Minutes of the meeting of the Council held on 5 October 2011

Present: Mr Andy Alway  Professor Paul Layzell
Sir Andrew Burns  Mr Daniel Lemberger-Cooper
Professor Clare Bradley  Cllr Hugh Meares
Mr Stephen Cooksey  Mr Jeremy McIlroy
Mr Stephen Cox  Mr Mark Newlands
Professor Mary Fowler  Mr Joseph Rayment
Mrs Esther Horwood  Mr Iain Ross
Mr Majid Hawa (from item 2)  Mr David Spence
Mrs Margaret Jack  Professor Johannes Zanker

Apologies: Mr Paul Blagbrough  Mr Bob Potts
Dr Jackie Hunter  Mrs Sarah Tyacke

In attendance: Professor Philip Beesley  Vice Principal (Research)
Professor Rosemary Deem  Vice Principal (Education)
Mr Simon Higman  Registrar and Director of Operations
Professor Rob Kemp  Deputy Principal
Professor Katie Normington  Dean of Arts and Social Sciences
Professor Chris Smith  Acting Dean of Management and Economics
Mr Graeme Robinson  Director of Finance
Professor Geoff Ward  Vice Principal (Staff and Student Experience)

With: Miss Katie Kerr  College Secretary and Head of Governance
Miss Clare Munton  Governance Assistant

Observers: Dr Alan Bradshaw  UCU representative
Ms Elaine Clarke  Senior Executive Officer to the Principal
Mrs Rachel Knight  Deputy College Secretary
Miss Rebecca Perl  Communications manager
FORMAL BUSINESS

The Council noted that a revised agenda had been tabled along with papers CL/11/64 Lay member appointment and CL/11/66 Election of a Vice Chair of Council. An updated version of CL/11/63 Potential Amendments to the Academic Portfolio was also tabled.

1. MEMBERSHIP

1.1 The Council noted that Professor Mary Fowler was to stand down as a member of the Council following her appointment as Dean of Science. Elections for her successor on Council were underway. Professor Fowler had agreed to continue as a Council member until the election had been completed.

1.2 The Council welcomed Mr Stephen Cox to his first meeting. Mr Cox had been appointed as a lay member by the Council at its meeting on 29 June 2011.

The Council welcomed Mr Daniel Lemberger-Cooper, President of the Students’ Union, and Mr Joseph Rayment, Students’ Union Chair, to their first meeting as ex officio members.

1.3 It was noted that Professor Clare Bradley had been re-elected to Council for a second term of office, elected from among her own number as a member of the academic teaching staff. Her term of office would run from 1 October 2011 until 30 September 2014.

1.4 It was noted that elections were underway for two members of the non-academic staff and one member of the academic teaching staff. It was hoped that new members would be in position before the Council away days in November 2011.

Item 11.2 Lay member appointments was brought forward for discussion

The Council received a recommendation from the Nominations Committee on the appointment of a new lay member of Council (CL/11/64a) and

APPROVED

the appointment of Mr Majid Hawa to the Council with immediate effect until 31 July 2016.

It was noted that at a future Council meeting there would be a discussion on procedures for Proxy voting to be used in defined circumstances following the recent difficulties in securing a quorum for the elections of a Chair and Vice Chair of Council.
2 CONFLICT OF INTEREST

It was noted that one member acted as an Equal Opportunities officer for the UCU.

It was noted that one member was a representative of UNITE.

3 MINUTES

The Minutes of the previous meeting, (M/11/136-M/11/247) held on 29 June 2011, were confirmed subject to the following amendment

11/176 – Final sentence to read “Council noted that the legal advice received by the College required the Council to authorise the appointment of a Redundancy Committee before the consultation period could begin.”

4 MATTERS ARISING FROM THE MINUTES

Use of Degree Awarding Powers (M11/208)

It was noted that Royal Holloway’s application to the Collegiate Council for permission to exercise its degree awarding powers to give RHUL degrees to students graduating from courses validated by, but not delivered by, RHUL was approved by the Collegiate Council at its meeting on 1 July 2011.

