

Council

18 May 2023

1700-1900

Shilling Building Seminar Room 0-04



Actions

Action	Minute ref.	Responsible	Date
Strategy Development: A paper about commuter students and how the university could better meet their needs including the UG/PG split and any demographics specific to the commuter student group. (Pillar 1 update)	23/079	TB	October 2023
Artificial Intelligence/VR/Immersive Technology: to be scheduled for further discussion at Council and for Strategy day	23/080, 23/109, 23/119	MH	November 2023
Freedom of Speech: the Code of Practice and process to be presented to Council after approval by Executive Board.	23/097	JS	October 2023
Freedom of Speech: The Chair of Council to formally write to the SU Board of Trustees, to emphasise their responsibilities for close oversight and monitoring.	23/100	DMH	TBC
Freedom of Speech: Council to review the work being undertaken to ensure that real openness in debate is being maintained and the Code of Practice and processes are in place and implemented.	23/102	JS	October 2023
Pillar 1 Update: include in the next annual Pillar 1 report the Pillar 4 projects which are symbiotic	23/111	TB	February 2024
Pillar 4: The Data Ethics policy to be provided to ARCC.	23/111	MW/HJ	October 2023

Action from current meeting

~~Action completed since last meeting~~

Approvals

Approved at this meeting	Minute ref.	Responsible	Date
APPROVED minutes of the meetings held on 16 February 2023 (M23/01-23/074)	23/077	CoC	18 May 2023

The co-option to Strategy & Governance Committee of Mr Tim Mitchell, also to join the working groups for the Rusham Park residential development and provide independent advice to the Chair of Council and Vice-Chancellor and Principal on the project.	23/083	PM	Immediate
The current three-year strategic plan to run until the end of 2023/24 academic year.	23/090	JS	May 2023
The establishment of Pillar 6 of the College strategy and to return to Council with the proposed KPIs.	23/105	KD	May 2023
The planned recruitment process to co-opt Committee members and the reappointment of the current Chair of Finance Committee and of the current Chair of Audit, Risk and Compliance Committee.	23/130	Secretariat	May 2023
The re-appointment of the External Auditors, BDO, for their final year of this contract, the audit for the year ended 31 July 2023.	23/131	MW	May 2023
Amendments to the Financial Regulations following the annual review.	23/132	MW	May 2023
The appointment of Professor Tracy Bhamra as a Trustee of the Hilda Martindale Trust.	23/133	GP	May 2023

