

(M/12/01-M/12/87)

Royal Holloway
University of London

COUNCIL

Minutes of the meeting of the Council held on 28 March 2012 at 5pm in MX034

Present:	Mr Andy Alway Mr John Brannan Mr Paul Blagbrough Professor Clare Bradley Mr Stephen Cox (Chair) Mr Gurpreet Dehal Mrs Esther Horwood Mr Majid Hawa Dr Jackie Hunter Mrs Margaret Jack Cllr Hugh Meares Professor Paul Layzell	Mr Daniel Lemberger-Cooper Mr Jeremy McIlroy Mr Mark Newlands Mr Joseph Rayment Mr Iain Ross Professor Anne Sheppard Mr David Spence Mrs Sarah Tyacke Miss Hollie White Ms Colette Wilson Professor Johannes Zanker
Apologies:	Mr Stephen Cooksey	
In attendance:	Professor Philip Beesley Professor Simon Cutting Mr Stephen Bland Professor Rosemary Deem Professor Mary Fowler Professor Rob Kemp Professor Katie Normington Professor Bob O'Keefe Mr Graeme Robinson Professor Geoff Ward	Acting Vice Principal (Research) Professor of Molecular Microbiology (left after item 7.2) Director of Estates Vice Principal (Education) Dean of Science Deputy Principal (Planning, Resources and Partnerships) Dean of Arts and Social Sciences Dean of Management and Economics Director of Finance Vice Principal (Students and Staff)
With:	Mr Simon Higman Miss Clare Munton	Registrar and Director of Operations Governance Assistant
Observers:	Dr Emm Johnstone Professor Duska Rosenberg	Senior Executive Manager UCU observer

FORMAL BUSINESS

The Council noted that a revised agenda had been tabled with an amendment to Item 29 Sealing of Documents.

1 MEMBERSHIP

It was noted that this was Mr Stephen Cox's first meeting as Chair of Council. Members noted that Mr Cox was arranging to meet individually with all Council members. 12/01

The Council welcomed Ms Colette Wilson to her first meeting. The Council had approved by circulation a recommendation from the Nominations Committee that Ms Wilson be appointed as a lay member. 12/02

2 CONFLICT OF INTEREST

It was noted that one member was Director of Benitec 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. 12/03

It was noted that one member acted as an Equal Opportunities Officer for the UCU. 12/04

It was noted that one member had withdrawn from the external audit process discussed under item 8.3 because of a conflict of interest with one of the companies invited to tender. 12/05

3 MINUTES

The Minutes of the previous meeting (M11/356-M11/454) were confirmed subject to the following amendments 12/06

11/363 – First sentence to read “It was noted that a member was Director of Benitec Limited, which had made a grant to fund a specific project in the School of Biological Science.” 12/07

11/394 – First sentence to read “Some concern was raised that the College was consistently taking a conservative approach to budgeting.” 12/08

11/431 – Final sentence to read “At its meeting on 2 November 2011, the Academic Board agreed to the transfer of Philosophy into the Department of Politics and International Relations, and meetings had since taken place between the teachers of Philosophy and representatives of the Department of 12/09

Politics and International Relations.”

11/435 – Final sentence to read “Council members were asked to inform the College Secretary if they were interested in taking part.” 12/10

The Council discussed the timeframe for publishing confirmed minutes. It was noted that minutes should be published on the College website as soon as possible after they had been agreed. It was also noted that publishing draft minutes was likely to cause confusion and that it was difficult to confirm minutes by circulation because members should be allowed the opportunity for discussion of potential inaccuracies prior to publication. It was clarified that a delay in confirming the minutes of the meeting held on 5 October 2011 had prevented their publication on the College’s website. 12/11

4 MATTERS ARISING FROM THE MINUTES

There were no matters arising from the minutes of the meeting held on 21 November 2011. 12/12

5 UNSTARRING OF ITEMS

To note the following items in part B were unstarred 12/13

Item 13 Report of Decisions taken by the Chairman 12/14

Item 17 Unconfirmed minutes from the meeting of the Council Executive held on 6 March 2012 (CL/12/11) 12/15

