

Council

12 June 2026

Present: Leslie Ferrar (Chair), Rebecca Askew, Andrew Baldwin, Richard Dale, Oliver Foster, Tom James Harrington, Denise Lievesley, Cheryl McEwan, Cheryl Millington, Tom Mole, Karen O'Brien, Ari Sadanandom, Corinne Saunders, Rob Senior, Mike Shipman, Abi Taylor, JJ Thakkar, and Terry Toney

In Attendance: Mark Chambers, Beverley Tew, and Amanda Wilcox (all items), and James Walsh (Minutes).

Apologies: Mark Jagger.

Minutes of an Extraordinary Meeting of Council held via Teams.

109. Welcome and Apologies

Noted: the Chair thanked members for joining the meeting at short notice, but on a matter of importance.

110. Declarations of Interest

Noted: there were no declarations of interest. Caroline Jonstone and Nigel Perry had not been invited to the meeting due the conflict of interest they had in the matters for discussion.

111. Resignation of the Chair of Council (C/25/95 Confidential)

Noted:

- a) the extraordinary meeting had been called to consider the receipt of a resignation letter from Caroline Johnstone, the current Chair of Council, due to a new commercial position that she had been offered. The paper also addressed the short- and medium-term steps proposed in moving towards a comprehensive recruitment exercise for a new Chair of Council;
- b) the Senior Independent Governor (SIG) emphasised that neither the University nor Caroline were parting on anything other than amicable terms, but it was disappointing that the Chair had taken the decision to submit a letter of resignation;

c) **Closed Minute**

Agreed: to accept the resignation of the Chair of Council with effect from 31 July 2026, thanking Caroline for her contribution as Chair over the past 12-months and to wish her well in future endeavours.

Noted:

- e) the Council Ordinance confirmed that in the absence of the Chair of Council, the Deputy Chair of Council would normally assume the role, however, the SIG highlighted that the current Deputy Chair would be concluding their term of office on 31 July 2026 and no successor had been recruited;
- f) with the issue of the conclusion to the term of the Deputy Chair, the time restrictions in being able to conclude a successful recruitment process for a new Chair of Council, and in wishing to minimise disruption to the operation of Council, the SIG advised Council that during the interviews for the Chair of Council that four candidates had been interviewed with all deemed appointable, including the current Lay Member of Council Nigel Perry;

- g) recognising the contribution that Nigel had provided to Council and his excellent working relationship with the Executive, the SIG and University Secretary had approached Nigel who had expressed delight in being asked and, subject to Council's approval, would accept the opportunity;
- h) the appointment was for a substantive two-years, enabling a full recruitment process to be undertaken for a new Chair. Council were informed that the Council Ordinance allowed Council to approve extensions beyond the standard nine-years for a Lay Member, where the Lay Member became Chair. Nigel's nine-year term was noted as concluding on 31 July 2027, therefore, the proposal was for an appointment until 31 July 2028; and
- i) Council were complimentary of Nigel's contributions to Council and emphasised that the two-year Chair role must be considered a substantive position. This was the expectation of the Office for Students, to whom a change to the Chair of Council required communication.

Agreed: to appoint Nigel Perry as Chair of Council for a period of two-years from 1 August 2026-31 July 2028.

j) **Closed Minute**

- l) although the paper contained proposals relating to the recruitment of a Deputy Chair and potential Chair Designate, Council agreed that it wished to consider the matter early in Michaelmas Term with the option of the appointment of a substantive Chair of Council part of the proposals.

Agreed: that the SIG and University Secretary reapproach Odgers, or identify an alternative external recruitment agency, in developing Chair recruitment proposals for Council to consider and approve.