Council

18 May 2023

1700-1907

Shilling Building Seminar Room 0-04



M23/075-M23/138

Minutes

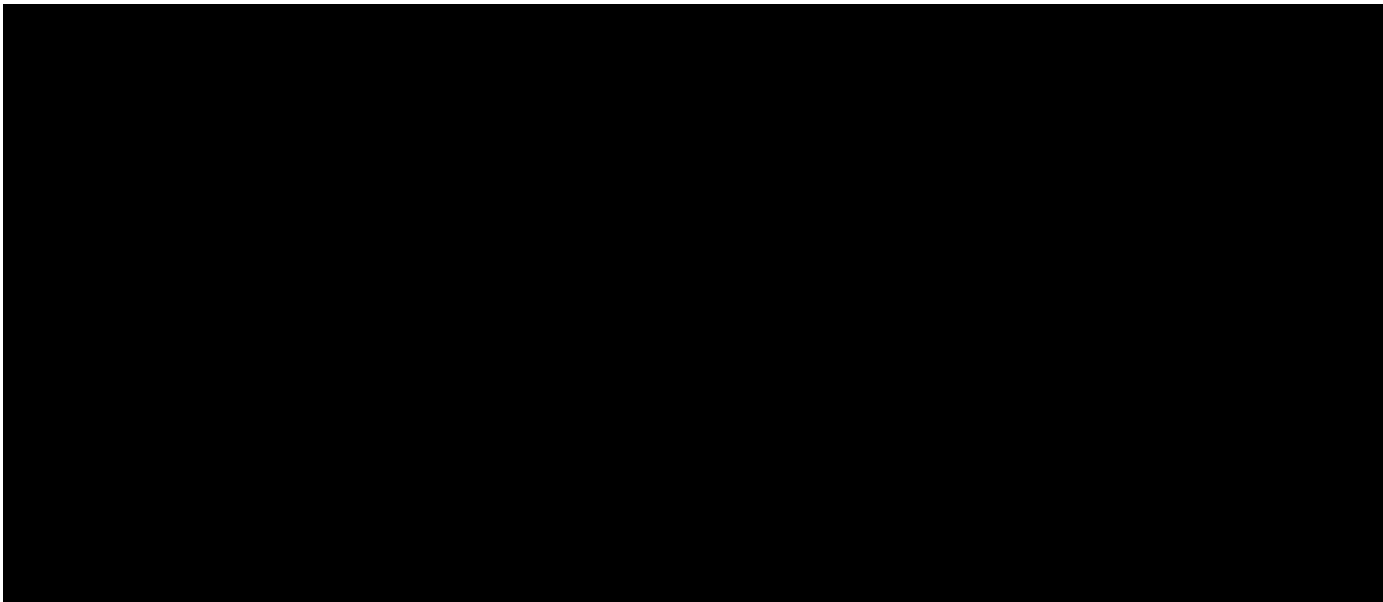
Present:	Dame Margaret Hodge (Chair of Council)	Gerry O'Hagan
	Ann Ewing (Vice Chair of Council)	Nick Perryman (Vice Chair of Council)
	Dr Donna Brown (until 19.02)	Professor Julie Sanders (Vice-Chancellor and Principal)
	Sally Dicketts (arrived 17.20)	Shrijeet Shrey
	Professor Michael Farthing	Balram Veliath
	Sarah Honeycombe	David Williams
	Maia Jarvis (SU President)	Ian Wilson
	Sarah King	
Apologies:	Simon Davis	HHJ Khatun Sapnara
	Professor Bob Fitzgerald	David Walker
Secretary:	Mary White	Chief Financial Officer and Acting Secretary to Council
In attendance:	Professor Tracy Bhamra	Provost and Pro-Vice-Chancellor (Global)
	Professor Klaus Dodds	Executive Dean (School of Life Sciences and the Environment) (Item 8.2, 17.00 until 18.02)
	Professor Matthew Humphreys	Interim Pro-Vice-Chancellor (Education & Student Experience)
	Suzy Stevenson	CEO RHSU (Item 7.2, 17.30 until 17.55)
	Alison Wallis	Director of Strategic Planning (Item 8.2, 17.00 until 18.23)
	Duncan White	Interim Executive Director of Infrastructure (Item 8.2, 17.00 until 18.02)
	Rikke Jensen	UCU Observer (until 19.07)
Clerk:	Pauline Martin	Executive Officer for Council (Minutes)
	Hazel Jessop	Deputy Secretary to Council (Secondary minutes)

1. APOLOGIES

NOTED apologies received from Simon Davis, HHJ Khatun Sapnara, David Walker and Professor Bob Fitzgerald.

23/075

2. **DECLARATION OF INTERESTS**
There were none. 23/076
3. **MINUTES OF THE PREVIOUS MEETING**
APPROVED minutes of the meetings held on 16 February 2023 (M23/01-23/074) 23/077
4. **MATTERS ARISING**
- RECEIVED in response to action 23/19, a paper showing 10 % growth in number of commuting students as a percentage of all students since the academic year 2018/19. 23/078
- AGREED to inform the work on the development of future strategy and, working with the Students' Union, to present a paper addressing what is known about commuter students and how the university could better meet their needs including the UG/PG split and any demographics specific to the commuter student group. 23/079
- DISCUSSED artificial intelligence and impact on the university, AGREED to be scheduled for further discussion at Council 23/080



6. **UN-STARRING OF ITEMS**
- NOTED Item 15, Financial Regulations was unstarred, in relation to another matter which was addressed. 23/084

MAJOR BUSINESS

7. **VICE-CHANCELLOR AND PRINCIPAL'S UPDATE**
- 7.1 RECEIVED the report from the Vice-Chancellor and Principal which included reflection on some key issues and developments in the external environment. and future strategy development. Discussions on mission and purpose were taking place to start to shape the future of the university. 23/085
- NOTED the Executive Board decision to revise its previous position and to commence deductions for colleagues participating in the Marking and Assessment boycott. The decision was based on the potentially significant implications of the boycott and the outcomes of a survey conducted by UCEA into member institutions' policies and actions regarding salary withholding. 23/086

