FORMAL BUSINESS

1  MEMBERSHIP

The Council welcomed Mr Doug German, President of the Students’ Union, as an ex officio member who will serve on the Council from 1 August 2012 until 31 July 2013.
The Council welcomed Mr Richard Mallett, who has been elected to Council as a member of the non academic staff, from among his own number. His term of office will be from 1 October 2012 until 30 September 2015.

2 CONFLICT OF INTEREST

It was noted that one member was a Director of Benetic Limited, which had made a grant to fund a specific project in the School of Biological Science. The same member was also Chairman of Ark Plc which had signed a Confidential Disclosure Agreement with another member of the School of Biological Science regarding a possible collaboration.

The elected academic members of Council declared a Conflict of Interest with agenda item 13.3 Professorial Banding. The College had received legal advice which prevented a discussion of Professorial Banding reforms unless those members of Council whose pay was determined by this process withdrew from the meeting. The Council were further informed that one elected member had raised an employment tribunal against the College and one of these claims related to Professorial Banding.

3 MINUTES

The minutes of the previous meeting, held on 20 June 2012 (M12/88-M12/195) were agreed as an accurate record of the meeting.

4 MATTERS ARISING FROM THE MINUTES

Faculty Constitutions (M12/187)

The comments made by the Council at its last meeting on the revised Faculty Constitutions would be considered by the Academic Board on 28 November 2012. It was expected that the final constitutions would be presented to Council for approval at its meeting on 20 March 2013.

5 UNSTARRING OF ITEMS

The following items in Part B were unstarred

CL/12/51 – unconfirmed minutes from the Audit and Compliance Committee meeting held on 25 July 2012

CL/12/52 – unconfirmed minutes from the meeting of the Council Executive on 28 August 2012
PART A: MAJOR ITEMS OF BUSINESS

6 PRESENTATION FROM THE SCHOOL OF MANAGEMENT

The Council received a presentation from the Head of the School of Management which gave an overview of the School’s emerging ambitions. The Council were informed of the School’s strategic aims for 2012-13 in terms of teaching and research, and also noted the key constraints and risks to the School.

One Council member asked the Head of the School if the demand for management programmes would remain robust in the current economic situation. The Council were informed that recruitment on RHUL management programmes remained strong and that for 2012-13 the School had exceed its targets for AAB+ and overseas students. The School had increased its entry requirements for its postgraduate programmes which had caused a slight dip in postgraduate numbers. The School had also identified niche areas of expertise to promote which included Entrepreneurship and Sustainability.

One member of Council noted that the School had set challenging objectives and asked if the Head of School could identify the biggest barriers to achieving these. It was noted that the School would need investment to remain sustainable and in particular it needed additional teaching space. Student recruitment was influenced by league tables and the School needed to improve its positioning.

A copy of the presentation would be circulated electronically to members after the meeting and hard copies were available on request.

7 PRINCIPAL’S REPORT

The Council were informed that future government spending proposals and their impact on the Higher Education (HE) sector was becoming clearer. Budget reductions were expected to be announced across all government departments in December 2012 and it was likely that the HE sector would be one of the worst affected. The government perceived the sector to be better off with the introduction of the increased tuition fee, but had not taken into account that there were fewer students in higher education or cuts in capital grants. The College was working with Universities UK and the 1994 Group in response to the expected changes.

The Council noted the UK Border Agency had recently made an informal visit to the College and had raised no serious concerns. In view of recent highly publicised student visa issues in the media and in order to provide assurance to the Council that the College was managing its procedures and records effectively in relation its responsibilities under the Highly Trusted Sponsor Status, the College had commissioned an external audit to that it could be confident that it was compliant. The Council acknowledged the importance of the Highly Trusted Sponsor Status to the recruitment of overseas students.
The College had commissioned research into its perceived brand and position to better inform its student recruitment activities. The preliminary results of this would be presented later in the meeting and would form an important background to the away day in November.