Item 20 Unconfirmed minutes of the meeting of the Nominations Committee held on 6 March 2012 (CL/12/13) 12/16

Item 21 Unconfirmed minutes of the meeting of the Remuneration Committee held on 6 March 2012 (CL/12/14) 12/17

Item 25 Statute 25 Committee 12/18

Item 27 Students’ Union Constitution (CL/12/18) 12/19

Members were uncertain as to the deadline for unstarred items. The Secretary agreed that the deadline would be stated on the agenda for future meetings. 12/20

PART A: MAJOR ITEMS OF BUSINESS

6 PRINCIPAL'S REPORT

Prior to discussion of the Principal's Report, the Vice Principal (Students and Staff) gave an oral update on potential amendments to the academic portfolio. Positive progress had been made since the last Council meeting and the number of potential redundancies had been considerably reduced. The Council were informed that the process had been slow but through and to date there had been no meetings of the Redundancy Committee. The College had sought to mitigate against compulsory redundancies through an early retirement, voluntary severance scheme, flexible working arrangements and redeployment. It was noted that the process was ongoing and that a formal report would be presented to Council when it had been completed. 12/21

The Council noted the Principal's Report (CL/12/01). 12/22

The government's Higher Education Bill had been indefinitely postponed. The most significant issue still to be addressed was the grant of powers to make HEFCE the Lead Regulator. HEFCE was continuing to work alongside the Quality Assurance Agency and Student Loans Company to ensure co-operation in the absence of regulatory powers but uncertainty remained over its relationship with the Office of the Independent Adjudicator. 12/23

On 12 March 2012, it was announced that four universities would move from the 1994 Group to join the Russell Group. The remaining 1994 Group universities met on 27 March 2012 to consider the implications of the changes. At that meeting the 1994 Group noted that the Russell Group was a brand reinforced by the media and agreed to commission research to review the impact around the brand of belonging to a mission group. The 1994 Group were keen to position themselves in a way that would not damage international student recruitment. The 1994 Group were not unduly concerned with immediately recruiting new member institutions to replace the four that were leaving. They still considered themselves to be a cohesive group and able to influence policies more effectively than the Russell Group. Council noted that it was unlikely that more institutions would leave the 1994 Group in the immediate future, and that it was more difficult for institutions without medical schools to be able to meet the criteria to join the Russell Group. 12/24

Admissions figures for 2012-13 were similar to figures at the same point for 2011-12. The College was making efforts to ensure open days were used effectively as a recruitment tool, and positive feedback from the open days had been received from students and staff. More scholarships and bursaries were available, including the Royal Holloway Bedford 12/25

scholarship available to all AAB+ students who confirmed RHUL as their firm choice. The College faced a challenging summer balancing the numbers of AAB+ and non AAB+ students but that it was in the process of developing a strategy detailing how to maximise numbers of AAB+ whilst also filling other places. There had been a considerable drop in the number of applications for Home/EU Postgraduate Taught courses but this reflected a national trend.

As part of the College's commitment to improving the student experience, over the Christmas vacation additional study space had been created in the Bedford Library, and the poorest quality teaching rooms had been refurbished. Further work was scheduled for the summer. 12/26

One member raised the issue of the international student experience and whether English Language requirements for these students were set at the right level. The Chair of Council advised that it was not appropriate to discuss individual cases but it was noted that the College had measures in place to assist international students with their study and to induct them into the learning processes of the institution. It was also noted that RHUL had higher English Language requirements than several of its competitors. 12/27

The College would be hosting the high profile 2012 Surrey Poppy Launch on Friday 26 October and it was hoped that the event would be well attended by members of Council and College Management. 12/28

The Council noted that, since the previous Council meeting, a number of major research grants had been awarded to RHUL academics and that there had been positive involvement in media engagements from the academic community. 12/29

