be piloted in Spring 2026. This would allow the executive an insight into how colleagues are spending their time.

The President thanked the Vice-Chancellor for his detailed update. The Council welcomed the format of the slides given and encouraged a similar update at the start of each meeting of Council.

25/76 Disclosure of Interests

The Disclosure of Interests was received and noted. Members were asked to pass any updates to the Secretary.

25/77 Understanding student recruitment for 2025, including financial implications

The Pro-Vice-Chancellor (Academic Planning and Resource) Professor Dominik Zaum submitted a report and gave a presentation to Council on Student Recruitment for 2025 and Financial implications. Council noted the discussion that had taken place at the Scrutiny and Finance Committee at its meeting on 8 September 2025. Council was asked to note and discuss student recruitment for 2025 entry including financial implications.

Undergraduate Recruitment

[Redacted, Section 43].

Confirmation and clearing were extremely competitive, with many high-tariff institutions significantly reducing their entry tariffs (at times below Reading's entry tariff in clearing). Growth in the sector was concentrated in high-tariff institutions, and there had been a continued decline in recruitment in low-tariff institutions. [Redacted, Section 43].

[Redacted, Section 43].

PGT Recruitment

[Redacted, Section 43].

Unlike for UG, there was no sector wide data that allowed for a comparative analysis of applications and accepts of PGT, but conversation with other institutions suggested a similar or worse picture across much of the sector, with many institutions planning for declines in international PGT of 25%-40%. Government policy was not supporting, and not designed to support, a change in this.

The University continued to receive and process applications and responses to offers, so the range of possible recruitment outcomes for PGT remained very wide, and would only meaningfully narrow once enrolment on campus commenced.

International Recruitment

Professor Zaum explained that TNE (Trans-National Education) encompassed all the students moving from international partnerships or the Malaysia campus to the UK. These numbers declined significantly during COVID and did not recover subsequently. A conservative assumption had been made for the budget that the numbers would not grow this year. [Redacted, Section 43].

Overall position

Professor Zaum reported that student numbers had changed from what was presented to S&FC two weeks previously, and would undoubtedly change further in the coming weeks. However, overall the University was likely to meet its income targets for student numbers, although the composition was different from what was initially expected.

[Redacted, Section 43].

[Redacted, Section 43].

Financial Implications

Professor Zaum had set out a summary of the financial implications of the student numbers in terms of best- and worst-case scenarios.

[Redacted, Section 43].

[Redacted, Section 43].

Sector position

The University was able to compare its UG data with other institutions, but not PG numbers. The main UG increase has gone to high tariff institutions, with medium tariff institutions remaining stable, and low tariff institutions suffering a decrease in recruitment.

The only growth in international students had been in high tariff institutions; although there was an increase in applications and offers, this had not translated to higher student recruitment in this area.

[Redacted, Section 43].

Professor Zaum invited questions and discussion from Council members:

- The President thanked all of those involved in helping the University to achieve its overall target.
- Mr Liu reported that, due to the pressures of living costs and accommodation, many local school students reported they were starting to look at local universities. Admissions at one university had dropped by 10% for one programme as it had not wanted to compromise on quality, so it was impressive that Reading had met its target without lowering its tariff. He expected that the University would make good use of its centenary celebration next year and acknowledged that PGT was currently a difficult market.
- The President enquired whether international PGT recruitment was a new trend. Professor Zaum explained that the University had made provision for under recruitment this year and for next two years.
- Mr Alexander queried where the University sat in the sector. It was confirmed that Reading was considered a medium tariff University but had performed more like a high tariff university and without compromising on tariff.
- Dr Baylon noted that last year the University underperformed on UG recruitment but well internationally. Therefore there could be improvements in international recruitment and action would be taken to try and reverse this trend.

Items for approval

25/78 The Future of the Greenlands Campus

[Discussion on this item was preceded by a tour of the Greenlands Campus for the Council – the Council recorded its thanks to all those involved in the tour]

[Redacted, Section 40].

