

Royal Holloway
University of London

COUNCIL

Minutes of the Meeting of the Council held on 16 January 2008

Present:	Sir Andrew Burns (<i>In the Chair</i>) Mr W Adams Mr A Alway Cllr M Angell Mr D Beaver Mr P Blagbrough (<i>from item 8</i>) Mr J Brannan Mr R Buswell 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>from item 4</i>) Mr J Morgan Mr J R Potts Mr W F Rooke Dr T Stead Mrs G Stuart Lord Tunnicliffe Mrs S Tyacke Mr P Worth
Apologies:	Mr I G Ross Ms B Shorter	
With:	Mrs J Ross (<i>Secretary</i>)	
In attendance:	Professor R Kemp Mr D Sweeney Professor A Wathey Professor P Beesley Professor A Tickell Professor G Ward Mr G Robinson Mr S Bland Mr M Evans Ms S Kay Mrs C Burns Ms L Humphreys	Vice-Principal (Academic Affairs) Vice-Principal (Communications, Enterprise & Research) Senior Vice-Principal Dean of Faculty of Science Dean of the Faculty of History & Social Sciences Dean of Faculty of Arts Director of Finance Director of Facilities Management Internal Auditor Head of Strategic Development Deputy College Secretary Governance Officer
Observers:	Ms M Freeman Mrs J McKenzie Dr E Sullivan	Observer (on behalf of Unite) College Secretary's Office Observer (on behalf of UCU)

1. MEMBERSHIP

- 1.1 The Council welcomed Andy Alway, Departmental Superintendent of Physics, who had been elected at the delayed Autumn Staff election to succeed Jacqueline Kolkowski as a representative member of the non-Academic staff. As agreed in M/07/154, his term of office would run until 30 September 2008 and would be renewed on a rolling basis until negotiations for the introduction of new definitions for staff were finalised. 08/01
- 1.2 The Council noted that the induction session for new members would be rescheduled for late February / early March 2008. 08/02

2. CONFLICT OF INTEREST

The Chairman invited members to indicate if they had a conflict of interest with any of the agenda items. Sarah Tyacke reported that she had been included in the Research Assessment Exercise (RAE) submission for the History department. She was also a member of the 'N' Panel for the RAE, but would not be involved in any discussion of the College as a member of that Panel. Item 8 included a report by the Principal on the RAE submission. Mrs Tyacke confirmed she would leave the meeting if a conflict arose during the report, or otherwise during discussion of the RAE submission. 08/03

3. MINUTES

The Minutes of the last meeting, held on 26 October 2007 (M07/135 - M07/170, which had been circulated by e-mail on 4 December 2007, were confirmed and signed. 08/04

4. MATTERS ARISING FROM THE MINUTES

4.1 Royal Holloway's Relationship with St George's, University of London

The Council received an oral update from the Principal, arising from M07/149 and M07/150, in which it was reported that St George's had decided not to consider the College as a potential merger partner. St George's had resolved not to undertake due diligence in relation to all three institutions which had submitted proposals for amalgamation and would take forward discussion with Kingston and Surrey only. 08/05

It was reported that the decision appeared to have been influenced in part by an incomplete and inaccurate investigation of Royal Holloway's strengths by PA Consulting Group, whose report on the College had contained substantial factual errors. The Chairman reported receipt of a letter from St George's Chairman confirming its decision. His reply had made it clear the College's bid remained open for negotiation should St George's wish to reconsider its position. There had been no further response to date from St George's. 08/06

The Council expressed its disappointment with this result and agreed that every effort should be made to manage the relationship with St George's and safeguard the College's position within the South West London Academic Network (SWAN) alliance. The Council noted that, although the discussions were having some delaying impact on the SWAN alliance, work was still ongoing to develop the areas for cooperation that had already been agreed. 08/07

The Council 08/08

AGREED:

- (i) that the Chairman would take on an enhanced responsibility to safeguard the College's interests in relation to St George's future plans, involving other members of Council as appropriate;
- (ii) that, subject to the pace of development of this situation, the Council would receive a paper in June 2008 assessing the potential impact on Biological Sciences and other departments and the proposed strategy with regard to maintaining the SWAN alliance or otherwise protecting the College's position.