7 RESEARCH

7.1.1 Research Exploitation

Professor Philip Beesley, outgoing Vice Principal (Research and Enterprise) presented the Council with a brief overview of research matters at Royal Holloway. It was noted that although Research and Contract income funding remained strong in a difficult funding climate, the College needed to continue to exploit and commercialise its research potential to grow its income in this area. Professor Paul Hogg would join the College in April 2012 as Vice Principal (Research and Enterprise) and was expected to undertake a review of our exploitation of Intellectual Property. 12/30

7.1.2 The Council received a presentation from Professor Simon Cutting, Professor of Molecular Microbiology, on Vaccine Development and Holloway Immunology. 12/31

7.2 Research Matters

Preparations for the College's REF submission in November 2013 were progressing well. Recruitment was underway in areas which had been identified as requiring additional strength. It was essential that the College performed well in REF 2014 to maintain and enhance its reputation as a high quality research led institution. The College had identified six research themes showing the major areas of strength and depth across the College and had begun appointing research theme champions to develop these. Impact of the College's research was a new measure of assessment in REF 2014 and the College continued to focus on developing its impact case studies. The Council noted that the College put forward twelve nominations to the AHRC Peer Review College, and that eight of those were accepted. 12/32

Council noted that the College's Research and Contract income remained positive despite a difficult funding climate. The College was committed to ensuring that it continued to see an increase in its research and contract income and performance in this area would in part be measured against a key performance indicator in the new Corporate Plan. 12/33

Professor Beesley was standing down as Vice Principal (Research and Enterprise) at the end of March and thus it was his final Council meeting. Formal thanks were given to Professor Beesley for his contribution to the College. 12/34

8 **FINANCIAL MATTERS**

8.1 Financial Outturn 2011-12

The Council noted the summary of the estimated financial outturn for 2011-12 (CL/12/03). The forecast surplus for 2011-12 was £8.8m, which was considerably above budget. The main favourable variance was income from increased student recruitment, particularly overseas students. The budget had included a student fee contingency of £0.5m against shortfalls in recruitment. The budget had included a £1m contingency against HEFCE cuts to the T grant between April and July 2012, but latest information suggested there would be no further cuts. Staff costs were £1m lower than budget, partly because the national salary increase of £150 was well below the level of 1% provided in the budget. Most of the potential redundancies had been resolved through voluntary arrangements and the academic restructuring proposals had cost much less than expected. The RCS outturn was forecast to be 0.6m above budget. This was to be taken into consideration when planning next year's budget. 12/35

<p>Council showed concern that, whilst it was positive for the College to expect to achieve such a strong positive variance, there was a history of significant variations between the budget and the outturn, and the College needed to try to budget more accurately. Council were asked to note that this had been an especially difficult year to forecast because of uncertainties around international student numbers and the teaching grant. The College had started to introduce measures to address some of the issues, which included asking for a higher tuition fee deposit from international students. Significant uncertainty and risk remained around the student visa situation and the potential impact on international student recruitment. Assurance was given that management decisions had not been taken on the basis of a one year financial performance, and that decision making around the academic restructuring proposals had been a complex process. It was suggested that the contingency funds could be merged into one to cover various situations.</p>	12/36
<p>It was noted that, as part of planning the new College Strategy, it would be useful to draft a statement detailing the College's risk appetite to budgeting for consideration at a future Council meeting.</p>	12/37
<p>One member suggested that it would be useful to review comparative data over a five year period to consider if there was commonality in the budget variances.</p>	12/38
<p>Another member noted that it was important for the College to communicate clearly to stakeholders on its future investment plans.</p>	12/39
<p><u>Financial Forecasts</u></p>	
<p>8.2 The Council received a paper on HEFCE Financial Forecasts (CL/12/04). HEFCE had changed arrangements for submitting financial forecasts in 2011-12. A reduced return was submitted on 1 December 2011 reporting the 2011-12 outturn and providing an estimate for 2012-13. The second full return was due to be submitted on 20 June 2012, the same date as the next Council meeting.</p>	12/40
<p>The Council</p>	12/41
<p>AGREED</p>	
<p>to delegate approval of the forecast to the Finance Committee meeting on 10 May 2012.</p>	
<p>The Council would be asked to retrospectively approve the forecast at its meeting on 20 June 2012.</p>	12/42