5 UNSTARRING OF ITEMS

To note that the following items in part B were unstarred for further discussion during the meeting

Item 17 – Report of Decisions taken by the Chairman

CL/11/69 – unconfirmed minutes of the Audit and Compliance Committee meeting held on 20 July 2011

CL/11/70 – unconfirmed minutes of the Nominations and Honorary Awards Committee held on 6 September 2011

CL/11/71 – unconfirmed minutes of the Remuneration Committee meeting held on 13 September 2011

CL/11/72 – unconfirmed minutes of the Council Executive meeting held on 13 September 2011

CL/11/74 – Gifts and Hospitality Policy
PART A: MAJOR ITEMS OF BUSINESS

6 PRINCIPAL’S REPORT

The Council received the Principal’s Report (CL/11/59).

The Council noted that the Department for Business, Innovation and Skills were consulting on the Government’s Higher Education White Paper. Consultations had particularly focused on the introduction of the proposed ‘AAB+ policy’. Both Universities UK and the 1994 group had formally responded as part of the consultation exercise.

The Universities UK Annual Conference was held at Royal Holloway in early September 2011. Conference discussions centred on the implications of the White Paper and potential changes to the UCAS admissions system. The Secretary of State for the Department for Business, Innovation and Skills also delivered a speech stating the government’s support for research and informed delegates that a White Paper on research and innovation was due to be published in autumn 2011.

Preparatory work for the REF submission was ongoing and membership of the College REF group had been expanded to include the Vice Principals who were working with the Deans to review draft submissions prior to their final submission.

Royal Holloway had received its highest ever score in the latest National Student Survey but there was still room for considerable improvement. The two main areas the College requiring improvement were the library and learning resources, and contact between the tutor and tutee. The College sought to address the issue of the quality of library space through building a library extension. The Vice Principal (Students and Staff) had been working alongside the Strategic Development Unit to formulate departmental action plans in response to the survey results. Given that student expectations were likely to increase following the rise in tuition fees from 2012, further discussions on improvements to the student experience would take place at the residential meeting in November.

Interviews had been held for the position of Dean of Management and Economics and an offer of appointment had been made to a candidate currently working at a 1994 group institution. The Council were informed that the College was in the final stages of the appointment process for the post of Vice Principal (Research and Enterprise).

The Council noted that the Physics department had achieved Juno Champion status which made the College one of only six institutions to hold the Champion level of award. Thanks were given to the members of staff involved in the project.
A brief comment was made by a Council member concerning a recent article in the Times newspaper, which indicated that Royal Holloway graduates had the highest level of student debt in the UK. The Principal said that such reports were based on subsets of information and had to be treated cautiously, although the College was working actively to improve graduate employability.

The Council noted the list of significant Research Grant Funding and Awards that RHUL had received since the last Council meeting on 29 June 2011.

7 FINANCIAL MATTERS

Financial Out-turn

The Council received the provisional Financial Out-turn for 2010-11 (CL/11/60). The final out-turn for 2010-11 would be presented to Council for approval at its away day in November 2011.

The Council noted that the surplus for 2010-11 was £6.9m, which was £4.8m higher than budget.

The Main Account surplus was £4.4m. There were several reasons for the surplus; staff costs and bad debts had been lower than budget, indirect cost contributions from research grants and contracts had been higher than budget as had interest income and course and other third stream indirect cost contributions. There were also some positive variances against the budget on non pay expenditure and some unused contingency in the general budget.

It was noted that, although there had been an overspend of 0.5m on legal costs, these related to a number of specific cases and, once these had been concluded, it was expected that future legal costs would be managed within budget.

The Council were informed that the RCS surplus of £1.4m was the result of increased income from conferences, residence fees and commercial letting in conjunction with reduced operating costs stemming from staff vacancy and efficiency savings and favourable variances in utility areas. The surplus on the RCS account was to be used to finance the repayment of its loans and capital programme which were due in 2012-13. It was noted that the RCS account consistently over performed and that the College management should seek methods of more accurately predicting the RCS budget.

There was a £2m restructuring costs provision in the budget for 2010-11. The majority of this had not been needed in 2010-11 and £1.5m had been carried over to 2011-12.