The Council noted that Katie Kerr, Acting Director of Human Resources and formerly College Secretary and Head of Governance, was leaving the College at the end of the year. The Council recorded a formal note of thanks to Ms Kerr and wished her well in her next post at St Pauls Girls School, Hammersmith. A recruitment process was underway for a permanent Director of Human Resources.

The College had invested in lecture capture software which would enable staff to record lectures and seminars. The Council were assured that this was intended to be a revision aid to students and not a strategy to reduce contact or teaching time.

The Council noted that the College recently had an employment tribunal case dismissed at Reading Employment Tribunal. It was clarified that the academic who had brought the case withdrew his claims. No financial settlement was reached other than the College agreed not to pursue costs. The Council noted that this case could not be discussed further during the meeting.

8 RECRUITMENT AND ADMISSIONS

8.1 The Council received a progress report on recruitment and admissions for 2012-13 entry and outlook for the future (CL/12/42).

The College had met its non AAB HEFCE quota of students, but that there had been a shortfall of in AAB+ recruitment. Concerns over Home/EU Postgraduate Taught student recruitment had been discussed with the Council earlier in the year and the October count revealed that the College was approximately 250 students below target. Unless there was a significant change in overall recruitment numbers between the October and December count, there would be a £3-3.5 million negative impact on the budget, which would have an impact over the next three years for undergraduate fee income.

Although it was still too early to compare the College’s recruitment performance with its competitors, the Council were informed that anecdotal evidence suggested under recruitment of AAB+ students was a sector wide issue, and that some institutions had also failed to meet their non ABB+ targets. Nationally, there were fewer new students choosing to go into higher education. Ten thousand places had also been transferred from the Higher Education sector to Further Education (FE) Colleges and early indications were that FE Colleges had failed to fill them.

The Council noted that a task force had been set up, overseen by the Deputy Principal, to ensure that the College moved forwards with short and long term plans to maximise future student recruitment to ensure that the issues experienced in 2012-13 were a blip and not the start of a trend.
Record numbers of prospective applicants had attended the College Open Day on 29 September 2012, which indicated applicants were visiting more institutions than in the pre £9,000 tuition fee era. Significant progress had already been made with professionalising open days. The College was also expanding its representation at recruitment fairs and looking target additional feeder schools.

The College did not yet have plans to make huge structural changes to offset the loss of tuition fee income. It would instead look at whether there was expenditure that could be deferred until a later date and where additional savings could be made. The Council were assured that the REF return would not be jeopardised by any plans to slow down on staff recruitment.

It was also noted that from 2013-14 the AAB+ policy would change and students with ABB+ would no longer be included within the Student Number Control limit.

The Council noted that the Home/EU postgraduate was a changing market and nationally the sector had under recruited. The 1994 Group was conducting some research in this area and the College was very aware it was an issue that needed to be addressed.

One member of the Council asked if students were migrating to European institutions rather than paying the additional fee to study in the UK. The data on this was not yet available.

On behalf of the Council, the Chair thanked the Deputy Principal and his team for their work during Confirmation and Clearing.

The Council received a report summarising the College’s processes for managing UKBA Tier 4 student visa requirements.

The College had a strict attendance monitoring process in place, which was working well for the majority of students. It was acknowledged that it was more difficult to monitor attendance for overseas postgraduate research students as there was irregular and less frequent contact time with tutors. The Council was assured that the College was taking measures to tighten up the process for postgraduate research students.

The College had commissioned an externally driven audit of its processes around ensuring compliance with UKBA guidelines and Council would be notified of the outcome and recommendations from the audit once it had been completed.

The UKBA had recently made an informal visit to the College. The College was waiting for formal feedback but initial comments did not raise any cause for concern.
9 COLLEGE STRATEGY

9.1 The Council received an oral update on progress with the development of the new College Strategy. The Senior Management Team were attending an away day meeting the following week to discuss the next stage of the strategy, which included consideration of issues beyond the academic themes, for example the Estate. The academic priorities that would be included in the final strategic plan would be submitted to Academic Board at its meeting on 28 November 2012. The document would then be circulated for comment to staff, students, the three strategy working groups and stakeholders. The Council noted that the process was running to schedule and the final plan was due to be presented for approval at Council in June 2013.