	NOTED the payments would be processed in payroll standard terms and any reference to "ex-gratia" implied only that that there was no entitlement to payment for partial performance.	23/087
	NOTED the organogram of senior team titles and responsibilities and senior leadership team appointments made, with three other posts at an advanced Stage. The University Secretary appointment was now confirmed, and Andrew Boggs would start in his role towards the end of August. Council input into the senior leadership team appointment process was valued and the mutual learning involved would be beneficial to future working.	23/088
	NOTED the work that had started across the College on the development of the future strategy involving the Leadership Forum. The first two creative Conversations had focussed on the development of the Equality, Diversity, and Inclusion Framework and the Access and Participation work.	23/089
	AGREED that the current three-year strategic plan would run until the end of 2023/24 academic year and that a road map for the development of the new strategy would be developed, with the focus working towards the November Strategy day.	23/090
	NOTED increases in UCAS UG applications, International Direct PGT applications and International Agent applications, whilst Home PGT applications continued to decline (noting this was a small number of the total intake).	23/091
	NOTED the update of the resource plan and the steps which could be taken to offset the risks to achieving the plan.	23/092
	DISCUSSED Home PGT applications tended be affected by the employment market and decline for all providers when job prospects were good, except where the programme was required for employment and more could be offered to our students.	23/093
	NOTED the departmental review process was restarting and reports would be provided to SER.	23/094
	QUESTIONED whether sufficient accommodation would be provided for the increasing student numbers in the interim until the delivery of the new development. NOTED positive early discussions were being held with local private accommodation providers. Kingswood would close as soon as students left, and surveys would be carried out for an assessment of the work and time required to bring it up to standard. Work would be completed as quickly as possible but the current planning included Kingswood to be closed for 2023/24.	23/095
7.2	RECEIVED an update regarding Freedom of Speech, NOTING the Higher Education (Freedom of Speech) Bill, was now signed into law. The purpose of the Bill was to strengthen freedom of speech and academic freedom in Higher Education.	23/096
	NOTED a Code of Practice and process for decision making for the new legislation was being worked on involving the Student Advisory and Wellbeing team and the Students' Union. After approval by Executive Board this would be presented to Council.	23/097
	NOTE that under this new complex legislation it was Council's responsibility to promote freedom of speech.	23/098

	DISCUSSED the recent event of the rescinded invitation to a speaker by one of the 130 SU societies and the actions being taken. NOTED the review of the SU Board of trustees liabilities, roles and responsibilities. Steps being taken included consideration of the replacement of the SU President as Chair with an independent trustee and emphasising the role of the board to champion freedom of speech. Regular training for the board, SU staff and student groups would be required.	23/099
	DISCUSSED Council's responsibilities, alongside those of the SU Board of Trustees, and how Council could be assured of compliance with the new legislation. <ul style="list-style-type: none"> • The Chair of Council to formally write to the SU Board of Trustees, to emphasise their responsibilities for close oversight and monitoring. • Quality testing of training being given, the nature of training and the provider. • Supporting and leading the development of the culture of the organisation to create space for freedom of speech. • Ensuring sanctions are put in place for failure to comply with the regulations. • Evaluation of scenarios and the possible responses as a training exercise. 	23/100
	DISCUSSED that compliance with Freedom of Speech would be part of the OfS registration requirements reviewed annually by ARCC. ARCC would also review the Code of Practice before presentation to Council and ensure that processes were clearly defined and how any individual or institutional penalties should be implemented.	23/101
	AGREED for Council to review the work being undertaken to ensure that real openness in debate is being maintained and the Code of Practice and processes are in place and implemented.	23/102
8.	STRATEGY	
8.1	RECEIVED and NOTED the Environmental Sustainability Strategy and KPIs, intended as Pillar 6 of the three-year strategy with three workstreams aligned with the university structure; Research; Education and Student Experience; and would ensure an all-institution commitment to environmental sustainability.	23/103
	NOTED that it was now the intention to appoint a full-time permanent Head of Sustainability rather than an interim position and Sarah King would be joining the working group. Experience in environmental sustainability would be added to the Council skills matrix.	23/104
	APPROVED the establishment of Pillar 6 of the College strategy and to return to Council with the proposed KPIs.	23/105
8.2	NOTED the annual report on Pillar 4 implementation: Enabling the success of our strategy through simplification and digitisation, freeing up time, resource and capacity to deliver an efficient service to staff & students.	23/106
	NOTED significant progress with four projects in the delivery stage in this pillar and the addition of two new projects, the Banner reporting project and upgrades to accommodation, conferencing and catering software.	23/107
	NOTED the enquiry management service, the analytics and reporting project and the Banner project will make a significant contribution to improving efficiencies, reducing duplication and manual work.	23/108
	DISCUSSED artificial intelligence and our position for a discussion at Council.	23/109

