Council
2 July 2020

M20/236 – M20/313

Minutes

Present: Dame Margaret Hodge (Chair) Professor Paul Layzell
Ms Ann Ewing (Vice Chair) Mr Jeremy McIlroy
Professor Sarah Ansari Mr Gerry O’Hagan
Mr Hammad Chaudhry Mr Jack O’Neil
Professor Michael Farthing Mr Peter Saraga
Professor Bob Fitzgerald Professor Elizabeth Schafer
Mr John Gregory Mrs Chris Shoukry
Mrs Christine Goodyear Mr Nick Perryman
Mrs Tina Harris Mr Balram Veliath
Mrs Margaret Jack Mr David Walker
Mrs Hazel Jessop Mr David Williams
Ms Denise Keable Ms Colette Wilson
Ms Sarah King Mr Ian Wilson

Secretary: Dr David Ashton, Deputy Principal (Operations) and Secretary to Council

In attendance: Professor Ken Badcock, Senior Vice Principal (Academic Strategy, Partnerships and Resources)
Professor James Knowles, Senior Vice Principal (Education)
Professor Katie Normington, Senior Vice Principal (Academic)
Mrs Mary White, Chief Financial Officer
Professor David Gilbert, Vice Principal Quality and Standards (Item 13)
Dr Tom Flynn, Chief Executive RHSU (item 9)
Mrs Pauline Martin, Executive Officer for Council, Minutes
Mr Rob Cutting, Administration Assistant, Secondary Minutes

Observers Alissa Chohan Elected Student representative and VP Education 2020/21
Kate Roberts, SU President 2020/21
Mandy Merck, UCU

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1. Welcome
Following the approval by circulation of their appointment to Council, Mr Balram Veliath and Mr Ian Wilson MA FCA were welcomed to their first meeting and as future chairs of Audit, Risk & Compliance Committee and Finance committee and Investment Committee respectively.

Ms Kate Roberts, SU President 2020/21 and Ms Alissa Chohan, Elected Student representative and VP Education 2020/21 were welcomed as observers.

2. Apologies
There were none.

3. Membership
NOTED that this was the last scheduled meeting for Mr Jack O’Neill, SU President 2019/20 and Mr Hammad Chaudhry, elected Student representative 2019/20, also for independent members, Mr Jeremy McIlroy, Margaret Jack and Colette Wilson whose term of office would end on 31 July 2020.

4. Declaration of interests
Professor Paul Layzell declared an interest, on the unstarring of item 23, as UUK’s Alternate Director of the OIA.

5. Minutes of the Previous meeting
AGREED minutes of the meeting held on 4 June 2020 (M20/182-M20/235).

6. Matters arising
AGREED that Council should consider Knowledge Transfer within the context of the College Strategy.

7. Un-starring of items
Item 23, report of the Office of the Independent Adjudicator was unstarred for discussion.

Major Business

8. Principal’s Update
RECEIVED a report from the Principal (CL/20/33) addressing issues for staff and students around the return to campus, an enhanced level of engagement with trade unions and support provided to students during the assessment period. Whilst there were no widespread IT issues for student assessment, the student hardship fund had supported 340 applications to improve access to IT across all student groups at a cost of £148,660. Thanks were extended to Santander Bank for some financial support of student hardship.

NOTED the development of strategic partnerships with University of London Worldwide (UoLWW) to deliver distance learning programmes and an agreement with UoLWW and the learning platform, Coursera, to deliver high volume programmes

NOTED strategic research partnerships being explored with University of Reading and the University of Surrey.

9. Student’s Union
RECEIVED a brief presentation, in view of Covid-19, of the work of the students’ Union over the last year which focussed on gaining greater understanding of the student voice and student interest, conducting research to gain insight and inform policy.
NOTED the 4 main areas of research completed during the year, links to the reports would be provided for Council members. Recommendations were discussed at Joint Executive meetings attended by College and RHSU executive.

NOTED turnout for student elections achieved, the highest ever at 30.6%.

NOTED the next steps for the next year and the Covid-19 response.

NOTED thanks from Council for all the work of the Students’ Union SABS and SU colleagues and to departing CEO, Tom Flynn.

10. **College Strategy**

RECEIVED a presentation addressing the plan for continuing the development of the College strategy in the light of Covid-19, NOTING that a green paper had been drafted with the input of 126 staff and students when Covid-19 forced a pause in development.

NOTED that the new situation required significant effort to mitigate the threats for the next year, and beyond, from the mid or worst case scenarios, the consequences for overseas student recruitment and consequent increased competition for home students in subsequent years were serious. A three year plan was proposed to steer the College towards a stable resource and academic position.