9.2 The Council received a presentation from the Director of Communications and External Relations on Stakeholder perceptions. The College had recently undertaken two pieces of research which looked at perceptions of Royal Holloway. The first piece of research was from Higher Expectations, a national annual survey of 13,000 undergraduates in their first term. The College bought data from the company on why RHUL applicants either chose to study at Royal Holloway or why they decided to go to another institution. The second piece of research was a Perception Audit. A range of stakeholders were asked to complete a survey looking at how RHUL is perceived internally and externally. The feedback from the Perception Audit was being used to support the development of the new strategy and identified positive perceived strengths that the College could use to maximise its recruitment activities and perceived weaknesses that needed to be addressed.

The research highlighted that the College appeared to lack a clear identity, although it was generally considered that its strengths in teaching and research are well regarded. There was some confusion over the College’s relationship with the University of London, and also where the College is located. The survey revealed that graduate employability was important to prospective students and that the College needed to more widely publicise its activities in this area, for example the Passport Award Scheme which encouraged students to develop transferrable skills for the workplace and how to successfully compete in a competitive jobs market.

The Council will use the outputs of the Perception Audit to provide a backdrop to their away day in November and a context in which to identify and plan for the strategic issues ahead.

10 MAJOR PROJECTS

10.1 The Council received an update on the major non student residence related developments in the estate, (CL/12/44).

The refurbishment of the bedrooms in Founders had been completed on schedule and within budget in time for the start of the autumn term. The College had received positive feedback from the new intake on the refurbished
rooms. Work on the communal areas including the bathrooms and pantries was expected to take place during the 2012-13 academic year.

The College was still considering its options with regards to improving library facilities. Work was ongoing to define requirements for library use and potential co-located services. It had not yet been possible to reach a decision on whether the existing Bedford Library could be extended or whether a new build would be needed. A full update would be provided to Council at its meeting in November.

It was noted that the new studio theatre to improve performance and back stage space for the Drama department was expected to be completed by February 2013. The project was currently within budget. The site was located near to residential housing and there had been some difficulties with residents and planning.

The Council noted that the academic strategy was being developed in conjunction with an Estates Masterplan. It was clear that lack of space on campus was a major problem in furthering the College’s ambition and supporting expanding successful academic initiatives. The Council were informed that plans for the academic estate were likely to cost around £100-120m. Decisions would need to be taken on the priorities for investment and the College would need to address its appetite for change. The College was liaising closely with Runnymede Borough Council (RBC) in shaping the Masterplan and RBC had so far indicated it’s support. Further details would be presented to Council in November.

10.2 The Council received an update on the Residences Strategy (CL/12/45). It was noted that the information in this paper was commercially sensitive and should remain confidential until further notice.

Negotiations were ongoing concerning the possible purchase of the former Brunel campus site at Runnymede. The College still hoped to progress with this but the current Heads of Terms presented to the College by the developer were unacceptable. There were also concerns that RHUL was being asked to pay a high price without having seen a detailed product quality specification from the developer. It was noted that the developer had presented an ambitious timetable for completion that allowed no room for delay without causing a serious financial impediment to the College. The College was keeping the local Council informed of negotiations.

The Council

AGREED

that RHUL should continue negotiations with the developer on price, more acceptable Heads of Terms and a detailed product quality specification.

The Council were informed that another significant opportunity had arisen for the expansion of student residences. The University of London rented land
from the College near to the Spring Rise entrance, which they used for a book Depository operated by Senate House. The Depository was under used and Senate House had approached the College about finding an alternative use for the site. Talks were underway between the College, University of London and a third party provider of student accommodation about the possibility of providing 500 student bedrooms on the site. The College still needed to explore funding and operating options for this site. Runnymede Borough Council was keen for the College to develop its own campus where possible and their initial response to this proposal had been optimistic.

