

**Minutes of the Open Council meeting held on Wednesday 25 June 2025 from 3:00pm to 6:00pm at 10 Union Street, London SE1 1SZ**

<b>Members:</b>	<b>Roles</b>
Tom Sleigh	Independent Council Member / Chair of Council
Aaron Porter	Independent Council Member / Deputy Chair
Irene Adeyinka	Independent Council Member
Dr Ronke Akerele	Independent Council Member
Professor Susan Dilly	Independent Council Member
Andrew Laurence	Independent Council Member
Dr Clare McConnell	Independent Council Member
Fiona McLaren	Independent Council Member ( <i>to Item 9.2</i> )
Ben Morton-Wright	Independent Council Member (via Microsoft Teams)
Pam Raynor	Independent Council Member
Philip Stoltzfus	Independent Council Member (via Microsoft Teams)
Luca Di Mambro-Moor	Ex-officio Council Member / President of the Students' Union
Professor Frances Corner	Ex-officio Council Member / Vice Chancellor
Professor David Oswell	Ex-officio Council Member / Provost and Deputy Vice Chancellor (Research and Knowledge Exchange)
Professor Paul Rowlett	Ex-officio Council Member / Interim Deputy Vice Chancellor (Education and Student Experience)
Professor Annabel Kiernan	Ex-officio Council Member / Deputy Vice Chancellor (Education and Student Experience)
Professor Richard Noble	Elected Council Member / Elected Member of Academic Board
Professor Jamie Ward	Elected Council Member / Elected Member of Academic Board
Professor Kirsten Campbell	Elected Council Member / Elected Member of Academic Staff (via Microsoft Teams) ( <i>to Item 10</i> )
Flora Cipullo	Elected Council Member / Elected Member of Professional Services Staff
<b>In Attendance:</b>	
Hilary Hunter	University Secretary
Imran Chughtai	Chief Finance and Infrastructure Officer
Sarah Martyn	Head of Secretariat
Gary Sprules	Director of Strategic Planning and Projects ( <i>to Item 11</i> )
Jon Hayes	Governance Officer
Susie Hills	Halpin ( <i>Item 8 only</i> )
Osaro Otobo	Halpin ( <i>Item 8 only</i> )
Gavin Brooks	Halpin ( <i>Item 8 only</i> )
<b>Apologies:</b>	
Professor Moorad Choudhry	Independent Council Member

**6.0 Minutes of the meeting held on 19 March 2025, Matters Arising, Action Tracker, OfS Reportable Events, and Chair's Actions (Paper D)**

- 6.1. Council approved the open minutes of the meeting of 19 March 2025 as a correct record (Annex 1).
- 6.2. Council noted the:
- (i) Action Tracker (Annex 2).
  - (ii) OfS Reportable events.
  - (iii) Chair's Actions (Annex 3).

**7.0 Vice Chancellor Report and KPI Scorecard (Paper E)**

- 7.1. Council noted the highlights and during discussion, the following points were noted:
- Federation members had been concerned about potential impacts arising from the suspension of the University of London Vice-Chancellor, but under interim arrangements, the concerns were being addressed. Moving forward, there would be a governance review and a clear strategy produced.
  - In terms of portfolio development, work on shifting learning and improving the student offer in terms of blended learning had been commissioned. Market analysis was taking place on programmes through different media which were currently at the design stage. Council requested regular updates on a pipeline to maintain oversight of the plan.

**Action: The Executive to update Council on the plan/ pipeline of new programme developments.**

- 7.2. Council noted the Vice Chancellor's Report and KPI Scorecard.

**8.0 Council Governance Effectiveness Review Report (Paper F)**

- 8.1. Council received the Halpin Council Governance Effectiveness Report and Implementation Action Plan. They had been reviewed with the Action Plan recommended for approval by Nominations and Governance Committee. Council also received a short presentation from Halpin, which highlighted five priority areas: streamlining committees; composition of Council; Statute changes; reducing duplication; and strengthening the purpose, role and relevance of Academic Board.
- 8.2. Council noted that the draft Implementation Plan laid out the high-level proposals; detailed plans would be taken to the Nominations and Governance Committee and Council from September 2025.
- 8.3. It was noted that when discussing the proposals at their June 2025 meeting, some members of the Nominations and Governance Committee raised concerns about the move from elected, to appointed, staff members of Council. It was confirmed to Council that the proposed appointment process in outline terms would include: all appointments would be open calls, application and interview process; shortlisting and interview would be undertaken by a panel; a panel would comprise members of the relevant staff/ student group (non Executive Board members) and Independent Nominations and Governance Committee membership.
- 8.4. The report and recommendations were welcomed and during discussion the following points were made:
- Whilst Council understood the need for a reduction in the size of Council, consideration would need to be given as to how this would impact on attendance, and quoracy, at committee meetings, and grievance or appeal panels.
  - Issues around quoracy mainly arose from current requirements of Statute 5 and the need for additional Council meetings over the past few years.
  - In relation to the disestablishment of the External Relations Committee, many of the functions sat with the Executive, but Council would consider reputation and brand, from time to time, whilst work around fundraising would be considered by the Fundraising Board with reporting to Council.
  - The grievance process contained in the Statutes required urgent consideration to modernise it in line with employment law.
  - The review report was thorough with many recommendations that should not be rushed through.
  - In terms of the size and composition of Council, further consideration needed to be given to ensure an equitable appointment process for all Council members. It was noted that the Halpin recommendation around the number of academic staff members proposed was in line with sector practice.