5. COLLEGE STATUTES

The Council was invited to pass four Special Resolutions to amend the College Statutes as proposed in CL/08/01, which was laid on the table as amended. It was 08/09

AGREED:

- (i) By Special Resolution that, subject to any alterations that the Privy Council may require, **Statute 3(1)(c) - Elected members of Council** - be modified as follows:

"Seven elected members being -
 - (i) one elected by the members of the Academic Board from among the members of the Academic Board who are members of the academic teaching staff;
 - (ii) two elected from among their own number by the academic teaching staff;
 - (iii) three elected in accordance with the procedure specified in the current regulations from among their own number by the staff of the College who are not academic teaching staff;
 - (iv) one student of the College elected by the whole student body."

- (ii) By Special Resolution that, subject to any alterations that the Privy Council may require, **Statute 4 - Officers of the Council (Chair and Vice-Chair)** - be modified as follows:

“Chair and Vice-Chair”

“The Chair and Vice-Chair of the Council shall be elected by a majority of the other members present and voting at a meeting of which not less than fourteen days' notice has been given and at which not less than two-thirds of the total membership of the Council are present and shall hold office for such period as the Council thinks fit but for not more than five years from the date of election and then retire but shall be eligible for re- election for one further period not exceeding five years.”

- (iii) By Special Resolution that, subject to any alterations that the Privy Council may require, **Statute 17(3) – The Appointment of Deans and Deputy Deans** - be modified as follows:

“Deans and Deputy Deans of all Faculties shall be appointed by the Principal to hold office for such periods and on such terms as he shall determine. The procedures for appointment shall be as prescribed in the regulations.”

- (iv) By Special Resolution that, subject to any alterations that the Privy Council may require, **Statute 26 – No Discrimination** - be modified as follows:

“The College will treat fairly all its staff, students, applicants for employment or study, visitors and other persons in contact with the College and will seek to ensure they have equality of opportunity without regard to their race, gender, disability, sexual orientation, religion and belief or age.”

It was further

AGREED: that, as a consequence of these proposed amendments of the Statutes, the Council would receive details of any proposed revisions to Regulations of the Council for approval. 08/10

6. **UNIVERSITY OF LONDON STATUTES**

Arising from M07/109, the Council formally considered proposals to revise the Statutes of the University of London (CL/08/02), details of which had been posted on the staff intranet in December 2007. 08/11

The President of the Students' Union asked the Council to note that the draft revisions would remove the presence of students from the main bodies of the governance structure and proposed that, should the Council agree to pass a Resolution consenting to the proposed new statutes, it should indicate a preference that student representation should remain embedded in the governance structure. 08/12

The Council 08/13

AGREED:

- (i) to pass a Resolution "That this Council, being the governing body of Royal Holloway, University of London, hereby consents to the making of the new Statutes by the Council of the University of London as proposed by the Council and as set out in the document headed 'Proposed New University Statutes'; and
- (ii) to recommend strongly that student observer status should be retained for all University of London meetings, but such recommendation would not be a condition of the Council's overall support for the Statutes.

7. **UNSTARRING OF ITEMS**

The following items were unstarred: 08/14

13 - Announcements

20 – Notes of HR & Equal Opportunities meeting 22 Nov 2007

24 – Report of Student Discipline Committee meeting 6 Dec 2007

25 – Dates of Council Meetings 2008-09.

8. **PRINCIPAL'S REPORT**

The Council received the Principal's report (CL/08/03), noting the developments regarding St George's (ref M08/05 to M08/08) and proposals for closer ties with a number of Physics departments in the South East. 08/15

The Principal spoke about the College's submission to the Research Assessment Exercise which had been made in November 2007. The quality of the submission was believed to be extremely high and there had been a large number of submissions in percentage terms. The Council endorsed the Principal's thanks for the effort put into presenting the best possible case and expressed its congratulations to all those involved in the preparation of the submission. 08/16

There were further reports by the Principal on student achievements and successful individuals associated with the College. 08/17

The Principal also reported that the College would be signing a Memorandum of Understanding to engage in talks with the Malaysian Ministry of Education regarding a possible collaboration. Professor Rob Kemp, Vice-Principal (Academic Affairs) and Sheryl Simon, Director of Royal Holloway International would visit Kuala Lumpur later in the month to begin discussions. 08/18