	NOTED the risk to Pillar 1 from projects in Pillar 4 that require the same resource.	23/110
	AGREED to include in the next Pillar 1 update the pillar 4 projects which are symbiotic and provide the Data Ethics policy to ARCC.	23/111
8.3	NOTED the summary of activity, challenge, and progress in each of the 6 pillars that provided an update on the Strategic Plan.	23/112
	DISCUSSED the review and refresh of projects in Pillar 1, which included new OfS guidance for the development of the next Access and Participation Plan. The new guidance would require a closer focus on the impact of interventions made at all stages.	23/113
9.	FINANCE	
	RECEIVED a paper to NOTE Budget preparation for 2023/24, which set out the high-level factors for consideration. The final budget would be considered at Finance Committee in June and Council in July.	23/114
	NOTED the overview of the high-level challenges:	23/115
	<ul style="list-style-type: none"> • Financial sustainability, a sector issue. • Student number growth was essential as fees were held at £9,250. • High inflation - the 2020 resource plan was based on low inflation of the time. • The UCEA pay award, not agreed by the trade unions but partially implemented and with a 3% increase from 1 August 2023. 	
	DISCUSSED that it could not be assumed that the current economic environment would change substantially, and current planned student numbers would not deliver a surplus in the high inflation environment without further mitigations. Surpluses were needed to invest in the estate.	23/163
	QUESTIONED how the current Student: Staff ratio was set and comparisons with 16+ Further Education. NOTED that there may be an opportunity in some areas to review the ratio with subject comparisons to other institutions.	23/117
	DISCUSSED the 2/3-year budget needed to align with the strategic plan and required reflecting on what we want to be in terms of the size and shape of the academy, sources of research income, teaching focus and the need for a diverse portfolio of skills in future, including generation alpha's needs and use of technology including learning and gaming technology.	23/118
	NOTED the use of VR and immersive technology in the learning space and students' use of technology going forward would be considered at the Strategy day	23/119
10.	COMMITTEE REPORTS	
	NOTED reports from the following Chairs of Council committees:	23/120

- 10.1 **People Committee** 23/121
- Noted a lot of good work was underway including:
- The STAR management development programme, introduced to build capacity of quality managers had enrolled the first cohort of managers.
 - Completion of the academic promotions process and work on improving and simplifying its future operation.
 - The committee received a presentation on the framework for the creation of a performance culture in the College.
 - As part of the development of the performance culture there was discussion of the use of probation periods for academics lasting up to three years.
- 10.2 **Students Education and Research Committee** 23/122
- Reported:
- Work on the Education Strategy to create a platform to take forward and focus on fewer projects.
 - Introducing technology – needs to be aligned with students wants and needs.
 - Research - the committee received a presentation on the Research Catalysts and needed to focus on developing the economic return.
 - Knowledge exchange would be discussed at the next meeting.
- 10.3 **Strategy & Governance Committee** 23/123
- At the meeting on 20 April the committee:
- Agreed to recommend to Council that the current three-year strategy runs to the end of the academic year 2023/24.
 - Received a report from the Rankings and Reputation Group, which included Gerry and Nick in its membership, which was considering ways to improve the position in national and international rankings and league tables. The Group will report again to S&G in September.
 - Received an initial briefing on the vision for the central London campus and would receive a business case at the September meeting.
 - Considered a succession plan to recruit new members to co-opt onto committees for the start of the next academic year, who may then be considered for appointment to Council in 2024.
 - Agreed a recommendation to Council for the reappointment of Balram Veliath to a second term as Chair of ARCC and Ian Wilson as Chair of Finance Committee (noting the paper for item 13).
- 10.4 **Audit Risk and Compliance Committee** 23/124
- NOTED:
- The health & safety issues in Founder’s building were being worked through to reduce the risk. There would be a further discussion at Council in due course.
 - UKVI, most of the residual issues were now resolved and there would be another mock audit.
 - Cyber security continues to be an ongoing and changing challenge.
 - Noted five risks out of appetite and consider Rusham Park to be separated as its own risk.