The Council received a recommendation from UEB in regard to the future of the Greenlands Campus. Council received:

- 1) A recommendation from UEB that work continue on the Greenlands project, and that a Programme Board be established
- 2) Relevant minute from Scrutiny and Finance Committee
- 3) Updated Legal Information and recommendations as to changes to the Greenlands Trust Committee [this advice was confidential and legally privileged]
- 4) Verbal input to the Council from the Greenlands Trust Committee (which had met on 24 September 2025)

[Redacted, Section 43].

UEB and Council had approved the direction of travel for a new Henley Business School strategy; it was essential that the Greenlands project and work on implementation of that strategy were joined up so that the University understood not just existing usage of Greenlands but also expected future usage.

[Redacted, Section 43].

It was recommended that a programme board be convened to oversee a multidisciplinary programme of work. This work would look at the future options for the Greenlands Campus in the round. This programme would allow a joined-up approach across the Estates, Academic, Reputational, People, Hospitality, Legal, and Financial drivers for change at Greenlands, together with the necessary change management and communication activities.

This work would be overseen by a member of UEB and employ a Programme Manager working with stakeholders representing the key Academic and Directorate interests. It was envisaged that the Programme Manager would be a fixed term, external appointment, with experience of managing complex projects of this sort. The programme board would be established with senior representatives from the Academic units and Directorates affected.

The Council noted that it must be mindful of the conflict of interests that existed between it acting as the governing body of the University and as Trustee (legal advice was received on how Council should approach any conflict of interest). It was also noted that the existence and proper operation of a Trust Committee provided mitigation to risks of conflict for Council.

Currently the Greenlands Trust Committee did not have clear terms of reference and its membership comprised lay members of Council, chaired by a member of UEB. None of the Trust Committee membership had independence and therefore this created a difficulty in demonstrating that the Trust Committee could ameliorate this conflict of interest.

It was therefore recommended that Council, in its capacity as Trustee, agree that the arrangements for the Trust Committee were reviewed, as follows:

- (a) A new protocol for the operation of the Trust Committee be agreed. A draft was submitted which Council was asked to approve in its capacity as Trustee.
- (b) The Trust deed provided that the Trust Committee was responsible for the day-to-day management of the affairs of the Trust. It was recommended that more detailed delegations were developed for approval by the Council acting as Trustee at a future meeting of Council.
- (c) The membership of the Trust Committee be reviewed, with a lay member of Council as Chair, and membership changed or enhanced to include at least one member independent of the University group, with appropriate subject matter experts included. Council acting as Trustee were asked to approve such a review, with membership agreed by the President of Council by Chair's action.

Before opening up for general discussion the President asked for comments from specific representatives:

- The Vice-Chancellor reminded the Council that the proposal was being brought forward in their capacity as Trustee. Ultimately UEB were seeking a sense as to whether Council was supportive of further work being undertaken to understand all of the details, options and opportunities, particularly given the challenges facing the site.
- The Vice-Chancellor noted that Programme Board would be able to answer more detailed questions that the Council might have. The papers provided were there to provide background. If the establishment of a programme board was approved, considerably more work, including legal work, would be required.
- Professor Miskell reported that the Greenlands Trust Committee had met yesterday, 24 September, and outlined the discussions that had arisen at the meeting, as follows:
 - The purpose of the Trust Committee was to help Council manage the conflict of interest, as Council had an obligation to think about the University as a whole but was also trustee of the Greenlands Trust. The Trust Committee could independently look at Greenlands related issues, ensuring that the objects of the Trust (to conduct business and management education and research) were maintained and promoted.
 - The Trust Committee had previously met on an annual basis, with a limited membership with a remit to consider a small amount of funding and how best to allocate this to projects relating to the objects of the Trust. Given the current discussions around the future of the site, it was a proportionate response to reassess the constitution of the Committee and ensure there was sufficient independence to manage the conflict of interest.
 - The Trust Committee had agreed to would be appropriate for the Chair to be a lay member. Although this could be someone external, it was agreed that it would be

better for it to be a lay member of Council to ensure flow of information between the Trust Committee and Council.

