

COUNCIL

Minutes of the Meeting of the Council held on 25 June 2008

Present:	Sir Andrew Burns (<i>in the Chair, except for item 11</i>) Mr A Alway Mr D Beever (<i>except for item 5 & in the Chair for item 11</i>) Mr P Blagbrough Mr R Buswell (<i>from item 7</i>) Professor G Dickson Professor F Driver Professor S R Hill Mrs E Horwood Mr J Lerche	Mr J Manning Cllr H W V Meares (<i>until item 9.3</i>) Mr J Morgan Mr J R Potts Mr W F Rooke Mr I G Ross Ms B Shorter Mrs G Stuart Mr P Worth
Apologies:	Mr W Adams Cllr M Angell Mr J Brannan	Dr T Stead Mrs S Tyacke
With:	Mrs C Burns (<i>Acting Secretary</i>)	
In attendance:	Professor R Kemp Mr D Sweeney Professor G Ward (<i>until item 9.3</i>)	Senior Vice-Principal (Academic Affairs) Vice-Principal (Communications, Enterprise & Research) Vice-Principal (Planning & Resources)
	Professor P Beesley Professor A Tickell	Dean of the Faculty of Science Dean of the Faculty of History & Social Sciences
	Mr S Bland Mr M Lewis Mr G Robinson	Director of Facilities Management Director of Development Director of Finance
	Mrs J McKenzie	College Secretary's Office
Observers:	Ms E Owen	President-Elect, Students' Union

1.	MEMBERSHIP	
1.1	<p>It was noted that Denis Tunnicliffe had recently joined the Government as a Lord in Waiting in the Whips Office in the House of Lords. In accordance with the Ministerial Code, Lord Tunnicliffe, who had been appointed as a lay member of Council on 1 August 2004, had stood down at the end of April 2008.</p>	08/96
1.2	<p>It was noted that this would be the last meeting for the following three members, who would be completing their periods of office on 31 July 2008:</p> <ul style="list-style-type: none"> • Peter Worth, who had been appointed as a lay member on 1 April 1998. In addition to his contribution to the work of the Council, Mr Worth had been an extremely active member of College committees, including the Finance Committee, the Trading Sub-Committee and the former Planning & Resources Committee. He had served on the New Halls Project Board which oversaw the demolition of Athlone & Cameron and the inception of Gowar & Wedderburn student residences. Since April 2004 he had also been Chair of the Student Discipline Committee. The Council expressed its appreciation to Peter for his hard work and consistent support over the previous ten years; • Joff Manning and Will Adams, student members, who would be completing their one-year periods of office as President and Students' Union Chair respectively. 	08/97
1.3	<p>It was noted that the terms of office of three staff members were due to end on 30 September 2008:</p> <ul style="list-style-type: none"> (i) Professor George Dickson, who had been elected by the Academic Teaching staff. An election would be underway in due course to fill this vacancy, for which George would be eligible to stand again; (ii) Jonathan Morgan, who had been elected by the Academic-Related staff. On the recommendation of the Nominations & Honorary Awards Committee, the Council 	08/98
AGREED:	<p>that unless the HERA team was able to clarify the position of the academic-related staff member, an election would be run in due course (for which Jonathan would be eligible to stand again) using the old rules, with an interim “roll forward” arrangement for the person elected, similar to that in place for the non-academic staff position;</p>	08/99
	<p>(iii) Andy Alway, who had been elected by the non-academic staff. On the recommendation of the Nominations & Honorary Awards Committee, it was</p>	
AGREED:	<p>that if the HERA team was still not able to clarify the position of the non-academic staff member, to roll forward Andy’s membership for a further year, as previously agreed by the Council in October 2007 (M07/154).</p>	08/100