NOTED that the three year strategy would be developed in the context of the Council Steer agreed at the November meeting and in the light of the new challenges of the next three years: 2020-2023

- A reduction in international students and a potential loss of domestic students from both the impact of Covid-19 and from the squeeze on potential RHUL students from the 5% increase in student numbers that would be exploited by Russell Group universities.
- Structural challenges: change in proportion of overseas income, high average staff costs, low income from research.

The core plan for the three year strategy would aim to align financial and academic objectives of the College in the new competitive environment.

NOTED the key enablers where action would be needed in the next academic year. Whilst there was still uncertainty about how the future would unfold, identifying the enablers and the four key dates for decision making would help to determine when and what action was needed.

DISCUSSED a possible emerging shift in the Government’s approach to education and training options for young people coming out of school. There were indications of a shift towards funding FE and away from HE and this insight should be borne in mind in developing the strategy.

AGREED the progress to date with the development of the three year plan and that the high level approach would need to be underpinned by financial and operational plans for discussion at further meetings, with the strategy to be agreed by Council in September.
11. Covid-19

11.1 Student focussed

RECEIVED a detailed presentation of expected changes in the delivery of teaching on campus and the care of students “Reshaping Education and Student Experience: From Flexible Offer to Flexible Education”

NOTED the importance and scale of the task to provide the best quality within constraints; parity across delivery methods and resilience to different circumstances. The project education structure cluster was complex with many interconnections and required new technology to be developed to allow collaboration and communication using MS Teams to give flexibility. The theoretical model was welcomed and Council recognised that the challenge lay in delivering the model in practice.

NOTED the priorities for whole student experience, technology enhanced learning and building a sense of community in a blended on line/on campus experience.

NOTED sector development and the OfS guidance for quality and standards during Coronavirus (CL20/28) that must be met. A communication programme of monthly updates providing information and reassurance to students was already underway.

DISCUSSED the collaborations involved in this work which included the S10 Group and University of London Worldwide.

DISCUSSED that implementation would introduce some key learning points to lead subsequent development. Maintaining and improving the offer would be central to its ongoing success.

AGREED further updates on the key challenges would be provided at future meetings.

11.2 Financial

RECEIVED the interim budget for 2020/21 (CL/20/34) based on the worst case scenario previously presented to Council. A final budget would be developed once further information on student numbers was known and would come to Council for approval in October/November 2020.

NOTED that expenditure controls, already in place and reported previously to Council and Finance Committee, would continue until approval of the final budget.

NOTED financial performance; actual 2018/19 and forecast 2019/20 against the proposed interim budget 2020/21 and that £8m savings were included from actions already taken; savings from reduction in costs, frozen posts, pay projections and an increased costs of PGR bursaries, studentships and fee waivers.

NOTED the capital expenditure budget and the allocation to current projects, and pause on current IT projects not related to Online University and building projects and enabling works other than Rusham Park. A budget for online university was in development for review by Finance Committee.

NOTED cash flow cover, stress testing and the position with regard to covenants which was under ongoing review.

NOTED the key review points for further work on the scenarios:

- Confirmation and Clearing in August
- September arrivals
- November student census
- January arrivals.
DISCUSSED monthly phasing, key decision points, fixed and variable costs and the assumptions in the worst case scenario. M20/269

APPROVED the interim budget with a final budget to come to Council for approval in October/November 2020. M20/270

11.3 Operational

NOTED the update of organisation for, and progress of, the return to Campus in line with requirements arising from Covid-19. Planning was organised into clusters with clearly identified aims. Each cluster incorporated a number of work programmes. M20/271

NOTED the some key areas of work for each cluster:

- Mobilisation – restarting of the library services and study support with confirmation and clearing the next major point. Reopening of the campus and communication of social distancing to give confidence, particularly to international students.
- The IT Infrastructure - resilience and business support, overlap with the student journey and flexible delivery of teaching and learning.
- Commercial and residential operations – extended safe arrival processes and issues with non-ensuite rooms.
- Staff culture and working practices – ensuring safe return of staff, appropriate staffing arrangements to maintain our commitment to students.
- Student induction and on boarding – from 20 September.
- Student life – ensuring effective student recruitment, conversion and admission.
- Access and Widening Participation – specific work to continue to meet the targets of the OfS five year plan 2020/21-2024/25

NOTED that Estates and Health and Safety approval was required prior to opening any campus facility. M20/272

12. Student Admissions 2020

RECEIVED a presentation of the first indication of student recruitment for 2020/21, at 18 June 2020, when applicants were required to select their first and insurance choice of institution. M20/273