- In addition, it would be appropriate to appoint 1-2 additional members who had a greater degree of independence. They might be part of the University already but would not be in any decision making role. It would be important that they had some knowledge of the University as there was insufficient time to bring anyone up to speed. Given the objects of the Trust, it would be beneficial to have expertise of business education and research. The President and the Chair of Appointments Committee would consider appropriate membership for the Trust Committee on behalf of Council.
- In terms of the proposal about the future of the site, the Committee recognised that the recommendation coming to Council was not a full proposal at this stage. The Trust Committee expected to have an input into any detailed recommendations, and would be in a better position to feed into this process once it was reconstituted. [Redacted, Section 43].
- [Redacted, Section 43].
- [Redacted, Section 43].
- [Redacted, Section 43].

The President opened discussion up for wider comment and questions:

- [illegible]

The Council did not approve the proposal for the Programme Board as submitted. The Vice-Chancellor was asked to bring back a more formal proposal for the Programme Board, its scope and terms of reference to a future meeting.

Resolved :

1. 'That the recommendation from UEB that work continue on the Greenlands project and that a Programme Board be established not be approved at this time, and that UEB be asked to bring forward a more detailed proposal and scope for the Programme Board
2. 'That Council, acting in its capacity as Trustee of the Greenlands Trust, Council:
 - Approve the Greenlands Trust Governance Protocol and note that more detailed delegations will be proposed to it at a future meeting; and
 - Approve a proposal to review the membership of the Greenlands Trust Committee, such that:
 - a lay member of Council be nominated as Chair,
 - membership be changed or enhanced to include at least one member independent of the University group, with appropriate subject matter experts included,
 - that final membership be agreed by the President of Council on behalf of Council.

25/79 HRMS Project Update

The Council received a paper summarising progress on the HRMS Project.

As previously articulated to UEB and some Council members in a recent (July 25) paper, the proposed go-live of the HRMS project of July/August had not been achievable, principally due to well documented data migration issues. A revised go live of October/November was considered and provisionally agreed at Project Committee in the summer to allow more time to get to the root causes. Those data issues had been investigated by specialist resources brought in over the summer and had largely been addressed. Whilst this was positive news, there remained several well documented concerns [Redacted, Section 43].

[Redacted, Section 43].

The decision required had needed both UEB and then Council approval, but could not wait for the next Council meeting so the following actions had taken place:

- The University Secretary had briefed the President of Council, and, at her request, had shared a version of this paper with herself, the Chair of S&FC, the Chair of Audit Committee and an informed lay member (Angus McCallum).

- They had met on Friday 5 September 2025 to discuss the paper and ask questions.
- The University Secretary had subsequently reported on that meeting to UEB on 8th September 2025, which, for its part, approved the [Redacted, Section 43] revised budget request.
- A further meeting with the aforementioned Council members took place on 9th September 2025. Following scrutiny of the proposals, the President of Council, the Chair of the Scrutiny and Finance Committee, the Chair of the Audit Committee and the other lay member present agreed firstly that they were prepared to act on behalf of Council in making a decision about interim budget, given the consequences of them not doing so, and secondly that they approved on behalf of the Council the requested increase in budget of [Redacted, Section 43].

Following these actions the Council was now asked to approve a recommendation that a group comprising the President of Council, the Chair of the Scrutiny and Finance Committee, the Chair of the Audit Committee and an informed lay member (Mr A. McCallum) be empowered to decide on behalf of the Council a recommendation about the next stage of the HRMS project.

The President of Council noted that Council approval had been given as the project was now over budget, the request of Council was to empower a small group.