- 1.4 The Council welcomed, **Liz Owen** (President-Elect of the Students' Union for 2008-09), who had been invited to attend this meeting as an observer. The other new student member, **Morgan Hamilton Griffin** (Students' Union Chair-Elect) had been unable to attend. 08/101
- 1.5 The Council congratulated **Professor Geoff Ward** on his appointment as Vice-Principal (Planning & Resources), succeeding Professor Andrew Wathey from 1 May 2008. Professor Ward, who had formerly been Dean of Arts, would continue to be "in attendance" at meetings in his new capacity. [Ref M08/145 – *Chairman's Action*] 08/102
- 1.6 It was noted that this would be the last meeting for **David Sweeney**, Vice-Principal (Communications, Enterprise & Research), who would be leaving the College at the end of August 2008. Mr Sweeney had attended Council meetings since 2000, initially serving as an elected staff member. Since becoming a Vice-Principal in 2004, he had been "in attendance" at meetings. The Council congratulated Mr Sweeney on his new appointment as Director of Research, Innovation & Skills at HEFCE. [Ref M08/142-Announcements] 08/103

2. CONFLICT OF INTEREST

The Chairman invited members to indicate if they had a conflict of interest with any of the agenda items. None of the members indicated a conflict. 08/104

3. MINUTES

The Minutes of the last meeting held on 26 March 2008 (M 08/49 – M 08/89), which had been circulated, were confirmed and signed. 08/105

4. MATTERS ARISING FROM THE MINUTES

4.1 Royal Holloway's Relationship with St George's, University of London (M08/51 – M08/52)

The Council received a copy of a presentation given by the Principal to St George's on 9 June 2008 (CL/08/47). The subject was deferred for wider discussion under the Principal's Report [Ref M08/109 – *Principal's Report*] 08/106

5. ELECTION OF VICE-CHAIRMAN OF COUNCIL

(David Beever withdrew for this item)

On the recommendation of the Nominations & Honorary Awards Committee and, in accordance with Statute 4(2), the Council unanimously 08/107

AGREED: to re-elect David Beever as Vice-Chairman of the Council for a second term of office, with effect from 1 September 2008 until 31 July 2010.

6. UNSTARING OF ITEMS

Item 24 – Report from the Student Discipline Committee – was unstarred. 08/108

7. PRINCIPAL'S REPORT

The Council received the Principal's report (CL/08/48), noting that the most important development since the last meeting was that the College and Kingston University had put forward a joint bid for partnership with St George's, University of London. *[A copy of the Principal's presentation to St George's had been received under item 4.1 – Ref M08/106 – Matters Arising]* Earlier individual bids had been withdrawn and the SGUL Council would be deciding on options to remain independent, to merge with Surrey University or join in partnership with RHUL and Kingston. A series of meetings was taking place, with issues of brand identity and suitable governance structures at the centre of proposals under consideration. An update would be given to the Council at its next meeting in October. The Principal emphasised that Royal Holloway and Kingston would not be merging and that the SWan Alliance would be protected. 08/109

The Council noted that two alumnae would represent Great Britain at the 2008 Olympic and Paralympic Games in Beijing, together with three overseas College students who would be representing their own countries. Another substantial achievement for Royal Holloway was that it would be selected as the third Olympic Village for the London 2012 Olympic and Paralympic Games. The College would accommodate around 2000 international rowers and flat-water canoeists, who would be participating in events at Dorney Lake near Windsor. 08/110

Since the previous meeting there had been some very successful major College events. These included the Royal visit in April, when the College's new halls of residence, Williamson, Butler and Tuke, had been opened by HRH The Princess Royal, in her capacity as Vice-Chancellor of the University of London. Earlier in June, the London Mozart Players had performed in the Windsor Building Auditorium, heralding the beginning of a three-year partnership with the College. At the College's Annual Garden Party held on 8 June the highest ever amount had been raised in the raffle and would be distributed to local charities. On 16 June, the Rt Hon Sir Anthony Clarke, Master of the Rolls had given the Magna Carta Lecture, delivering a powerful message on "Constitutional Justice: Lessons from Magna Carta". The Chairman thanked lay members in particular for the strong support they had given to these events. 08/111

8. FINANCIAL MATTERS

8.1 Estimated Outturn 2007-08

The Council received and noted the current position on the financial outturn for 2007-08 (CL/08/49), which was close to the situation previously advised with a strong historic cost surplus.