8.3 Audit Tender

The Council received a paper on the arrangements for the selection process of the External Auditor (CL/12/05). Five firms had been invited to submit tenders following the pre-qualification stage. A sub group had been established to select the auditor. Concern was raised from one Council member that there were no female members of the sub group. It was noted it would have been preferable to have had a mixed group but in this situation the male members of the Audit and Compliance Committee had the better skills set for the selection committee. 12/43

The Council noted the arrangements in CL/12/05 and 12/44

AGREED

that Chair's action could be taken to make the appointment of the External Auditor on the recommendation of the selection group. Council would be provided with an update at its meeting in June.

The Council also noted that the process to invite tenders to provide Internal Audit services had been stopped because of the withdrawal of firms due to risks from TUPE regulations. The Audit and Compliance Committee was undertaking a review on the College's approach to internal audit, and would submit a report to Council at a later date. 12/45

9 COLLEGE STRATEGY

9.1 The Council received a revised set of core Key Performance Indicators for the current College Strategy 2009-13, as approved by the Council Executive at its meeting on 6 March 2012 (CL/12/06). Each of the thirteen Key Performance Indicators had been mapped to strategic themes in the existing Corporate Plan, and the Manifesto. The Key Performance Indicators fell into three broad areas and the College's recent performance had been benchmarked against both the Russell Group and 1994 Group median. These were interim, high level Key Performance Indicators and these would continue to be reviewed as part of the development process for the new College Strategy. 12/46

It was noted that none of the interim Key Performance Indicators related to equality and diversity issues or staff performance and turnover. It was anticipated that the new College Strategy would contain a section based around People, Culture and Community. It was also noted that there was not a Key Performance Indicator based on conversion rates of applications. This would be considered moving forwards but there was currently limited measurable data available. 12/47

One member of Council asked how the document would be communicated to the College's main stakeholder groups. As there were a number of Strategic Themes encompassed in the revised set of Key Performance Indicators, it was expected that communication would be lead by various different groups, for example the Research Committee would lead on research related themes. The College needed to agree a set of principles that the institution valued the most and which clearly set out it's level of ambition. An effective method of communication to stakeholders could then be developed.

12/48

The Council

12/49

APPROVED

the approach to the College Core Key Performance Indicators. It was noted that this was user friendly and measured document and thanks were given to members of staff involved in its creation.

9.2 The Council received a process for the development of a new College Strategy (CL/12/07). The process had been split into two stages. The first stage involved setting the academic strategy. Three working groups had been created, based on the themes of Social Science, Arts and Humanities and Science, to develop the College's academic vision and ambitions for the next five to ten years. Once the ideas from the three working groups had been integrated into a single academic strategy, the second stage of the process would begin. This involved identifying the strategic enablers that would support the implementation and delivery of the academic strategy. Consultation opportunities would be provided for the College Community during each stage of the process. The Council would be presented with a summary of the outline academic strategies at its meeting on 20 June 2012.

12/50

9.3 The Council discussed expectations of the revised College Strategy and how it should be structured. It was agreed that the new plan must be ambitious and the working groups must be challenged to think proactively and not to be too risk adverse. Several members of the Council suggested that the Senior Management Team should consider employing an experienced external facilitator. One of the student members asked if representatives from the student body would be invited to join the working groups. The Senior Management Team noted the request and also emphasised that the timetable for the development of the plan provided many opportunities for both students and staff to comment.

12/51

10 OLYMPICS

The Council received a presentation on the Olympic Village at Royal Holloway.