10.5 **Finance Committee** 23/125
 Noted the report from the meeting 30 March:

- Received an update and review of Rusham park.
- Received the management accounts for February 2023.
- Received the RHSU financial statements.
- Approved and recommended to Council the updated Financial Regulations.
- Received capital bids and approved an upgrade to the Engineer’s Cottage for the Music Department and the next phase of Spine Road refurbishment.

10.6 **Remuneration Committee** 23/126
 Noted the Remuneration Committee operated under the CUC Higher Education Senior Staff Remuneration Code and included 3 sub committees for the:

- Secretary to Council review
- Principal’s review
- Chair of Council’s review.

The Chair of Council Review Committee reviews the performance of the Chair to ensure the payment of the honorarium continues to comply with the requirements of the Charity Commission.

NOTED feedback received from the consultation with Council members of the Chair’s effectiveness. Seventeen anonymised responses to multiple choice questions were received and shared with the Chair of Council along with three free form comments. 23/127

The committee would be developing their thoughts on a new process for the next review that would provide more robust constructive data.

STARRED ITEMS FOR REPORT AND FORMAL APPROVAL

11.* REPORTABLE EVENTS

RECEIVED a note of any reportable event under OfS condition 3(i): 23/128

- A claim in the French Courts.
- Addition of a doctoral teaching partnership to the university’s UKVI sponsor licence.
- Freedom of Speech and the RHSU Debating Society’s decision to cancel a speaker at an event (see item 7.2).

12.* REPORT OF DECISIONS AGREED BY CIRCULATION

There were none. 23/129

13.* GOVERNANCE

APPROVED the planned recruitment process to co-opt Committee members and the reappointment of the current Chair of Finance Committee and of the current Chair of Audit, Risk and Compliance Committee. 23/130

14.* EXTERNAL AUDIT

APPROVED the re-appointment of the External Auditors, BDO for their final year of this contract, the audit for the year ended 31 July 2023. 23/131

15.* FINANCIAL REGULATIONS

APPROVED amendments to the Financial Regulations following the annual review. 23/132

16.* HILDA MARTINDALE TRUST

APPROVED the appointment of Professor Tracy Bhamra as a Trustee. 23/133

17.* SEALING OF DOCUMENTS

23/134

NOTED the use of the College seal as below:

16 February 2023: Omnidrone Building and enabling works, contract between RHUL and TRIAGG Ltd.

27 April 2023: Contract document for Wettons terrace at Egham Hill Campus, TW20 0EX, between RHBNC and T&B (Contractors) Ltd.

27 April 2023: Engroissement Contract for sale and transfer of property Re: Sale of Settrington, Bakeham Lane, Englefield Green, Surrey, TW20 9TU (The Property)

OTHER MATTERS

18. ANNOUNCEMENTS

Professor Peter Saraga OBE CBE FEng CPhys Hon.FInstP	1942-2023	23/135
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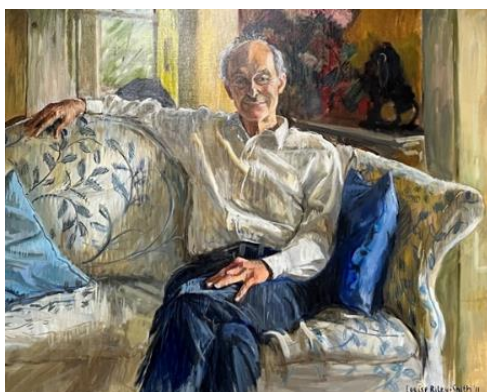


We were saddened to hear of the death of Professor Peter Saraga, member of Council, on 23 February 2023. Peter had vast knowledge, experience and insights into research in higher education and the relationship between industry and higher education in this area. He made valuable contributions to the work of Council and its committees.