9. FINANCIAL MATTERS

9.1 The Council received the Annual Accounts and Financial Statements for 2006-07 for the College as a whole (CL/08/04A) and for Royal Holloway Enterprise Ltd (CL/08/04B). They had been approved by the Finance Committee on 29 October 2006, at a meeting to which all members of the Council had been invited; by the Audit & Compliance Committee on 9 November 2007; and they had been formally approved on the Council's behalf by the Executive Committee on 21 November 2007. 08/19

9.2 The Council received and noted an update on the financial forecasts to 2010-11 (CL/08/05). The forecasts had been updated in light of the strong 2006-07 outturn; relevant assumptions had been updated, and outcomes of the planning round had been included. The estimated Main Account surplus for 2007-08 was £3.5m higher than budget. In 2008-09 changes to pay and fee rate assumptions had reduced the surplus and there was a substantial commitment to additional expenditure to support the growth of the College. More moderate levels of surplus were forecast in 2009-10 and 2010-11 with the lower rate of income growth following the implementation of Variable Fees in 2006-07 to 2008-09 and the end of the growth provided by HEFCE Additional Student Number funding. 08/20

10. STRATEGIC PLANNING

10.1 Student Numbers

The Council received and considered a report on the final position with regard to student admissions in 2007/08 based on the count taken on 1 December 2007 (CL/08/06). Undergraduate intake continued to exceed targets. The intake for postgraduate taught programmes was below target - this was a difficult market which was affecting a number of competitor institutions and the Academic Development Committee (ADC) was considering actions to address this area. Postgraduate research programmes were also below target but above budget and increased efforts were being made to maintain and increase intake in this very competitive market. 08/21

10.2 Corporate Plan Progress 2005-08

The Council received a report on progress against the Corporate Plan 2005-08 (CL/08/07) and noted that all College Main Targets had been met or exceeded. 08/22

10.3 Corporate Plan Development 2008-13

The Head of Strategic Development presented a report on the development of the Corporate Plan for the next five-year period (CL/08/08), which was laid on the table. A strategy mapping approach was being used with the intention of providing management with a clear sense of vision, mission objectives and a way of tracking progress towards achieving strategic aims. A consultation process was taking place throughout the College, building on the stakeholder perspective work carried out at the October Council meeting and it was intended that work would be completed by July 2008. 08/23

The vision was for the College to be consistently in the top 10% of UK universities. It was noted that the College was already in that bracket according to a number of assessments, but would work to enhance and maintain this position. The word ‘consistency’ was the key to defining the vision. The Council noted with particular approval the College’s commitment to enhancing the student experience. 08/24

The Council noted the importance of setting appropriate Performance Indicators and objectivity when reporting progress against them. It was 08/25

AGREED: that the Council would receive an update on progress of the Corporate Plan at its next meeting.

11. **AUDIT & COMPLIANCE COMMITTEE’S ANNUAL REPORT**

The Council received and noted the Annual Report for 2006-07 of the Audit & Compliance Committee (CL/08/09), which had also been produced for submission to the Higher Education Funding Council for England (HEFCE). 08/26

The Council recognised the wide range of the Internal Auditor’s work, as detailed in Annex 1 of the report, and also noted the importance of the Internal Auditor having the full support of the Audit and Compliance Committee. 08/27

12. **GOVERNANCE**

Visitor

The Council received a report on the role of College Visitor (CL/08/10) and considered the recommendation of the Nominations and Honorary Awards Committee to reinstate the position of Visitor. It was 08/28

AGREED:

- (ii) to reinstate the position of Visitor, in accordance with Section 5 of the Royal Holloway and Bedford New College Act; and
- (iii) that the Rt Hon Lady Justice Arden be invited to become the College’s Visitor.

