

Council Special Meeting

MEETING HELD: Thursday 10 April 2025, 8:30 AM — 9:30 AM BST

Sefton Suite, Greenbank Student Village

Present:

Carmel Booth, President (Chair); Hans van Mourik Broekman, Vice-President (via Teams); Professor Tim Jones, Vice-Chancellor; Lucy Everest, Chief Operating Officer; Rowan Bradbury, President of the Liverpool Guild of Students; Cilla Ankrah-Lucas; Dr Alison Campbell; Dr Mark Carawan; Fiona Cullen (via Teams); Barry Flynn; Dr Kashmir Gill (via Teams); Vanessa Griffiths; Mark Proctor; Matthew Reed; Dr Diana Walford; Professor Julia Balogun; Professor Thomas Teubner; Kieran O'Sullivan; Professor Hazel Scott; and Othman Ibrahim, Vice-President of the Liverpool Guild of Students.

Apologies:

Professor Richard Black, Provost and Deputy Vice-Chancellor.

In attendance:

Professor Tariq Ali, Pro-Vice-Chancellor for Global Engagement and Partnerships; Professor Gavin Brown, Pro-Vice-Chancellor for Education; Nicola Davies, Chief Financial Officer; Professor Anthony Hollander, Pro-Vice-Chancellor for Research and Impact; Kevan Ryan, Clerk to Council/University Secretary and General Counsel; Emma Leonard, Head of Governance and Deputy Secretary; Mike Edge, Governance, Compliance and Regulatory Manager; Rachel Parkes, Director of Strategic Change; and Rebecca Lumberg, Senior Project Manager.

1. Disclosures of Interest

Members were asked to disclose any interest that could give rise to conflict in relation to any item on the agenda. No such interests were disclosed.

2. India Campus Business Case

RECEIVED:

a. A paper providing:

- The business case for the proposed opening of a campus in India, under a joint venture agreement with the University's partner, Daskalos Technologies Ltd
- A summary presentation to highlight key points from the case and including responses to points raised by Council at its Special Meeting held on 29 January 2025.

REPORTED:

- b. In line with expected timelines, the University was currently awaiting a formal response from the University Grants Commission (UGC) India on its previously submitted application. A formal announcement from the UGC was anticipated around May 2025. In the meantime, the University had continued to make progress with developing its plans to open a campus from September 2026.
- c. Formal negotiation of the Heads of Terms would take place throughout April, under the supervision of the University Secretary and General Counsel and drawing on the expertise of external legal and tax advisors. Once negotiations had concluded, the draft Heads of Terms would be shared with the Council sub-group for approval, prior to any legal agreements being formed with partners.
- d. It was anticipated that the campus would be branded as University of Liverpool, Bengaluru. A shortlist of potential site options was being explored and it was anticipated that the initial campus would open on leased premises. Daskalos planned to proceed with negotiations regarding the preferred campus location at their own risk.
- e. It was anticipated that a selection of both Undergraduate and Postgraduate Taught degrees would be available to study in full at the campus.
- f. Internal and external communications would begin following approval of the business case.
- g. The development would be a standing item at upcoming Council meetings.

NOTED:

- h. A model to ensure good student representation and active student engagement would be put in place to be in line with the student experience in Liverpool.
- i. Exit strategy and risks were being considered as part of Heads of Terms discussions, both the potential positive and negative outcomes of the JV performance over time.
- j. Signed agreements were in place in relation to the single person shareholder of Daskalos to take account of these interests and protect the University.
- k. The service agreements and oversight from the JV Board would help to ensure that appropriate standards are maintained.
- l. The Provost and flying-faculty would be critical in managing the cultural aspects.

- m. Whilst it was acknowledged that timescales were tight, there was confidence that the campus would be ready in time and contractors in India were able to work at pace.
- n. There were likely to be positive benefits to the UK government from the University's India campus and potential VIP guests would be identified to be part of the official launch events.

AGREED:

- o. The business case for the opening of a branch campus in India as presented should be approved including the points for negotiations to finalise the Heads of Terms.
- p. The drafting of relevant legal documents and service agreements in line with the proposed Heads of Terms should be endorsed, noting that final Heads of Terms would be presented to the Council Sub-Group for approval before any legal agreements with partners are formed.