The Council were informed the 2010-11 surplus would contribute to the funding of the new Student Centre, which was considered essential to improving the student experience at the College.
The Council were updated on financial matters involving the Students’ Union. They were informed that it had been agreed with the auditors to discontinue the consolidation of the Students’ Union accounts following its registration as a separate charity. It was considered that the Trustee board appointed as part of that process should be responsible for overseeing the Students’ Union finances. The Council were reassured that the Students’ Union would continue to be expected to provide a financial report at each meeting of the Finance Committee.

It was noted that the Council would be asked to approve the Annual Accounts for 2010-11 at its meeting on 21 November 2011. The Accounts would be considered by the Finance and Audit and Compliance Committees prior to the Council meeting.

8 HEFCE ASSESSMENT OF INSTITUTIONAL RISK

The Council received the annual HEFCE Assessment of Institutional Risk letter (CL/11/61). Based on the accountability returns submitted for 2009-10, HEFCE’s overall assessment concluded that Royal Holloway was not at higher risk and was meeting the accountability obligations set out in the Financial Memorandum.

It was noted that HEFCE had requested that the Audit and Compliance Committee provide an opinion on its future annual reports in line with the requirements set out in the Financial Memorandum. Assurance had been provided to HEFCE that these would be included in the Audit and Compliance Committee’s report for 2010-11.

The Council noted the Annex at the end of the letter which contained data on the benchmarking of key financial metrics. Some concern was raised over the percentage of the College’s Estate that was classified in conditions C and D. The Council were reassured that investment in the Estate was planned for forthcoming years as part of the improvements to the student experience.

It was noted that the forecasted deficit in historical costs of £1.6 million for 2011-12 was the result of cuts in the HEFCE T grant coupled with no additional income.

9 HIGHER EDUCATION SECTOR DEVELOPMENTS

The Council received a report on the implications of the AAB+ policy on Home/EU recruitment (CL/11/62).

To date, universities had strict HEFCE student number control limits for the recruitment of Home/EU students to ensure that the government stayed within its budget for fee and maintenance loans. Loan commitments formed a significant part of the government’s calculations when it was decided to
increase the cap on tuition fees from 2012-13, although it appeared that they underestimated the number of universities that would decide to charge the maximum fee.

The recent government White Paper on Higher Education introduced a new ‘AAB+ policy’ intended to bridge the funding gap caused by the large number of universities that had chosen to charge tuition fees above £7,500. The policy excluded students that obtained the equivalent grades of A, A and B or higher, from the student number control limit. This meant that from 2012-13 there would be no restriction on the number of AAB+ students a university could recruit. A student number control would remain in place for 2012 entry although it would be reduced from the 2011 level by the number of AAB+ students recruited in 2010-11, and further cut by 8% for institutions such as Royal Holloway that planned to charge a tuition fee above £7,500. The Council were asked to note that it was likely the policy would be extended in future years to include ABB+ students, but that the government had not yet released final details.

The Council were informed that the policy posed a significant financial risk to the College. It was as yet unknown how different departments would be affected by the policy but there was particular concern over the science areas where data showed that there was a lower number of AAB+ than in arts and social science subjects. Concerns had also been raised across the sector over the implications of the policy on widening participation.

The Council were informed that there had been record numbers of visitors at the last College open day which, whilst encouraging, indicated that students were researching their university choices more thoroughly than in the past and the College’s response to prospective students was therefore critical.

Wider discussions on the potential implications and risks to the College, and the College’s response to the changes, would be held at the Senior Management Team away day later in the month and also at the Council away day in November 2011.

10 POTENTIAL AMENDMENTS TO THE ACADEMIC PORTFOLIO

At its meeting on 29 June 2011, the Council agreed that the College could proceed with its plans to restructure and, following that meeting, the compulsory 90 day Period of Consultation with Heads of Departments, campus unions and individuals began. The Council were informed that the 90 day Period of Consultation was almost at a close but that the College would continue its consultations with those affected beyond this date.