The Council

APPROVED

ongoing discussions with the University of London for the development of this site. The Council would be kept updated on the progress of those discussions.

It was acknowledged that in the longer term there were likely to be changes to staffing as the College’s infrastructure changed and developed. A HR strategy would be developed by the incoming Director of HR.

11 OLYMPICS

The Council received a short report summarising the RHUL experience of being one of three official Olympic villages in the summer of 2012 (CL/12/46).

The Council noted that, although the final figure had yet to be finalised, the College had made a profit of approximately £400,000 above its usual summer income. In addition, lasting improvements had been made to the campus, for example to accommodation, landscaping and car parking. It was acknowledged that there had been some disruption to the normal workings of the College during the summer months but that attempts had been made to keep this to a minimum, and Heads of Department had been asked to take a sympathetic approach to requests from staff to work at home.

The Council gave a formal note of thanks to all those involved in making the Olympic and Paralympic experience at RHUL such a success. A special note of thanks was given to the Campus Service Team who maintained a 24 hour presence throughout the duration of both Games.

12 FINANCIAL MATTERS

The Council received the provisional outturn for 2011-12 (CL/12/47).

The Council noted that the surplus for 2011-12 was £7.9m, which was £0.9m lower than the estimate presented at the Council meeting on 20 June 2012 and £9.2m higher than budget. The reasons for the budget variance had been addressed at meetings throughout the year.
The most significant variance on the Main Account compared to the last estimate was in non staff costs. To some extent this reflected accelerated expenditure but also higher costs in some areas, including legal fees and building maintenance.

It was noted that the Council would be asked to approve the Annual Accounts for 2011-12 at its meeting on 23 November 2012. The Accounts will be considered by the Finance and Audit and Compliance Committees prior to the Council meeting.

13 GOVERNANCE

13.1 Health and Safety

The Council received a proposal for a Health and Safety Assurance Committee, which would provide assurance to Council that the College is managing its activities in respect of the health and safety of staff, students and anyone else affected by its activities (CL/12/48). The proposal had been discussed and approved by the Audit and Compliance Committee and Council Executive prior to submission to Council. One member of Council asked if the committee’s remit should include environmental health. It was

AGREED

that the terms of reference for the Committee should be amended to clarify that references to ‘health and safety’ also included College responsibilities in relation to environmental issues. This would be reviewed at a later date pending planned changes to government legislation.

The terms of reference for the Health and Safety Assurance Committee were

APPROVED

subject to the above amendment.

The Council noted that the Council Executive would consider lay member appointments to the committee at its meeting on 23 October 2012.

13.2 Lay member appointments

13.2.1 Proposal for two lay member appointments to Council

The Council received a TABLED paper with a recommendation from the Nominations Committee for the appointment of two lay members of Council (CL/12/49).

The candidates, Mrs Christine Goodyear and Ms Chris Shoukry, had met with the Chair of Council, the Principal and the Registrar and were considered excellent candidates for appointment to Council.
The Council  

AGREED

to appoint Mrs Christine Goodyear and Ms Chris Shoukry as lay members of Council. Their terms of office would be from 12 October 2012 until 31 July 2017.

13.2.2 Nominations Process  
The Council were informed that, at its meeting earlier in the day, the Nominations Committee had discussed a process for the appointment of lay members of Council. It was hoped that the recruitment process could be improved by creating a pool of potential members with a variety of skills with whom College could foster a relationship with before selecting the most suitable candidate to meet the needs of the College as a vacancy arises. A formal proposal would be submitted to Council for approval at its meeting on 23 November 2012.

13.3 Professorial Banding  
The Council noted the Institutional Statement on Discrimination, which the Chairman read out prior to discussions on this item.

The three elected members of the academic teaching staff, the Head of the School of Management and the UCU observer withdrew for this discussion.