- Halpin had undertaken wide consultation across stakeholder groups although it was noted that incoming staff Council members had not been engaged as the review had taken place before their terms of office had started.
- It was agreed that the Action Plan should include that mechanisms would be developed around the staff and student voice and engagement with the community. This was to address the need to further consider how the staff and student voices were represented at Council in the wake of a smaller size of Council.
- The relationship between Academic Board and Council required strengthening to ensure academic voice and assurance.
- The direction of travel was welcomed, as was the future-proofing the organisation to strategically ensure financial stability and agility.

8.5. Council noted the Halpin Council Governance Effectiveness Review and approved the draft Implementation Plan.

### **9.0 Tuition Fees 2025/26 (Paper H)**

9.1. Council considered a paper setting out three sets of recommendations in respect of changes to fees for 2026/27 relating to programme fee increases for returning students, revision of fee bands, and fee increases for 2026/27 entrance. The proposals had been recommended by Finance and Resources Committee for approval.

9.2. Council noted in discussion that:

- Students prior to 2024/25 would not be affected.
- Goldsmiths applied variable increments to 2025/26 fees for each category of unregulated fee.

9.3. Council approved the recommendations in respect of tuition fee changes for the 2026/27 academic year set out in the paper.

### **10.0 Customer Relationship Management (CRM) System (Paper I)**

10.1. Council considered a paper setting out a proposal for approval of the CRM business case and granting authorisation for the project to proceed. Council noted that the Finance and Resources Committee had raised challenges and a revised business case would be taken to the July 2025 meeting, alongside a paper on CapEx over the next two to three years. Council was reminded of the risks in not investing in IT systems some of which were sub-optimal and not supporting the student experience. A new CRM system would support improving student recruitment and retention, the staff experience, as well as related efficiencies in staffing.

10.2. In discussion the following points were noted:

- At the recent Finance and Resources Committee, the Executive had been asked to give further consideration to the contract, template and resourcing.
- Most contract providers came from the government framework which presented value for money.
- The Director of IT had a great deal of experience in the implementation of such projects.

10.3. Council approved the business case for the CRM in principle and delegated the final authority to approve the business to the Finance and Resources Committee following the submission of further information.

### **Items for Monitoring / Approval**

#### **11.0 Strategy (Paper J)**

11.1. Council approved the Strategy Narrative.

**12.0 Appointment of Council Members (Paper K)**

- 12.1. Council approved the appointments and reappointments of Council and committee members as set out in the paper. Council also noted that proposals for appointment of new Independent Council members to sub-committees would follow by email to Nominations and Governance Committee and Council.

**13.0 Honorary Degree and Fellowship Nominations (Paper L)**

- 13.1. Council approved the honorary fellowship nominations as laid out in the paper on recommendation of the Honorary Degree and Fellowships Nominations Committee.

**14.0 Freedom of Speech Code of Practice (Paper M)**

- 14.1. Council approved the Code of Practice on Free Speech and Academic Freedom and Guidance on Conduct of Protests and Demonstrations.

**15.0 Ordinances (Paper N)**

- 15.1. Council approved the changes to the Ordinances.

**16.0 Use of the Seal (Paper O)**

- 16.1. Council approved and gave its authority that where under the Financial Regulations Council delegated powers to various individuals and bodies to make financial decisions, that once those decisions had been made where appropriate the relevant contractual paperwork could be executed in the form of a Deed through application of the University Seal without further reference to Council.
- 16.2. Council approved that the Chief Finance and Infrastructure Officer could countersign such Deeds as an alternate to the Registrar and Secretary.

**17.0 Student Union Constitution (Paper P)**

- 17.1. Council approved the amendments to the Goldsmiths Students' Union Constitution.

**18.0 Upcoming Property Transactions (Paper U)**

- 18.1. Council approved the various upcoming property transactions as laid out in the paper and approved that any associated paperwork be executed in the form of a Deed through application of the University Seal.

**Items for Noting**

**19.0 Annual Equality, Diversity and Inclusion Report (Paper Q)**

- 19.1. Council noted the Equality, Diversity and Inclusion Reports for the academic years 2023 and 2024.

**20.0 Annual Gender and Ethnicity Pay Gap Report (Paper R)**

- 20.1. Council noted the publication of the Gender and Ethnicity Pay Gap Report, based on snapshot data as of 31 March 2024.

**21.0 Quality and Standards (Paper S)**

- 21.1. Council noted the Quality and Standards report.

**22.0 Committee Reports Pack (Paper T)**

- 22.1. Council noted the reports from the following committees:
- (i) Strategy Review Group (Annex 1);
  - (ii) Nominations and Governance Committee (Annex 2);
  - (iii) Academic Board (Annex 3);
  - (iv) Finance and Resources Committee (Annex 4); and
  - (v) People, Organisational Development, and Equalities Committee (Annex 5).

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- 22.2. Council noted that the Audit and Risk Committee had not met due to lack of quoracy, however did approve by email the Fraud Questionnaire (Annex 6) for signature by the Chair of Council.