The Council received revised proposals based on the outcomes of the consultations for discussion (CL/11/63). It was noted that, following the consultations, the number of overall proposed staff reductions had been decreased and that an Early Retirement Voluntary Severance Scheme had been drafted with the hope of avoiding compulsory redundancies. Changes to each of the affected departments as detailed in the paper were discussed. The Mathematics department raised some concerns over the proposed
merger of the departments of Computer Science, Mathematics and Information Security to form one School. However, it was noted that there were common themes throughout the three departments and in order to maintain the long term financial viability of these departments it was still considered that the merger would be the best option. It was expected that the concerns raised over the balance of staffing in the new School would be addressed through staff replacements created by natural turnover.

The Council were informed that the School of Modern Languages had presented a compelling and realistic case for the College to continue to offer degrees in joint and minor degrees in Italian. These proposals had been accepted by the Senior Management Team.

A large petition had been received from the Classics department and the strength of the response to the consultation process from staff and students in the department, and interested parties from across the world was noted. Council also noted that an extensive campaign had been set up via a social networking site in response to the planned restructuring.

The intake of Classics students in 2011-12 had been very strong in comparison to the department’s intake over the previous four academic years. However, there was concern that the 2011-12 academic year was exceptional in that it was the year before the fee increase and other government policy changes. The Senior Management Team confirmed that the proposals to reduce the staffing were phased over three years so that if the department did continue to recruit at a higher level than anticipated, there would be flexibility in the number of posts that would be reduced.

Concern was raised that that the consultation process had started over the summer when the students were on vacation. Members of the Senior Management responded to concerns that staff morale across the College was low as a result of the proposed restructuring. The Council encouraged management to maintain clear lines of communication with the affected departments.

Throughout the consultation process there had been some concern from the UCU that academic departments were being placed under increasing pressure to cover the direct costs of the institution, particularly those of the Senior Management Team and Human Resources. The Council were informed that Senior Management Team appointments had been announced before they had been formally approved by the Council. This was an error on behalf of the Senior Management Team, but these appointments had been made to ensure the College was able to meet the challenges of the REF and increased expectations on the student experience. Senior Management confirmed that a review of professional services was underway but it was difficult to restrict funding in areas such as student welfare without seriously damaging the institution. A benchmarking exercise of the professional services was planned for the future.
11 GOVERNANCE

11.1 Hilda Martindale Educational Trust

The Council received a report from the Hilda Martindale Educational Trust (CL/11/64).

The Trust had originally been set up with the intention of providing financial assistance to British women pursuing a profession or career which would benefit the community and for which vocational training was required.

In order to comply with its responsibilities under the Equality Act 2010, the Trustees proposed changing the terms of the awards from 2012-13 in favour of all British women seeking training or a professional qualification in an area in which women were under represented. The Trustees also proposed to raise the current limit of £1,000 per student to £3,000 to take into consideration the increased cost of tuition fees from 2012-13.

The Council AGREED

1. to allow the Hilda Martindale Educational Trust to make its awards to British women undertaking any training, or professional qualifications, in areas in which women were under represented
2. that the Trust could raise the current limit of £1,000 per student to £3,000

11.2 Lay member appointments

Considered under item 1, Membership

12 ELECTION OF A CHAIR OF COUNCIL

12.1 Mr Stephen Cox left the room for this item.

The Council received a proposal from the Nominations Committee on the election of a Chair of Council (CL/11/65).

The Nominations Committee considered the recommendation from the Selection Committee that Mr Cox be elected as the next Chair of Council at its meeting on 6 September 2011. The Committee was delighted to accept the Selection Committee’s recommendation and the Council were invited to elect Mr Stephen Cox as its next Chair of Council. Mr Cox had recently retired as Chief Executive and Executive Director of the Royal Society and was considered to have the right skills set for the institution at this time.

The College Secretary confirmed that the meeting was quorate for election purposes and reminded members that the Chair must be elected by a two thirds majority of the members present and voting.
The Council unanimously

ELECTED

Mr Stephen Cox as Chair of Council from 22 November 2011 for a period of five years. Under Regulation 9, Mr Cox’s term of office as a Council member would be extended to 21 November 2016 to coincide with his appointment as Chair.

12.2 Sir Andrew Burns’ term of office as Chair of Council was due to expire on 31 October 2011. The Council received a recommendation from the Nominations Committee that this be extended until 21 November 2011 to allow for a period of overlap with Mr Cox and to allow Sir Andrew to Chair the Council meeting on 21 November 2011, at which the final accounts for 2010/11 would be approved. The Committee further recommended that Sir Andrew’s term of office as a member of Council be extended until 31 December 2011.