08/112

8.2 2008-09 Revenue and Capital Budgets

The Council received and considered the proposed revenue and capital budgets for 2008-09 which the Finance Committee had agreed at its meeting on 15 May 2008, together with background financial forecasts (CL/08/50).

08/113

It was noted that costs had increased because of the recent investments in staff and facilities, but that these were essential to the student experience and the research position of the College.

08/114

Some concern was expressed about the provisions being made for future pension liabilities to ensure that these costs did not fall disproportionately on future students. The Finance Committee had decided not to make a provision as yet, but monitored pension cost risk regularly and included it in the sensitivity analysis in the Financial Forecasts. Any increase in pension funding costs was expected to be introduced after the current triennial valuations, probably from 2009-10. It was important that in the sector there should be an open dialogue with staff about providing affordable pensions. The issue should be included in the College's Principal Risks for 2009-10, given the impact of £0.5m for each additional 1% to the contribution rate.

08/115

It was important to focus on what the College was able to manage, specifically teaching, research and overseas students and these were risk-assessed at each Finance Committee meeting. The capital budget did not include the total likely capital spend. This would become clearer once the Estates and other strategies were finalised.

08/116

The Council considered the cost of establishing an administration hub at Huntersdale and questioned the decision-making path. It was noted that a review of process for capital approvals was underway. In response to concerns about the safety and convenience of staff travelling between Huntersdale and the main campus, it was noted that there would be an enhanced bus service and the need for improvements to the pavements had been raised with the Local Authority.

08/117

Further capital expenditure should be avoided until the Corporate Plan had been finalised.

08/118

The Council

08/119

AGREED: to approve the revenue and capital budgets for 2008-09 as recommended by the Finance Committee.

8.3 Appointment of a new Director of Royal Holloway Enterprise Ltd

Following the retirement of Jane Ross, the Council

08/120

AGREED: the appointment of the Director of Finance, Graeme Robinson, as a Director of Royal Holloway Enterprise Ltd, with effect from 1 April 2008.

9. STRATEGIC PLANNING

Corporate Plan Development 2008-13 (M08/59)

- 9.1 The Council considered the implications of HEFCE tolerance bands on student number growth (CL/08/51), noting that it was becoming increasingly difficult to achieve ASNs and that recruitment of HEU UK students must remain within ±5% of agreed numbers.

08/121

Decisions regarding the shape and size of the student base, together with the College's ability to attract funded growth in student numbers, would inform some of the most important elements of the Corporate Plan. Key market-related issues which may impact growth included the current economic situation, space shortage, fewer 18-21 year olds, removal of the fee cap, increasingly selective students and the "flight to quality" of overseas students. It was noted that the College had grown at a rate greater than that of the wider sector in most areas, but would now have to concentrate on achieving funded growth and ensuring consistency of quality in the student experience.

08/122

The recommendation was to hold HEU UG student intake targets at 2008-09 levels for the remainder of the plan period in recognition of the need to have only funded growth. The College should also adopt a slightly lower growth profile than had previously been assumed for overseas student numbers, to reflect market conditions and to implement recommendations by Royal Holloway International to focus on certain key markets and improve diversity in the student base.

08/123

Branch Campus in Kuala Lumpur (Kuala Lumpur Education City) (M08/63)

- 9.2 The Senior Vice-Principal presented a progress report on the invitation by KLEC Ventures Sdn Bhd to participate in a joint venture in Kuala Lumpur (CL/08/52).

08/124

Although there were various issues to consider before a full commitment was made, there were a number of attractions and potential benefits. An independent consultant's report comprising a preliminary "due diligence" assessment of KLEC Ventures and an appraisal of the Malaysian student market which had been commissioned in April 2008 had been sufficiently encouraging for the College to move onto the next stage of negotiations.