12/52

Royal Holloway was one of only three Olympic Villages for the London 2012 games, and one of two satellite villages for water sports. 12/53

The Village was expected to open on 16 July 2012 and close on 4 September 2012, and preparations had begun to prepare the campus for the arrival of the athletes. Council were informed that most of the work would take place during vacation time and no building work was scheduled during the exam period. A communication process for staff and students was expected to commence shortly. One member of the Council asked how the communication would take place and how the management team would ensure students were kept informed. It was intended that much of the communication would be web based but staff would be given the opportunity to comment during a series of open meetings. The College planned to meet with members of the Orbital and Founder during the summer term. 12/54

Benefits to the College of being an Olympic Village included indirect promotion, funding towards improvements to the campus and an estimated income of £1.7m. 12/55

At its meeting on 29 February 2012, there had been some concern from the Audit and Compliance Committee surrounding the risks associated with hosting an Olympic Village. The Council were informed that members of the Senior Management Team were working in conjunction with the Committee to identify risks and mitigation plans, and ensuring clear communication plans were in place. It was noted that Security on campus would be significantly increased for the duration of the Games. 12/56

11 GOVERNANCE

Hilda Martindale Educational Trust

The Council 12/57

APPROVED

the appointment of Professor Mary Fowler as an Exhibition Trustee, to replace Mrs Mary Burgis-Morris, until 31 December 2017.

PART B: ITEMS FOR FORMAL NOTE AND APPROVAL

***12 ANNOUNCEMENTS**

It was noted that Professor Peter Rice-Evans BSc, PhD, DSc (London), MBA (Columbia) died on 21 February 2012. Professor Rice-Evans was Lecturer, Bedford College (1962-78), Reader in Experimental Physics, RHBNC (1988-99). He was noted for his contributions on the College Council and Academic Board. Professor Rice-Evans remained active as Emeritus Professor and Leverhulme Fellow, and contributed to the book Bedford College: Memories of 150 years. 12/58

It was noted that a memorial service celebrating the life of Professor Ian Spink was held at the College on 9 March 2012. Professor Spink was Head of Music from 1969-92 and a Professor in the department from 1974-1997. Professor Spink built up the Department of Music almost from scratch, establishing the foundations which have helped to secure its current pre-eminent position within Music Departments in UK Higher Education. 12/59

It was noted that a formal dinner to mark the end of Sir Andrew Burns' term of office on Council was held in the Picture Gallery on 10 March 2012. 12/60

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

It was noted that the Chairman approved a change in College Secretary from Miss Katie Kerr to Mr Simon Higman. The Council formally thanked Miss Kerr for her outstanding contribution to supporting the work of the Council. The Director of Human Resources was on a period of sabbatical leave and Miss Kerr had taken on the duties of this post. 12/61

It was noted that combining the posts of Registrar and College Secretary was intended to reduce Senior Management Team costs, and it was common practice in UK Higher Education institutions for the Registrar to also carry out the duties of the university secretary. The situation would be reviewed at the end of July 2012. 12/62

***14 REPORT OF DECISIONS TAKEN BY CIRCULATION**

It was noted that the Council approved the appointment of Ms Colette Wilson as a lay member. 12/63

***15 ACADEMIC BOARD**

The Council noted the confirmed minutes of the meeting of the Academic Board held on 2 November 2011 (CL/12/08). 12/64

