Royal Holloway
University of London

**Agenda**

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| Meeting: | **Council Effectiveness and Statutes Review Project Board** |
| Date: | **Wednesday 24th July 2013** |
| Time: | 10:30-11:30 |
| Venue: | Principal's Meeting Room |

**Procedural**

1.  **Attendees**
    Chair:                                    Stephen Cox, Chair of Council
    Secretary and Project Manager:  Emm Johnstone
    Sponsor:                                  Simon Higman, Registrar, Secretary and Director of Operations
    Co-sponsor:                            Paul Layzell, Principal
    Sponsor's representative:          Christine Cartwright
    Lay Council member:                Jeremy McIlroy
    Elected Council member:          Johannes Zanker
    SDU member:                          Julia Roberts

2.  **Apologies**
    HR member:                            Alex Robertson

3.  **Notes of previous meeting**                                                      Attached

4.  **Matters arising from the minutes**

5.  **Confirmation of next meeting**
    TBC

**Major Business**

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| 6. | **Project Managers Report** *To receive a report from the Project Manager including the following appendices;* Risk Register | CC | CESPB/13/17 CESPB/13/17a |
| 7. | **Considering strategy** *To receive an options paper presenting a number of approaches that might increase Council's capacity to consider matters of strategic importance* | EJ | CESPB/13/18 |
| 8. | **Statutes review** *To receive a paper outlining the proposed method of approaching the statutes review process* | EJ | CESPB/13/19 |
| 9. | **Chair's action** *To receive a paper discussing the remit of Chair's action* | CC | CESPB/13/20 |
| 10. | **Governance webpages** *To receive an options paper on the restructuring of the governance webpages to allow for publication of minutes* | CC | CESPB/13/21 |
| 11. | **Communication with Council members** *To receive an options paper on how members of the College might* | CC | CESPB/13/22 |

*communicate with Council members*

**Regular Business**

**12.    Communication**
*To consider and agree any items for broad dissemination around the College or that are FOI exempt*

**Any Other Business**

# Actions

| Meeting: | **Council Effectiveness and Statutes Review Project Board** |
|---|---|
| Date: | **Monday 20 May 2013** |
| Time: | 12:00-13:30 |
| Venue: | Principal's Meeting Room |

| Minute ref. | Action | Lead | Deadline |
|---|---|---|---|
| 13/36 | EJ and CC to develop proposals to bring forwards to the next meeting of the Project Board that consider how best to restructure and expand the current College governance web pages in order that the minutes of decision making College committees could be published online on that site | CC | 10/07/13 |
| 13/37 | EJ and CC to prepare a form of words for inclusion in the covers for all papers to Council, Academic Board, and Planning and Resources Committee, that helps paper authors indicate whether items of business are FOI exempt and the reason in each case if so | CC | 10/07/13 |
| 13/42 | Simon Higman to write to the UCU branch secretary with the Project Board's decision re inclusion of a UCU member in the Board | SH (CC) | 31/05/13 |
| 13/43 | Simon Higman to write to the UCU branch secretary with the Project Board's decision re inclusion of elected staff members in each of the working groups | SH (CC) | 31/05/13 |
| 13/47 | Emm Johnstone to rewrite the paper cover sheet and guide to authors and circulate the new versions around members of the Project Board for approval | EJ | 28/05/13 |
| 13/49 | Emm Johnstone to add the form of words standardly used by HEFCE to describe its role as a regulator of educational establishments that are registered charities, into section 2.2 of the draft document on the Role and Responsibilities of a member of Council. | EJ | 28/05/13 |

# Minutes

Royal Holloway
University of London

| | |
|---|---|
| Meeting: | **Council Effectiveness and Statutes Review Project Board** |
| Date: | **Monday 20 May 2013** |
| Time: | 12.00-13.30 |
| Venue: | Principal's Meeting Room |

**Present:**     Mr Stephen Cox (chair)         Ms Alex Robertson
              Mr Simon Higman               Ms Julia Roberts
              Mr Jeremy McIlroy             Dr Emm Johnstone
              Professor Paul Layzell

**Secretary:**   Dr Emm Johnstone

**Apologies:**   Professor Johannes Zanker       Ms Christine Cartwright
              Mrs Laura Gibbs

## 1      Notes of previous meeting

The minutes of the meeting on 10 April 2013 were approved subject to minor corrections to minutes 13/23 and 13/32; these changes are for grammar only and do not change the decisions recorded.                                    **13/34**