NOTED that 20% (2019:21%) of all UG applicants had chosen the College as their first choice institution and with total applications higher than last year numbers selecting College as their first choice compared well. However the recruitment position from this point is expected to be affected by Covid-19 with increased competition for students from other institutions for domestic undergraduates and fewer students expected from applicants having to take up their insurance offer (2019:208 students). Clearing acceptances were also expected to be significantly lower than in 2019 and a 50% reduction was anticipated. There was no information about deferrals at this time. Noted that the drop in the number of domestic could be much higher than the 10% figure used in the worst case scenario. M20/274

NOTED the 18% growth in applications in the School of Engineering, Physical and Mathematical Sciences and the next key date of confirmation and clearing in August. M20/275

NOTED the 18% growth in applications...
13. **Degree Outcomes**

RECEIVED the Degree Outcomes Statement (CL/20/35) which was a new public document indicating the College's degree awarding pattern. The statement had been discussed at three meetings of Council’s Academic Quality Assurance Committee and the committee recommended it for publication at the due date.

DISCUSSED that despite the 50% increase in first class degrees over the last five years the recent degree awarding pattern was not out of keeping with the sector and if the baseline year for comparison was extended back by five years to cover a ten year period it showed that the College was not inflating degree awards.

DISCUSSED the increased professionalization of teaching and assessment and increased student awareness of what needed to be achieved, in addition to a greater focus on identifying and providing the appropriate support to weaker students.

AGREED the degree outcomes statement for publication.

14. **Governance Reform**

NOTED that at the February meeting of Council the report of the Governance Effectiveness Review, conducted by external consultants Advance HE, had been presented (Reference M20/32) and that discussions had subsequently been held over a number of meetings to address the recommendations of the report.

NOTED that there had been the opportunity to discuss the proposed reforms coming out of consideration of the report at the meetings of Council on 7 May (Reference M20/163-M20/166) and 4 June 2020 (Reference M20/216-M20/218).

NOTED that at the meeting on 7 May four main reforms were proposed and agreed in principle with a view to gaining approval to statute changes. This agreement was reaffirmed at the Council meeting on 4th June. The changes involved:

- Reducing the overall size of Council from 25 to 19 with independent members continuing to form the majority of members; to be achieved by reducing the number of independent members by 4, i.e. from 16 to 12, and reducing the number of academic staff members by 1 and the number of professional staff members by 1.
- Harmonising the terms of office for all Council members.
- Harmonising the method of appointment for all members of Council to an appointment process based on nomination or self-nomination.
- Amendments to the terms of office for the Chair and Vice-Chair(s).
- A revised structure for Council committees.

NOTED that in addition to the above meetings, further discussions had also been held to discuss the proposed changes by the Chair of Council, Ann Ewing and Colette Wilson (the Council lead on implementation of the recommendations) with independent and student members of Council and with the staff members of Council on 31 March, 21 April and 1 May 2020.

NOTED that after a full and open discussion the Chair and Vice-Chair considered a consensus had been achieved at these meetings, both on reducing the overall size of Council and harmonising the appointment process across all members. It was agreed that these changes would help ensure an appropriate mix of skills and would help to improve the diversity of the Council membership.
NOTED that prior to proposing revisions to Statutes, the RHBNC Act required Council to consult with the Academic Board. NOTED at its meeting of 3rd June 2020, some members of Academic Board had voiced opposition to the reduction in academic staff members from 3 to 2 and to the proposed change to method of appointment.

NOTED in response to representations from some members of the Academic Board, the Chair of Council had held an informal meeting with elected members of Academic Board on 24 June to consult further on the proposals.

DISCUSSED and AGREED, a proposal from the Chair, in response to the consultation, not to progress with changes to the method of appointment for members of both the professional and academic staff.

AGREED to amend the terms of office for the Chair and Vice-Chairs to four years with a possible extension of 4 years.

AGREED, to monitor the impact of this decision on diversity in appointment and on the skills available to Council.

AGREED all remaining proposals for change.

NOTED a full copy of all the proposed changes in draft Statutes (CL/20/37) was received. Following the discussion at this meeting changes to a final draft would be made, and circulated by email to members, to reflect the reversion to election of staff members of Council from appointment (Statutes 3.3.2, 3.3.3, 3.6 and 5.2.8) and to Statute 1.1. Interpretation change from “Member of non-Academic staff” to “Member of Professional Services”.

AGREED the draft Statutes with the proposed amendments AGREED at the meeting.