Mr Ali enquired whether if option 4 was chosen the investment to date would be written off and whether there would be any case for a claim against the supplier. It was confirmed that this would need to be written off and that professional advice would be sought on whether there was any claim.

Mrs Plank noted the additional spend approved for this project on top of the original costs, and asked whether the new COO would take over leadership of the project. The Vice-Chancellor confirmed that the COO would take over responsibility.

Resolved :

1. 'That, the recommendation to empower a group comprising the President of Council, the Chair of the Scrutiny and Finance Committee, the Chair of the Audit Committee and an informed lay member (Mr A. McCallum) to decide on behalf of the Council a recommendation about the next stage of the HRMS project was approved'

25/80 NIRD Trust Annual Grant and Settlement Documentation

The Council acting as NIRD Trustee received a paper from the NIRD Trust Committee (4 September 2025) including the annual statement on NIRD Trust spend.

The Council was asked to approve a recommendation from the NIRD Trust Committee that the annual grant be made to the University from NIRD, for 2025-26 and recommendations relating to the Settlement Documentation.

The NIRD Trust Committee recommended that Council, acting in its capacity as NIRD Trustee:

- 1) Approve the form and enforceability of the draft settlement documentation (Settlement Documentation) relating to the issues between the NIRD Trust and the University comprising:
 - [Redacted, Section 43];
 - [Redacted, Section 43]
- 2) Authorise the taking of all steps to implement the Settlement Documentation as soon as practicable following final approval and granting of the relevant order by the Charity Commission;
- 3) Confirm that (in its capacity as NIRD Trustee) it was satisfied that that there were not any other similar cases of NIRD Trust assets being used otherwise than in accordance with its intended charitable purpose or trusts, and that appropriate steps had been put in place to improve governance of the NIRD Trust; and
- 4) Approve the requested [Redacted, Section 43] budget for spending in accordance with the accordance with the purposes of the NIRD Trust for the period 2025/2026.

Council (acting in its own capacity) would also be required to approve the Settlement Documentation and the taking of all steps required to implement the Settlement Documentation.

It was noted that the NIRD Trust Committee had reviewed the NIRD proposals and were content – the President confirmed a message from the Chair, [Redacted, Section 40], in advance of the meeting as follows: The arrangement to regularise the position with regards to the University's and the NIRD Trust's assets had been the subject of considerable work over many years. The arrangement that had now come to Council was supported by the Charity Commission and, if Council approved this arrangement, would conclude the matter. The University had no choice but to pay the money back and this arrangement was as simple and painless as possible, recognising the complexity of the various parties involved.

The Vice-Chancellor informed the Council of the need to formalise the loan with the NIRD Trust. The Charities Commission had provided advice. The documentation was here for Council and as Trustee of NIRD and both sides need to agree to the settlement.

In response to a question from Mr Ali it was confirmed that the arrangements would have no impact on any external covenants.

Resolved

1. 'That Council, acting in its capacity as Council and as NIRD Trustee:

- approve the recommendation from the NIRD Trust Committee for the annual grant (on this occasion [Redacted, Section 43]) be made to the University for spending in accordance with the purposes of the NIRD Trust for the period 2025/26.'

2. 'That Council, **acting in its capacity as Council and as NIRD Trustee:**

- approve the form and enforceability of the draft settlement documentation (Settlement Documentation) relating to the issues between the NIRD Trust and the University comprising:
 - [Redacted, Section 43]
 - [Redacted, Section 43;
 - [Redacted, Section 43], and
 - [Redacted, Section 43].
- authorise the taking of all steps by University employees to implement the Settlement Documentation as soon as practicable following final approval and granting of the relevant order by the Charity Commission; and
- confirm that, following the recommendations of the NIRD Trust Committee, the information contained within the report of the NIRD Trust Committee and from its own knowledge is satisfied to the best of its knowledge and belief that that there are not any other similar cases of NIRD Trust assets being used other than in accordance with its intended charitable purpose or trusts, and that appropriate steps have been put in place to improve governance of the NIRD Trust. '

3. 'That Council, **acting on behalf of itself:**

- approve the form and enforceability of the Settlement Documentation; and
- authorise the taking of all steps by University employees to implement the Settlement Documentation as soon as practicable following final approval and granting of the relevant order by the Charity Commission. '

Items for discussion

25/81 Use of AI in Research

Council received a presentation on how the University was using AI in research from the Deputy Vice-Chancellor.