The Council

AGREED

to extend Sir Andrew Burns’ term of office as Chair of Council until 21 November 2011, and also to extend his term of office as a lay member of Council until 31 December 2011.

13 ELECTION OF A VICE-CHAIR OF COUNCIL

Mr Iain Ross left the room for this item.

A paper was TABLED with a recommendation from the Nominations Committee on the appointment of a Vice Chair of Council (CL/11/66).

At its meeting on 29 June 2011, the Council had received a recommendation from the Nominations and Honorary Awards Committee that Mr Bob Potts be elected as Vice Chair of Council. The meeting was not quorate and the election was postponed.

Since that meeting Mr Bob Potts had indicated that he was not now in a position to accept the role of Vice Chair. The Nominations Committee met on 6 September 2011 and agreed that all lay members of Council should be contacted to invite expressions of interest in the position.

Following the consultation, Mr Iain Ross, indicated that he would be interested in standing as Vice Chair of the Council. The Nominations Committee considered Mr Ross’ expression of interest and were delighted to recommend him to the Council for election as Vice Chair.
The Council unanimously elected Mr Iain Ross as Vice Chairman of the Council with immediate effect until 31 July 2016. Mr Ross’ term of office as a Council member would be extended accordingly.

14 ELECTION OF A CHAIR OF THE FINANCE COMMITTEE

The Council received a recommendation from the Council Executive proposing that Mr Jeremy McIlroy be elected as Chair of the Finance Committee following confirmation that Mr Bob Potts was standing down from the position (CL/11/67).

The Council unanimously elected Mr Jeremy McIlroy as Chair of the Finance Committee with immediate effect until 31 July 2015, which coincided with the end of his first term of office as a member of Council.

The Council recorded their gratitude to Mr Bob Potts for his excellent contribution as Chair of the Finance Committee.

15 PICTURE TOUR REPORT

The Council received a report on the tour of the main picture collection to the United States and Canada from October 2008 until January 2011 (CL/11/68).

The main aims of the tour, which was organised by Arts Services International, had been to raise the profile of Royal Holloway in America and to develop opportunities to enhance student recruitment and the development of prospective donors to the College. Events were organised around the tour and the tour received extensive press coverage in America.

The Council were informed that outcome of the tour had been positive and it had appeared to have a significant impact on raising the profile of the College in America. Board members of the American Foundation for Royal Holloway and Bedford New College had actively attended events related to the pictures and the events had proved to be a good opportunity for building relationships with Alumnae and Alumni in the US and Canada.

The Council were informed of a number of development opportunities that the College was exploring following the return of the pictures including organising donor events based around the Collection. It was noted that the College should aim to develop a clear strategy on how best to use the Collection to promote the College locally and whether stronger links could be formed to make use of the pictures academically.
The Council noted that consideration was being given to the future curatorial requirements of the pictures. The College had received an enthusiastic response from within the local art community discussions on forging links with other galleries.

PART B: ITEMS FOR REPORT AND FORMAL APPROVAL

*16 ANNOUNCEMENTS

16.1 The Council noted with sadness the death of Mr John Lerche. Mr Lerche had served on Council from 2004 until ill health caused his resignation in June 2010. In addition to his outstanding contribution to the work of the Council, Mr Lerche was a very active member of College committees, including the Estates Committee, the Nominations and Honorary Awards Committee and the Finance Committee. His funeral took place on Friday 2 September 2011 at St Michaels and All Angels’ Church, Sunninghill.

16.2 The Council noted that a retirement dinner for Professor Stephen Hill was held on Tuesday 27 September 2011, during which his official portrait was unveiled.

17 REPORT OF DECISIONS TAKEN BY THE CHAIRMAN

The Council noted that Professor Rosemary Deem had been appointed as Vice Principal (Education) and that Professor Philip Beesley had been appointed as interim Vice Principal (Research).