One student member asked for clarification as to why the above members had been asked to withdraw. It was noted the elected members were Professors and their pay was determined by the Professorial Banding process. There was considered to be a potential personal financial gain, which had to be declared as a conflict of interest under the guidance given in the College’s Conflict of Interest Policy. In order to protect themselves and the integrity of the Council they had been asked to withdraw. In addition one of the elected members had brought an employment tribunal against the College, and one of the claims related to Professorial Banding. Legal advice received by the College advised against discussing this matter with the elected member present as it compromised the College’s position.

The Council received a paper clarifying the role of the Council and Council members in the Professorial Banding process (CL/12/50).

It was noted that Professorial Banding had been introduced at the College approximately three years ago and it had been one of the first attempts to do this across the sector. The aim of the process was to create a transparent and consistent measure of rewarding Professors without bias or prejudice. The process had resolved a lot of the anomalies in Professorial pay, and had been a valuable exercise, but it was also acknowledged that the system was not perfect. A substantial review was underway, led by the Acting Director of Human Resources in conjunction with the Faculty Deans aimed at refining the process.
One independent member of Council asked what effect the introduction of Professorial Banding had had on the morale of academics. It was noted that most Professors had responded positively and were supportive of the process, and that out of 180 Professors four had lodged Employment Tribunals.

The Council had a clear and limited role in Professorial Banding. It had a responsibility to ensure that the College had a system in place to determine Professorial pay that was fit for purpose. It was noted that one lay member of the Council had been asked to Chair the Professorial Banding Appeal meetings because of concerns raised during the implementation of the new system but that going forwards it was expected the process would be fully managed within the usual management processes of the College. The Council did not have a role in determining the pay of individual members of the College other than for the Principal and College Secretary, whose pay was determined by the Remuneration Committee and reported to Council annually. The Remuneration Committee was also responsible for providing assurance to Council on equality issues related to pay.

**PART B: ITEMS FOR REPORT AND FORMAL APPROVAL**

**14* ANNOUNCEMENTS**

The College donated £3500 from the proceeds of the Diamond Jubilee Garden Party Raffle to the Royal Surrey Hospital for their intensive care unit.

The Council noted with sadness the death of Mr Alex Grant, Honorary Fellow, on 28 July 2012. Mr Grant had served as Departmental Superintendent in the Physics Department from circa 1947 until his retirement in 1986.

The Council noted with sadness the death of Mrs Gloria Stuart on Wednesday 22 August 2012. Mrs Stuart served on Council from 1 August 2006 until December 2010. She was an extremely active member of Council and served on several Committees.

The Council noted with sadness the death of Professor Dorothy Wedderburn on 20 September 2012. Professor Wedderburn was Principal of Bedford College 1981-1985 and the first Principal of Royal Holloway and Bedford New College between 1985-1990. A memorial service will be held at the College in Spring 2013.

The Council were informed that a memorial service for Professor Jack Pridham would be held at the College on 2 November 2012.

**15* REPORT OF DECISIONS TAKEN BY THE CHAIRMAN**

The Council noted that in the absence of a permanent Chair of the Student Discipline Committee following Mrs Esther Horwood’s retirement from Council on 31 July 2012, the Chair agreed to
1. The appointment of Mr Jeremy McIlroy as Chair of a meeting of the Student Discipline Committee on 23 August 2012
2. The appointment of Ms Colette Wilson as Chair of two meetings of the Student Discipline Committee on 20 September 2012

The Council noted that the Chairman agreed to an extension of the limits detailed in the Treasury Management Policy that can be placed with Money Market Funds.

16* REPORT OF DECISIONS TAKEN BY CIRCULATION

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

17* ACADEMIC BOARD

The Council noted that no meetings of Academic Board had taken place since 30 May 2012. The minutes from the meetings scheduled to take place on 28 November 2012 and 6 March 2013 would be available at the Council meeting on 20 March 2013.