The Deputy Vice-Chancellor highlighted:

- Opportunities – analysing massive datasets, identifying patterns, making predications, image recognition, natural language processing, automating repetitive tasks, generating new text based on a prompt.
- Industries seeing immediate impact included: Law, Insurance, Content Curation, Accounting, Medicine, Radiology, Translation, Customer Service.
- That the University was looking to define priority areas, engage key partners, identify training and infrastructure needs – the University could not compete in every area so was identifying areas of critical mass and key strengths e.g. health, environment, digital humanities, collections, climate.

- A number of Schools had won awards for their work using AI – AI related projects had received c£6.4M in funding since 2020; there were currently [Redacted, Section 43] applications in submission.
- Example awards included funding to reduce hospital appointments which had reduced missed appointments by 60% - the University had been shortlisted for the THE Research Project of the year STEM for this work. In addition, an AI project to improve early detection of rheumatic and musculoskeletal diseases had been awarded £1.2M of funding.
- The All-Party Parliamentary Group on Artificial Intelligence – Dr Mona Ashok had presented eight recommendations
- The University was one of 24 universities awarded a Turing Network Development Award
- The University was working closely with the Thames Valley AI Hub – this brought together academics and other professionals
- Governance and ethics sector level initiatives included: UNESCO recommendations on the ethics of AI, OECD AI principles, Funders and national projects, research integrity bodies, academic and policy trackers
- Broadly universities were: writing institutional strategies and policies, setting up governance and review processes, publishing research integrity/methods guidance, tightening data security and procurement, investing in infrastructure and access, training and capacity building
- Next steps for the University would involve the development of an Action Plan to: build on priority areas via champions; training and development; infrastructure; support for funding opportunities; external showcasing; consideration of governance, ethics, policy

The following comments and questions were raised on the presentation:

- Mrs Peck was interested in hearing more about an overall AI strategy, especially in regard to teaching students and academic research
- Mr Ali was interested in what needed to be done to remain competitive in this area and what investment would this require as well as an evolution of skills. He was also keen to understand how this would align with the University Strategy. The Deputy Vice-Chancellor noted that the University could not compete in all areas, and would need to focus effort and resource on distinct area and partnerships
- Professor Gibbins asked about training student – pitfalls and advantages. He noted that many researchers used AI in small ways and students dipped in and out – were there any lessons learned on how to approach AI for academics. The Deputy Vice-Chancellor confirmed that a Code of Practice would be available for PhD students
- Mr Alexander queried whether there was a broad vision for AI. The Deputy Vice-Chancellor noted that the next stage was to develop an overarching strategy and ambition.

- The Vice-Chancellor commented that there was a lot of work to be completed on the University's IT systems below the level of AI – it would take a while to embed an overall AI strategy
- Mr Milhofer noted how quickly AI was advancing. It would be interesting for Council to hear further updates. He queried how the University could stay on the front foot for this and what resource was available to make improvements. The Vice-Chancellor confirmed that any investment would need to be proportional to benefits.

The President of Council asked Council whether they would like to hear more on this topic at their January meeting. It was agreed that a further presentation in January was not required but that it would be helpful to see the Research action plan in due course.

The Council thanked the Deputy Vice-Chancellor for the presentation.