Some concern was raised that the appointments had been approved by Chairman’s action rather than by the Council at its last meeting. The Council were reassured that this had been an oversight by the Senior Management Team and that it was common practice to approve appointments of this type by circulation as appointments and dates of Council meetings did not always coincide.

18* REPORT OF DECISIONS TAKEN BY CIRCULATION

The Council noted that no decisions had been taken by circulation since the last meeting

19* ACADEMIC BOARD

The Council noted that no meetings had taken place since 3 June 2011. The minutes from the meeting scheduled to take place on 2 November 2011 would be available at the Council meeting on 21 November 2011.
AUDIT & COMPLIANCE COMMITTEE

The Council received the unconfirmed minutes of the Audit and Compliance Committee meeting held on 20 July 2011.

Some concern was raised over minute number ACC/11/66 which discussed and approved a revised version of the Gifts and Hospitality Policy. At the last Council meeting concern had been raised that the clause 2.1.5 could discriminate against female employees who might not be able to take advantage of research or other opportunities if they were not permitted to accept hospitality for their families. The matter was referred to the Audit and Compliance Committee for consideration.

The Audit and Compliance Committee had felt that the wording of section 2.1.5 was not restrictive or discriminatory and therefore should not be changed. Following further discussions it was AGREED

to amend the wording of 2.1.5 to clarify that staff should try to avoid accepting hospitality for family members but should it be necessary to accept it must be agreed in advance of acceptance by a senior member of staff and recorded the departmental gifts and hospitality book.

The final wording would be approved by the Audit and Compliance Committee

FINANCE COMMITTEE

The Council noted that no meetings had taken place since 19 May 2011. The minutes from the meeting scheduled to take place on 27 October 2011 would be available at the Council meeting on 21 November 2011.

NOMINATIONS AND HONORARY AWARDS COMMITTEE

The Council received the minutes of the Nominations Committee meeting held on 6 September 2011 (CL/11/70).

Some concern was raised over minute number 11/03, which stated that, at its meeting on 29 June 2011, the Council had approved a recommendation from the Selection Committee for the Chair of Council. It was noted that the wording in the minutes should be amended to clarify that the Council approved the recommendation in principle but that the election on the Chair had had to be postponed until the October Council meeting.

It was noted that the minutes from the meeting held on 5 October 2011 would be available at the Council meeting on 21 November 2011.
REMUNERATION COMMITTEE

The Council received the unconfirmed minutes of the meeting of the Remuneration Committee held on 13 September 2011 and noted the College’s Institutional Statement on Discrimination (CL/11/71).

Further discussions on item 6 of the minutes, Principal’s Remuneration, were to be held during the Reserved Area of Business.

COUNCIL EXECUTIVE

The Council received the unconfirmed minutes from the meeting of the Council Executive held on 13 September 2011 (CL/11/72).

Concern was raised over the gender balance of the group. It was noted that the Executive had met on 13 September to discuss urgent business. The membership of the Executive had been expanded following the Committees Review and consideration was still being given to appointments to the Executive. It was intended that by the time of its next meeting in November this issue would have been resolved.

ANTI-BRIBERY POLICY AND GIFTS & HOSPITALITY POLICY

The Council received and APPROVED the Anti- Bribery Policy (CL/11/73)

The Council received the Gifts and Hospitality Policy (CL/11/74). The concerns raised in relation to the policy under agenda item 20, were to be addressed by the Audit & Compliance Committee.

REPORT OF COMPLAINTS


STATUTE 25 COMMITTEE

The Council noted that a Statute 25 Grievance Committee was convened on 27 July 2011. The Committee considered four matters and one was upheld, two were not found and a compromise was reached on the fourth.

DRAFT COUNCIL AWAY DAY SCHEDULE

The Council received a draft schedule for the away days on Monday 21 and Tuesday 22 November 2011. Further information would be provided prior to the event.
29* SEALING OF DOCUMENTS

The Council noted that a new lease for Little Echoes Nursery was sealed on 17 August 2011.

30* DATE OF THE NEXT MEETING

The Council noted that the date of the next meeting was Monday 21 November 2011 and would take place during the two day event at Cumberland Lodge.

Miss Clare Munton
Governance Assistant

Minutes confirmed at Council meeting on 28 March 2012