## 2      Matters arising from the minutes

**NOTED:** the College Secretary's Office has received 10 FOI requests from the UCU governance working group within the last 2 months, and 2 requests for internal review. These are taking up a substantial proportion of staff time and are impacting on other work that the Secretariat are required to complete.          **13/35**

**AGREED:** Emm Johnstone and Christine Cartwright to bring proposals forwards to the next meeting of the Project Board that consider how best to restructure and expand the current College governance web pages in order that the minutes of the three main decision making committees in the College (Council, Academic Board, and Planning and Resources Committee) could all be published online on that site, going forward from the date at which such webpages are available.          **13/36**

**AGREED:** Emm Johnstone and Christine Cartwright to review the current cover sheets used for PRC, to review the draft cover sheet for papers for Council, and to add to paper covers for Academic Board, a new element that requires authors to specify if an item of business to be discussed at a meeting is FOI exempt by reasons of personal information, legal professional privilege, or commercial interests.          **13/37**

## 3      Confirmation of next meeting
Wednesday 24 July 2013, time and room to be confirmed.

## 4      Project Managers Report (CESPB/13/14)

*To receive a report from the Project Manager including the following appendix;*
Risk Register (CESPB/13/14a)

**NOTED:** with regret that the UCU has as yet been unable to decide whether or not to join the working groups. **13/38**

**AGREED**: to revise the Terms of Reference of the working group considering the governance arrangements around Academic Board to include the Deputy Principal in its membership. **13/39**

**AGREED**: to add to the brief for the Academic Board working group that it should consider the relationship between Academic Board and Council. **13/40**

**AGREED**: to revise the Terms of Reference for the working group considering the governance arrangements around Academic Board to reflect that their work should follow a phased approach: **13/41**
- phase one: working group reports observations on what governance arrangements might need to be modified, to the Project Board for consideration and ratification
- phase two: working group develops a number of options to present to the Project Board for consideration and discussion.

**AGREED:** to decline the request from the UCU member at the staff open meeting held on 25 April 2013 to include a representative from the union's governance working group on the Project Board, on grounds that the Project Board's membership does not have representatives, is not itself a decision-making body and all its recommendations will be presented to Academic Board and/or Council for consideration and decision, both of these bodies including staff representation. It also noted that UCU had been offered membership of working groups. **13/42**

**AGREED:** to decline the request from a UCU member at the staff open meeting on 25 April 2013 to include a member of staff elected by the whole body in each working group, on grounds that this process would take undue time and staff time and would further delay the programme of work. Staff wishing to make representation to the working groups are able to do so through the project team email address. **13/43**

**NOTED:** the survey of Council members revealed that a small number of lay members feel that Council is too large to allow for in depth discussion of matters of strategic importance difficult, and other members (both lay and elected) would like Council to be better briefed about major items requiring decision. **13/44**

**AGREED:** Emm Johnstone and Christine Cartwright to bring to the next Project Board a number of options that might better allow Council to explore matters of strategic importance in-depth. Options might include some or all of the following: **13/45**
- the use of 'task-finish' groups
- an expansion to the roles of, and demands placed upon, members of Council Executive
- considering the size of Council and/or its skills mix.

5    **Implementation of Recommendations (CESPB/13/15)**
*To approve a number of documents designed to deliver some of the first set of recommendations approved by Council on 20 March 2013*

**AGREED:** to use the College standard sans serif font for the cover sheet for Council as these fonts are easier to read. **13/46**

**NOTED:** the cover sheet draft is too long and some of the types of information requested should instead be explained in the guide to paper authors. New versions of both documents should be circulated around members of the Project Board for approval before being submitted to Council for approval. **13/47**

**NOTED:** the draft document summarising the roles of the Chair and Vice Chair of Council and of the Chairs of Council committees should not be finalised until the governance review has progressed further as the roles may change as a result of the review process. The Project Board should return to consider these job descriptions at a future meeting. **13/48**

**AGREED:** to add the form of words standardly used by HEFCE to describe its role as a regulator of educational establishments that are registered charities, into section 2.2 of the draft document on the Role and Responsibilities of a member of Council. **13/49**

**6      Items to consider at the next Project Board meeting**

**NOTED:** the Board wish to consider how members of College communicate with Council members as an item of business at the next Project Board meeting. **13/50**