08/125

The Council noted that, following the appointment of a full-time Project Officer in August, there would be more comprehensive discussions with KLEC. Simultaneously, there would be consultations with potential UK HEI partners in the venture, as well as HEIs and other third parties who had experience of establishing overseas campuses. A further report would be made to the next meeting of Council, but it was not envisaged that a decision would be reached before 2009.

08/126

The Student Experience

- 9.3 The Council received a report on initiatives being taken by the College to improving the student experience, in response to the 2007 National Student Survey, in which the College had received 84% overall satisfaction rating (CL/08/53). Each academic department had analysed their student responses to the questions asked in the survey and had come forward with various schemes.

08/127

There were two approaches, the first of which was a long-term programme to improve the learning and teaching experience. The second was to provide better library and IT resources. In response to student requests for social learning space, £1million had already been allocated to the reconfiguration of one floor of the Bedford Library.

08/128

The Council noted that postgraduates had not been part of the survey but there were many other channels for listening to the views of students. The College was also investing more in sports facilities and was considering the provision of additional social space.

08/129

Faculty Reorganisation

- 9.4 The Council noted that this item had been deferred until the Autumn and paper CL/08/54 had not been issued.

08/130

10. **DEVELOPMENT**

The Director of Development presented details of new structures for a matched funding scheme for voluntary giving, which was being administered by HEFCE (CL/08/55). The Council noted that Royal Holloway was applying to be in the second tier of the scheme, which was intended for the majority of institutions with existing development programmes and would provide a match of £1 for every £2 raised up to a cap of around £1m - £1.5m per institution over the three years of the programme. The commencement of the scheme on 1 August 2008 would come at an opportune time for the College as it expanded its development activity and would be beneficial in building its donor base.

08/131

11. GOVERNANCE

Visitor (M08/68)

- 11.1 The Chairman reported that the Rt Hon Lady Justice Arden DBE had accepted the position of Visitor with pleasure. It was noted that Lady Justice Arden had supported the College for many years, regularly attending events such as Honorary Fellowships Award Ceremonies and Graduation Ceremonies and she would be a great asset to the College in her new role.

08/132

Statement of Primary Responsibilities

- 11.2 Members considered a proposal to amend the Statement of Primary Responsibilities, which had originally been agreed by the Council in September 2005 (CL/08/56). The Nominations & Honorary Awards Committee had recently reviewed the Statement and now recommended that, in order to clarify the role of the Council, it should begin by quoting in full paragraph 1 of the Committee of University of Chairmen Guide for Members of Higher Education Bodies in the UK. The Council

08/133

AGREED: to amend the Statement of Primary Responsibilities to be preceded by the additional paragraph highlighted in Attachment 1 to CL/08/56.

Term of Office for Future Chairs of Council

[Sir Andrew Burns withdrew for this item and David Beever sat in the chair]

- 11.3 The Council considered the recommendations made by the Nominations & Honorary Awards Committee via a sub-group, which had been set up to produce a proposed framework for the appointment of future Chairs of Council (CL/08/57).

08/134

The Vice-Chairman of Council summarised the exercise which had been undertaken by the sub-group. There had not been a formal process previously covering the term of office, profile and selection of the Chairman. Following numerous interviews with individual members of Council, senior College staff and representatives of the Students' Union, the sub-group had produced several proposals. Arising from the discussions, it had also made suggestions for the appointment of a "senior independent member", a formal procedure for the removal of members of Council and revised job descriptions for both the Chairman and the Vice-Chairman.

08/135

The two main conclusions were that the Chairman of Council should be elected for a period of five years, and that in special circumstances this could be extended for up to a further two years. Secondly, the Council should appoint a senior lay member as a senior independent member. This person would be accessible by other Council members in the event of concerns, but would not be a member of the Council Executive nor chair of a committee.