NOTED the formal process and planned timeline for the approval of changes to Statute:

- **Friday 3 July**: Draft revised Statutes to be circulated by email to Council members
- **Monday 6 July 2020**: Wording to be submitted by Secretariat to the Secretary of the University of London accompanied by
  - Council minutes (extract);
  - Current statute;
  - Amended (red line) draft statute; and
  - Application statement.
- **Monday 6 July 2020**: Informal application by Secretariat to Privy Council, accompanied by details as above)
  - Following receipt of a decision on the informal application from the Privy Council, a meeting of Council will be arranged. At least 14 days’ notice will be given. Council will be invited to pass a special resolution approving the changes to the Statutes, subject to Privy Council and Charity Commission consents.
  - Thereafter, a second meeting will be necessary. Again, 14 days’ notice will be given. At this meeting, Council will be invited to pass for a second time the special resolution approving the changes to the Statutes, subject to the aforementioned consents. In the event Council approves the resolution the second time, following this meeting, a formal application will be made to the Privy Council for Statute change, to include a signed and sealed copy of the special resolution. Following receipt of a response to the information application by the Privy Council, a special meeting of Council would be to be held week commencing Monday 3 August to be distributed to members (14 days’ notice).
15. Audit and Compliance Committee

NOTED an oral report on IT Risk and Cyber Security from the Chair of the Audit and Compliance Committee, an action from the November Council meeting, and following the report of the newly appointed Chief Information Officer to the June ACC meeting on progress with addressing the internal audit

NOTED that the audit, undertaken under the National Cyber Security Centre’s 10 Step Programme, was not yet complete due to Covid-19 but work had progressed on policies and protocols and training for all staff. Key risks had been identified and needed to be incorporated into the College new Risk Framework and the committee would be receiving a further update at its next meeting.

16. Honorary Awards 2021

RECEIVED and AGREED a recommendation from Council Executive for the award of Honorary Degrees of the University of London to be made in 2021 (CL/20/36) Noting that the details of the nominations were confidential.

Starred items for Report and Formal Approval

17.* Reportable Events
17.1 To receive a note of any reportable event under OfS condition F3(i)
   There were none M20/296
17.2 NOTED advice on the definition of an OfS reportable event (CL/20/38). M20/297

18.* Report of Decisions taken by the Chair of the Governing Body
   None M20/298

19.* Report of Decisions taken by Circulation
   NOTED the appointment of two independent members to Council agreed by circulation. M20/299

20.* Research Integrity
   RECEIVED the Annual Research Integrity Statement 2018/19 (CL/20/39) M20/200

21.* Prevent Accountability
   NOTED the outcome of the assessment of the accountability and date return and the subsequent risk assessment made by the OfS (CL/20/40) M20/301

22.* Student Complaints
   APPROVED amendments to the Complaints Procedure (CL/20/41) M20/302

23.* Office of the Independent Adjudicator
   NOTED that Paul Layzell is UUK’s alternate director of the OIA.
   DISCUSSED the annual statement from the Office of the Independent Adjudicator (CL/20/42). The apparent high number of complaints submitted to the OIA by students reflected the importance given by the College to informing students of their right to appeal to the OIA on completion of the College student complaint procedure. NOTED also that of 14 student appeals to the OIA in 2019, eleven were closed as “not justified” and none were “justified” or “partly justified”.

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24. *Professional Indemnity Insurance Renewal*
   Personal Indemnity Insurance Renewal (CL/20/43)  M20/305

25. *Annual Reports*
   To receive an annual report from the Health, Safety and Wellbeing Committee (CL/20/44) M20/306

26. *Academic Board*
   To receive minutes of the meetings: (CL/20/45)
   - 11 December 2019
   - March 2020

27. *RECEIVED the following Minutes* (CL/20/46)
   Equality & Diversity Committee 25 March 2020
   Remuneration Committee 5 May 2020
   Council Executive 28 May 2020
   Health, Safety and Well Being Assurance Committee 9 June  2020
   Council Academic Quality Assurance Committee 11 June 2020 (Minutes not yet available)
   Finance Committee 11 June 2020 (Minutes not yet available)
   Audit & Compliance Committee 15 June 2020 (Minutes not yet available)
   Council Executive 25 June 2020 (Minutes not yet available)

28. *NOTED the following Committees have not met since the last Meeting of Council* M20/309
   Equality & Diversity Committee next meeting 8 July 2020
   Remuneration Committee
   Principal’s Pay Committee

29. *Sealing of Documents*
   None.  M20/310

30. *Members leaving Council*
   Thanks were extended to retiring independent members Mrs Margaret Jack, Mr Jeremy, McIlroy and Ms Colette Wilson who had given invaluable service to College and Council over many years
   
   Thanks and best wishes were also given for the contributions of Mr Jack O’Neill as SU President 2019/20 and to Mr Hammad Chaudhry the elected Student representative 2019/20.

**Other Matters**

31. *Other Business*
   There was none  M20/312

32. *Dates of next Council meetings*
   September/October meeting dates to be confirmed
   18/19 November 2020 Council strategy meeting and Council
   18 February 2021 5pm
   6 May 2021 5pm
   1 July 2021 5pm

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