Resolved

1. That the presentation on how the University was using AI in research be noted and that the action plan be circulated when ready

25/82 Corporate Risk Register actions in 2024-25, and plan for 2025-26

The Council received and noted a paper setting out activity by Council and its Sub-Committees during 2024-25 in reviewing risks set out in the Corporate Risk Register (CRR), and an allocation of risks for 2025-26. It was noted that there was limited change to 2024-25 CRR; it was assumed that the allocation of risks to Council committees remained unchanged.

Council also received a copy of the Risk Appetite Statement for information.

Council was reminded that it had last year explicitly delegated areas of risk to Sub-Committees to take forward, which had proved an effective system. The Risk Appetite Statement was designed to assist Council and the University on making decisions.

Mr Milhofer noted that the use of the Risk Appetite Statement was more approachable than just referring to the CRR only and could help empower UEB to manage areas without bringing them to Council. The Risk Appetite Statement related to four different areas of risk that the University manages day to day. He queried whether Council agreed with the risk appetite and whether the University was too cautious or too risky in certain areas.

Professor Zaum informed Council that they would be using this as part of the planning process and in Schools and Directorates. It was noted that some areas of risk overlapped, such as financial and reputational risk, which had different risk appetites. In addition, there were areas where the risk appetite varied depending on the circumstances; for sustainability, the University was open to trying new facilities but averse to using technologies that were damaging to the climate.

The President asked how UEB want to use this to support decision making and whether Council was being asked to challenge the risk appetite.

The Vice-Chancellor reminded the Council that the Schedule of Delegations outlined where Council had delegated authority to UEB or below to make decisions on its behalf. The Risk Appetite Statement empowered those groups or people to make decisions in a way that aligned with the overall risk agreed by the University and its Council but currently these two documents were not aligned.

The Vice-President (Mrs Owen) suggested that the Sub-Committees of Council look at this in more detail given that they are responsible for monitoring the risks on the CRR. She suggested that these committees think about where the University could be bolder in its decision making.

Mr Ali queried whether Council was aligned with UEB, and indeed if all the members of Council were aligned with each other. He noted that any attitude to risk needed to be proportionate – [Redacted, Section 43]. If the University was not prepared to invest, or was not in a position to do so, then it needed to accept the risk that Reading would fall behind in this area.

Mr Milhofer agreed that asking Sub-Committees to review its risks was a useful approach. It was agreed that the President, the Vice-Chancellor and Mr Milhofer, as Chair of the Audit Committee, would meet offline to discuss the use of the Risk Appetite Statement and to try and reach more alignment with how this was applied.

Mrs Owens encouraged UEB to be bold with the new Strategy but ensure delivery was realistic and the Chief Financial Officer noted that UEB needed to consider any constraints in the future when preparing the new Strategy.

Mr Ali suggested that the discussion on Risk Appetite should input into developing the new Strategy.

The President concluded that there was broad agreement of the delegations of risks, and asked that Sub-Committees review their risks alongside the Risk Appetite Statement, feeding back on where this does not currently work or should be bolder. Council would consider this alongside the new Strategy when it was presented.

[Redacted, Section 43].

Resolved

1. 'That, the work done on corporate risks by the committees of Council in 2024-25 be noted.
2. That Sub-Committees of Council consider their areas of risk during 2025-26, in particular against the Risk Appetite Statement.
3. That the President, the Vice-Chancellor and Mr Milhofer, as Chair of the Audit Committee, would meet offline to discuss the use of the Risk Appetite Statement and to try and reach more alignment with how this was applied.'

25/83 Agenda Items for Council in 2025-26

It was noted that any suggested items for discussion at future Council meetings should be provided to the President of the Council or to the University Secretary.

The following comments were made:

The President outlined that Council had regulatory and statutory responsibilities, but would also expect to see proposals for projects or to adopt changes. In addition, Council found it useful to learn more about various subject matters to enhance its knowledge in order to make decisions.

Mr Milhofer advised that it would be useful to see information on the upcoming centenary, an u

pdate on the Estates and Digital Strategies and a presentation on sustainability performance. In terms of visits, it may be useful to see the cocoa facility, which had been cancelled due to Covid.