08/136

AGREED:

- (i) the proposed Chairman's Term of Office (Attachment 1 to CL/08/57), which was intended to take effect after the retirement of the present Chairman and would be added to Council Regulation 9;
- (ii) the proposed revised Job Description for the Chairman of Council (Attachment 2 to CL/08/57);
- (iii) the proposed Person Specification for the Chairman of Council (Attachment 3 to CL/08/57);
- (iv) the proposed Chairman Selection Process (Attachment 4 to CL/08/57);
- (v) the proposed Procedure for the Removal of a Member of Council (Attachment 5 to CL/08/57);
- (vi) the proposal for the appointment of a Senior Independent Member (Attachment 6 to CL/08/57);
- (vii) the Proposed revised Job Description for the Vice-Chairman of Council (Attachment 7 to CL/08/57), subject to a change of wording in item (v) by substituting “*To attend and contribute to...*” with “*To be a member of...*”

Following on from these discussions, the Vice-Chairman drew attention to the term of office of the present Chairman of Council, Sir Andrew Burns, which was due to end on 31 July 2009. The Vice-Chairman proposed that the Council should extend Sir Andrew's term of office as Chairman for approximately two further years until November 2011. This proposal was agreed in principle but, as Statute 4(1) had not been followed, it would be reconsidered at the next meeting.

08/138

12. STUDENTS' UNION

- 12.1 The Council received the Annual Report and Impact Report for 2007-08 (CL/08/58) from the President of the Students' Union, who drew attention to the main aspects of the year in his presentation. These included beneficial working relationships with the National Union of Students (NUS) and the University of London Union (ULU), with the opportunity to lobby on major issues, and the transformation of several Students' Union venues. Space continued to be an issue and would feature in future student experience feedback.

08/139

12.2 The Council considered a proposed amendment to the Students' Union Constitution (CL/08/59) concerning the term of office of sabbatical officers and 08/140

AGREED: to change the SU Constitution at 3.21 to read "A person may not hold a Sabbatical Officer post, or any other paid elected Union office, for more than two years"

It was noted that, in accordance with College Regulations, Sabbatical Officers who have interrupted their studies may only stand for a second term of office once their studies have been completed. 08/141

13. ANNOUNCEMENTS

13.1 The Council congratulated David Sweeney, Vice-Principal (Communications, Enterprise and Research) on his appointment to the post of Director of Research, Innovation and Skills at the Higher Education Funding Council for England (HEFCE). Mr Sweeney joined Royal Holloway as Director of Computer Services in 1991 and became Director of Information Services in 1996. He became Vice-Principal in 2004 and worked on the Brand Review and communications strategy, the College's RAE submission, its research-led commercial and consultancy activities, knowledge transfer and enterprise opportunities and on advancing the Development programme. He had been Chair of the Universities and Colleges Information Systems Association, a member of the Universities UK Research Assessment and Funding Options Group and currently chaired the Board of Westfocus. [Ref M08/103 – Membership] 08/142

13.2 The Council noted with regret the death Cecil Clarke, Honorary Fellow of the College, on 30 March 2008. Mr Clarke had been Mayor of Runnymede in 1982-83 and as the Borough Council's representative on the College Council from 1985 to 1993 he had contributed to many of the College's committees and working groups, including the Joint Committee with Students, the Sports Working Group and the Ethical Committee. He became an Honorary Associate in 1994 and later an Honorary Fellow of the College, retaining very close links with Royal Holloway right up to the end. A tribute to Mr Clarke had been paid at the Annual Honorary Fellows Awards Ceremony in May 2008. 08/143

13.3 Queens Birthday Honours 2008

The Council noted that three Honorary Fellows of the College had been honoured recently in the Queen's Birthday Honours list: 08/144

- **Joan Bakewell CBE**, Broadcaster & Writer, had been made a Dame for services to journalism and to the arts;
- **Professor James Drummond Bone FRSE, FRSA** Vice-Chancellor of the University of Liverpool and formerly Principal of Royal Holloway, had received a knighthood for services to higher education and to regeneration in the northwest;

- **Professor Janet Finch CBE**, an alumna of Bedford College and Vice-Chancellor of Keele University, had been made a Dame for services to social science and to higher education.