Peter spent his working life in research at Phillips and led their Research group. He was a past president of the of the Institute of Physics and had a distinguished career in applied physics research. He was also a Vice-President at the Royal Academy of Engineering. He was a member of the HEFCE Board from 2002 to 2008 and chaired their Advisory Group on Strategically Important and Vulnerable Subjects, and their assessment panel for the UK Research Partnership Innovation Fund. He went on to chair research bodies for the European Commission; he was an assessor for relevant REF subjects and he undertook work for a number of Government bodies.

Peter was a visiting professor at Imperial College London, a member of the Loughborough University Council, of the Council of Royal Holloway, University of London since 2019 and a Vice-Chair of the University of Sussex Council from 2005 to 2011, Peter also chaired advisory boards at the University of Surrey, where he was awarded an Honorary Doctorate in 2002. He was also Vice-President and Honorary International Secretary of the Royal Academy of Engineering from 2003 to 2009.

The funeral was held on Thursday 23 March at Golders Green Crematorium and was followed by a reception at The Royal Academy of Engineering, Prince Philip House, 3 Carlton House Terrace, London SW1Y 5DG.



We are sad to advise that Professor Stephen Hill, former Principal at Royal Holloway, passed away on Tuesday 18 April 2023.

Professor Hill was an assistant lecturer in Sociology and Industrial Relations at Bedford College from 1968-70. He spent much of his career at the London School of Economics and Political Science (LSE), where he was made professor in 1991 and was then Principal of Royal Holloway from 2002-2009.

As former Principal of Royal Holloway, Stephen was a valued member of our community. His contributions were wide-reaching and touched all parts of our community, not least students and colleagues. During Stephen's time as Principal, Royal Holloway achieved many successes in research and education and there are major legacies to be seen and appreciated on our estate from student accommodation to the Windsor Building.

19. OTHER BUSINESS

There was none

23/137

20. NOTED dates of next Council meetings

On Campus unless indicated otherwise:

- 6 July 2023, 17.00-19.00
- 5 October 2023, 17.00-19.00
- 22 November 2023, Council Strategy Day, Cumberland Lodge
- 23 November 2023, Strategy day 2 and Council meeting finishing 14.00

THE EXHIBITION BOOK

NOTED the following minutes provided in the Exhibition Book

23/138

EB1 JNCC meeting minutes

Final minutes of UCU Joint Negotiation and Consultation Committee

- No approved minutes available

Final minutes of GMB & UNITE Joint Negotiation and Consultation Committee

- 11 October 2022

EB2 MINUTES OF COUNCIL COMMITTEE MEETINGS

Minutes designated "unsigned" are those not yet signed off by the Committee but approved by the Committee Chair

Students, Education and Research Committee 7 December 2022

Strategy & Governance Committee 19 January 2023

Finance Committee 19 January 2023

People, Staff Development, Reward and Wellbeing Committee 7 February 2023 (*unsigned*)

Audit, Risk & Compliance Committee 6 February 2023

Remuneration Committee 16 February 2023 (*Not yet available*)

Students, Education and Research Committee 22 February 2023 (*Not yet available*)

Finance Committee 30 March 2023 (*Not yet available*)

Special Strategy & Governance/Finance Committee 30 March 2023 (*Unsigned*)

Strategy & Governance Committee 20 April 2023 (*Not yet available*)

Audit, Risk & Compliance Committee 24 April 2023 (*Not yet available*)

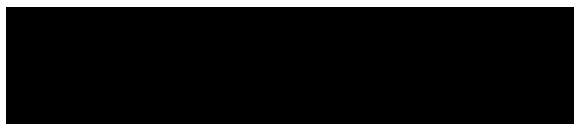
Students, Education and Research Committee 10 May 2023 (*Not yet available*)

The following Committees have not met since the last meeting of Council

People, Staff Development, Reward and Wellbeing Committee (next meeting 15 June 2023)

EB3 ACADEMIC BOARD

Final minutes of the meeting 7 December 2022



Dame Margaret Hodge DBE MP
Chair of Council

Date 18 May 2023