The President noted that information around commercial activities had been a useful update in the past and queried how these activities were being monitored now the Commercial Advisory Gorup had been disbanded.

Mr Alexander wanted to hear more about Reading's key strengths, its selling points and how the University was marketing these. The President agreed that as part of setting the new Strategy, there would be a review of where Reading sat amongst its competitors. Continuation rates for black and working class students had improved, and it would be beneficial to understand how the University could continue to support them.

Ms Koravand added that it would be interesting to understand what has made UG recruitment so successful this year in order to build on it. The Students' Union would like a regular opportunity to discuss with Council what the sabbatical officers are working on, noting that students were more proactive and engaged with University life.

Professor Zaum added that it would be worth exploring the applicant journey for Council to understand what the different channels are, how the University was improving conversion rate and the role of agents for international recruitment.

Resolved:

1. 'That the paper on suggested items for future Council meetings, so submitted, be received.'

Items for report

25/84 Report of the Vice-Chancellor

The Vice-Chancellor confirmed that he did not have any information to add to his written report other than to remind Council members of the list of events to be held during the centenary year, including Graduation, Centenary Court, and the Community Festival.

In response to a question in regard to political engagement the Vice-Chancellor confirmed that he engaged with all local political parties, as well as through discussions with other organisations e.g. CBI.

Resolved:

1. 'That the Report of the Vice-Chancellor, so submitted, be received.'

25/85 Report of the Scrutiny and Finance Committee

The Council received the report of the Scrutiny and Finance Committee held on 8 September 2025.

The Council noted that UEB had decided to pause the URS project for the time being, due to the uncertainty around recruitment. Scrutiny and Finance Committee was supportive of the decision.

Council was informed that UEB would be reassessing the URS project and timeframe, and would send a proposal to Council for the main activity to URS in due course. The project could be restarted once it was clear that student recruitment was acceptable and that assumptions made about future recruitment were reasonable to ensure there were no cash flows issues in the future. In addition, the Chief Financial Officer would be looking at whether there were alternative sources of funding. The project has been scoped and was ready to restart at any time, and the Vice-Chancellor reaffirmed the importance of this project and that UEB was committed to this development.

Resolved:

1. 'That the Report of the Scrutiny and Finance Committee, so submitted, be received.'

Items for note

25/86 Minutes (25/46 - 25/72) of the meeting held on 30 June 2025

Minutes (25/46 – 25/72) of the meeting held on 30 June 2025 were confirmed as a correct record.

25/87 Matters arising not elsewhere on the agenda, if any

There were no matters arising.

25/88 Decisions taken by the President on behalf of the Council:

The Council noted that on recommendation of the Appointments Committee, the Council had agreed the appointment of Laura Clayton, to the post of Chief Operating Officer from 11 November 2025.

Resolved:

1. That, in line with a recommendation of the Senate, there be a new designation of C3 in the Ordinances of Master of Planning (MPlan).'

25/89 Matters of Governance

The Council noted the following:

- Responsibilities of Council members
- Membership & Terms of Reference
- Council Standing Orders
- Availability of Council papers
- Documents sealed and to be sealed – the seal report was received and noted

25/90 Any Other Business

There was no other business.

25/91 Dates of meetings of the Council in Session 2025-26

The remaining meetings of the Council for the Session 2025-26 had been scheduled for:

- Tuesday 18 November 2025 5.00pm and Wednesday 19 November 2025 9.00am
- Tuesday 20 January 2026 10.00am
- Monday 9 March 2026 10.00am
- Wednesday 1 July 2026 10.00am

25/92 President to lead on brief reflections on the meeting of Council that has just concluded

Members reflected in small groups on the business and nature of the discussions of the meeting, whether Council had the right information, heard the right voices, and whether the Council did justice to the major issues discussed.