14. REPORT OF DECISIONS TAKEN BY THE CHAIRMAN

The Council noted that the Chairman has agreed to the appointment of Professor Geoff Ward as Vice-Principal (Planning & Resources) from 1 May 2008, succeeding Professor Andrew Wathey [Ref M08/102 - Membership]

08/145

15. REPORT OF DECISIONS TAKEN BY CIRCULATION

It was noted that, arising from M08/92 (Land Acquisition), an amended form of words concerning the delegation of power to the Council Executive Committee, to make an offer to purchase land over the value of £500k, had been agreed by email circulation. This would be incorporated into the Schedule of Delegation and terms of reference of the Council Executive Committee. [Ref RAB M08/164-166]

08/146

16. HEFCE'S ASSESSMENT OF INSTITUTIONAL RISK

The Council received a letter from HEFCE dated 9 April 2008 (CL/08/60) and noted that this assessed the College as “not at higher risk”, which was the best possible ranking.

08/147

17. ACADEMIC BOARD

The Council received a report from the meeting of the Academic Board held on 11 June 2008 (CL/08/61).

08/148

18. AUDIT & COMPLIANCE COMMITTEE

The Council received a report from the meeting of the Audit & Compliance Committee held on 20 March 2008 (CL/08/62).

08/149

19. ESTATES COMMITTEE

The Council received the unconfirmed minutes of the meeting of the Estates Committee, which had been held on 8 May 2008 (CL/08/63).

08/150

20. FINANCE COMMITTEE

20.1 The Council received a report from the meeting of the Finance Committee, held on 15 May 2008 (CL/08/64). 08/151

20.2 Financial Regulations

Upon the recommendation of the Finance Committee, and in anticipation of the forthcoming relocation of the Finance Department and other parts of the administration to Huntersdale in July 2008, the Council 08/152

AGREED: the proposed changes to the Financial Regulations affecting the current bank signing mandate for payments, as outlined in CL/08/65.

21. HUMAN RESOURCES & EQUAL OPPORTUNITIES COMMITTEE

The Council received a report from the meeting of the Human Resources & Equal Opportunities Committee held on 2 June 2008 (CL/08/66). 08/153

22. NOMINATIONS & HONORARY AWARDS COMMITTEE

The Council received a report from the meeting of the Nominations & Honorary Awards Committee held on 22 May 2008 (CL/08/67). 08/154

23. STRATEGIC POLICY COMMITTEE

The Council received a report from the meeting of the Strategic Policy Committee, held on 3 June 2008 (CL/08/68). 08/155

24. STUDENT DISCIPLINE COMMITTEE

The Committee received a report from the meeting of the Student Discipline Committee held on 15 May 2008 (CL/08/69). The case involved a student who had allowed other people to sit College exams on his behalf. There had been similar incidents at other universities and the Chair of the Committee was concerned that there should be appropriate processes in place to try to prevent further occurrences. 08/156

25. COMPLAINTS PROCEDURES FOR STUDENTS

The Council received the annual report on the operation of the Complaints Procedures for Students for 2007-08 (CL/08/70). 08/157

26. CODES OF PRACTICE

On the recommendation of the Head of Support & Advisory Services, the Council 08/158

AGREED: a revised code of Practice on Harassment for Students
(Attachment 1 to CL/08/71)

27. CALENDAR OF MEETINGS

The Council received a draft of formal committee dates for 2008-09 (CL/08/72). 08/159

28. COLLEGE STATUTES & REGULATIONS OF THE COUNCIL

The Council received a copy of the March 2008 edition of the College Statutes & Regulations of the Council (CL/08/73), noting that the proposed amendments to Statutes 3(1)(c); 4; 17(3) and 26, which had been confirmed at the March 2008 meeting of Council, were currently under consideration by the Privy Council. 08/160

29. SEALING OF DOCUMENTS

The Council noted that the following documents had been sealed since the last meeting: 08/161

- On 28 April 2008, Confirmed Minutes of 16 January 2008 Council Meeting for submission to the Privy Council;
- On 8 May 2008, Lease re Bookshop with A Wadsworth, Weybridge Books

Carol Burns
Acting College Secretary
25 July 2008