	The Council received the unconfirmed minutes of the meeting of the Academic Board held on 7 March 2012 (CL/12/09).	12/65
*16	AUDIT AND COMPLIANCE COMMITTEE	
	The Council received the unconfirmed minutes of the meeting of the Audit and Compliance Committee held on 29 February 2012, which included the 2012 Annual Health and Safety Report (CL/12/10).	12/66
*17	COUNCIL EXECUTIVE	
	The Council received the unconfirmed minutes of the meeting of the Council Executive held on 6 March 2012 (CL/12/11).	12/67
	It was noted that item 7.3 in the minutes referred to a threat of legal action against a member of staff. It was confirmed that the case related to a challenge on academic freedom, and that the College was in support of the individual involved.	12/68
	It was noted that item 7.6 in the minutes referred to an ongoing Equal Pay case.	12/69
*18	EQUALITY AND DIVERSITY COMMITTEE	
	The Council noted that the minutes of the Equality and Diversity Committee meeting held on 28 March 2012 would be available at the Council meeting on 20 June 2012.	12/70
*19	FINANCE COMMITTEE	
	The Council received the unconfirmed minutes of the Finance Committee meeting held on 26 January 2012 (CL/12/12).	12/71
*20	NOMINATIONS COMMITTEE	
	The Council received the unconfirmed minutes of the meeting of the Nominations Committee held on 6 March 2012 (CL/12/13).	12/72
	One member of Council asked why the Nominations Committee was seeking to prioritise appointing new members with 14-19 education experience over those with experience of university age education and research. It was noted that the Nominations Committee recognised the importance of members with experience of university education but the current composition of the Council included three members of the Council from the College's own academic community, and in addition, one lay member had a background in academia. There were fewer members with experience of 14-19 education.	12/73

***21 REMUNERATION COMMITTEE**

The Council received the unconfirmed minutes of meeting of the Remuneration Committee held on 6 March 2012 (CL/12/14). 12/74

It was noted that the Principal's Objectives had been circulated to Council members as agreed at the Remuneration Committee meeting on 6 March 2012. 12/75

***22 ANTI FRAUD POLICY**

The Council noted and 12/76

APPROVED

a revised Anti Fraud Policy (CL/12/15).

***23 COUNCIL AWAY DAY OUTCOMES**

The Council received a short progress report on outcomes and actions following the Council away day on 22 November 2012 (CL/12/16). 12/77

***24 FINANCIAL REGULATIONS**

The Council noted the annual report from the Finance Committee, detailing amendments to the Financial Regulations (CL/12/17). 12/78

***25 STATUTE 25**

The Council noted that a Statute 25 Committee met on 15 December 2011 to consider a grievance from an academic member of staff. The Committee heard four grievances, plus grievances against four named members of staff. None of the grievances were upheld. This completed the end of the College grievance process and the grievances had been referred to an ongoing employment tribunal. 12/79

The Chair of Council asked members to note that individual cases should not be further discussed by the Council at this meeting. 12/80

***26 STUDENT DISCIPLINARY COMMITTEE**

The Council noted that, since the last Council meeting, the Student Disciplinary Committee had met on two occasions to consider three plagiarism offences. On 13 December 2011 an undergraduate student was suspended for the remainder of the academic year. On 11 January 2012 the Committee agreed to terminate the registrations of two postgraduate taught students, one of whom had appealed against the Committee's decision on the grounds that the penalty was too severe. The appeal was due to be heard on 21 March 2012. 12/81

***27 STUDENTS' UNION**

The Council 12/82

APPROVED

amendments to the Students' Union constitution as set out in paper CL/12/18 subject to the correction of typing errors.

It was noted that Schedule 6: SURHUL Equality and Diversity required updating following the introduction of the Equality Act 2010. 12/83

***28 DATES OF COUNCIL MEETINGS**

The Council noted that the following dates have been agreed for Council meetings on 2012-13 12/84

Thursday 11 October 2012 at 5pm
Thursday 22 November 2012 and Friday 23 November 2012 (away days)
Wednesday 20 March 2013 at 5pm
Wednesday 26 June 2013 at 5pm

The Council noted that the following dates have been proposed for Council meetings in 2013-14 12/85

Wednesday 9 October 2013 at 5pm
Tuesday 26 November 2013 and Wednesday 27 November 2013 (away days)
Wednesday 26 March 2014
Wednesday 26 June 2014

***29 SEALING OF DOCUMENTS**

The Council noted that the surrender of the lease for the College bank from Natwest back to RHUL was sealed on 21 March 2012. 12/86

***30 DATE OF THE NEXT MEETING**

It was noted that the next Council meeting (including the Founders Endowment Fund) would be held on Wednesday 20 June 2012 at 5pm in MX034. 12/87