18* AUDIT & COMPLIANCE COMMITTEE

The Council received the unconfirmed minutes from the meeting of the Audit & Compliance Committee held on 25 July 2012.

One elected member of Council unstarred this item and asked for clarification on the future arrangements for internal audit. The Council were informed that the College’s internal audit function was to be outsourced, and that agreements were being reached with current members of the College’s internal audit team. An interim arrangement would be put in place for 2012-13 and a selection of companies had been invited to bid for the contract. It was expected that tendering for provision in 2013-14 onwards would start in Spring 2013.

19* COUNCIL EXECUTIVE

The Council received the unconfirmed minutes of the meeting of the Council Executive held on 28 August 2012.

This item was unstarred in conjunction with the Audit and Compliance Committee minutes. The situation with internal audit was clarified under item 18.

20* EQUALITY AND DIVERSITY COMMITTEE

The Council noted that the following dates had been set for meetings in 2012-13

- 15 October 2012
- 14 February 2013
• 9 May 2013

The unconfirmed minutes of the meeting scheduled to take place on 15 October 2012 would be available at the Council meeting on 23 November 2012.

21* FINANCE COMMITTEE

The Council noted that no meetings of the Finance Committee had taken place since 10 May 2012. The unconfirmed minutes of the meeting scheduled to be held on 25 October 2012 would be available at the Council meeting on 23 November 2012.

22* NOMINATIONS COMMITTEE

The Council noted that the minutes of the meeting held on 11 October 2012 would be available at the Council meeting on 23 November 2012.

23* REMUNERATION COMMITTEE

The Council noted that no meetings had taken place since 23 May 2012. The unconfirmed minutes of the meeting scheduled to be held on 23 October 2012 would be available at the Council meeting on 23 November 2012.

24* STUDENT DISCIPLINE COMMITTEE

To note that the Student Discipline Committee has met on the following occasions since the Council meeting on 20 June 2012

• 12 June to consider a case of plagiarism. The Committee terminated the student’s registration.
• 19 July to consider two cases. The first case was in relation to an exam offence and the Committee terminated the student’s registration. The student submitted an appeal, which was dismissed by the Committee. The second case was also in relation to an exam offence. The Vice Principal’s recommendation was to terminate registration but this was not approved by panel and the student was instead suspended for academic year and awarded zero for relevant course. This course was a core course which meant student could not complete the full degree but would receive a lesser award.
• 23 August to consider a drug related offence. The Committee terminated the student’s registration. This case is currently being appealed and the hearing is scheduled to be held in October.
• 20 September to consider two cases. The first was to consider a case of antisocial behaviour in the community. The Vice Principal’s recommendation to suspend registration was not approved and the Committee chose an alternative penalty and gave the student a suspended suspension and restriction on where she could live. The second case related to a drugs offence and the Committee agreed to award a suspended termination and restriction in time on campus.
25* DRAFT COUNCIL AWAY DAY SCHEDULE

The Council received a draft schedule for the Council away days on Thursday 22 and Friday 23 November 2012 (CL/12/53).

26* HEALTH CENTRE ANNUAL REPORT

The Council noted the Annual Report from the Health Centre 2011-12 (CL/12/54).

27* HEFCE ASSESSMENT OF INSTITUTIONAL RISK

The Council noted the annual HEFCE Assessment of Institutional Risk letter (CL/12/55).

28* STAFF-STUDENT COMMITTEES

The Council APPROVED the revised Staff-Student Committee Constitution (CL/12/55).

29* SEALING OF DOCUMENTS

The Council noted that the following documents were sealed on 5 July 2012

- Lease of business premises at RHUL to Santander Plc
- Honorary Degree Certificates for Lord Melvyn Bragg and Dr Andrew Taylor

30* DATE OF THE NEXT MEETING

The next meeting of Council is scheduled to be held on Friday 23 November 2012 at Beaumont House in Old Windsor.

Miss Clare Munton
Governance Assistant
2 November 2012