13. **ANNOUNCEMENTS**
- 13.1 The Council noted with great sadness the death on 27 November 2007 of Lord Allen of Abbeydale. Philip Allen had been the first Chairman of the merged College Council from 1985 until 1992, having previously served on both constituent Colleges' Councils. He had played a crucial and pivotal role in achieving the incorporation of Royal Holloway & Bedford New College in 1985. Lord Allen had become the first College Visitor in 1992 and had held this role until 1997; in this role he had presided at the College Graduation Ceremonies, the first of which had been held in the College in 1992 when he had been awarded an Honorary Fellowship of the College. Peter Worth reported that he had had the privilege of serving as a student on the Council with Lord Allen, and expressed his particular regret. 08/29
- 13.2 The Council noted the appointment of Professor Andrew Wathey, Senior Vice-Principal, to the post of Vice-Chancellor of Northumbria University. Andrew Wathey had joined Royal Holloway's Department of Music in 1989 and had been made Professor of Music History in 1999. He had been Dean of the Graduate School, 1996-98, Head of the 5* rated Music Department from 2000-02 and Dean of Arts, 2002. In 2003 he had been appointed Vice-Principal (Planning and Resources), and since March 2006 had been Senior Vice-Principal. Professor Wathey would leave the College at the end of April 2008. The Council expressed its congratulations and thanks to Professor Wathey, who had attended meetings since October 2000. 08/30
- 13.3 The Chairman made two additional announcements regarding, firstly the death of Professor FRH (Robin) Du Boulay FBA, Professor Emeritus of Medieval History and, secondly, the inclusion in the New Year's Honours List of two of the College's Honorary Doctors, Angela Mason OBE and Dr Charles Saumarez Smith, both of whom had been appointed Commanders of the Order of the British Empire. 08/31
14. **REPORT OF DECISIONS TAKEN BY THE CHAIRMAN**
- It was noted that no action had been taken by the Chairman since the last meeting. 08/32
15. **REPORT OF DECISIONS TAKEN BY CIRCULATION**
- It was noted that no decisions had been taken by circulation since the last meeting. 08/33
16. **ACADEMIC BOARD**
- The Council received a report from the meeting of the Academic Board held on 5 December 2007 (CL/08/11). 08/34
17. **AUDIT & COMPLIANCE COMMITTEE**
- The Council received a report from the meeting of the Audit & Compliance Committee held on 9 November 2007 (CL/08/12). 08/35

18. **ESTATES COMMITTEE**
- The Council received the unconfirmed minutes of the meeting of the Estates Committee, held on 18 October 2007 (CL/08/13). 08/36
19. **FINANCE COMMITTEE**
- 19.1 The Council received a report from the meeting of the Finance Committee, held on 29 October 2007 (CL/08/14). 08/37
- 19.2 Financial Regulations (M07/166)
- The Council received a proposal for further adjustment to Regulation 12 (CL/08/15), in order to clarify exactly where final responsibility for spin-out companies rested and 08/38
- AGREED: the second revision to Regulation 12, as proposed in CL/08/15.
20. **HUMAN RESOURCES & EQUAL OPPORTUNITIES COMMITTEE**
- The Council received the draft notes (CL/08/16) of the meeting of the Human Resources & Equal Opportunities Committee, held on 22 November 2007, which were laid on the table. The Council extended its thanks to Professor Andrew Wathey and the team for their efforts with regard to the completion of the Framework Agreement and the implementation of the Higher Education Role Analysis (HERA) scheme. 08/39
21. **NOMINATIONS & HONORARY AWARDS COMMITTEE**
- The Council received the unconfirmed minutes of the meeting of the Nominations & Honorary Awards Committee, held on 14 November 2007 (CL/08/17). 08/40
22. **REMUNERATION COMMITTEE**
- The Council received a report from the meeting of the Remuneration Committee, held on 22 October 2007 (CL/08/18). 08/41
23. **STRATEGIC POLICY COMMITTEE**
- The Council received the unconfirmed minutes of the meeting of the Strategic Policy Committee, held on 13 December 2007 (CL/08/19). 08/42
24. **STUDENT DISCIPLINE COMMITTEE**
- The Council received a report from the meeting of the Student Discipline Committee, held on 6 December 2007 (CL/08/20). The Council thanked the Chair of the Student Discipline Committee for his work, and he extended his own thanks to the members of the Panel who sat alongside him. 08/43

25. **DATES OF MEETINGS IN 2008-09**

The Council received proposals for the dates of its meetings in 2008-09 (CL/08/21). The Chairman reported that there had been an expression of interest in the extended meeting including an overnight stay, but this would not be possible now that the meeting had been moved to October for good business reasons, as there would be no accommodation available once term had begun. The Council

08/44

AGREED: the following dates for meetings in 2008-09:

- Friday, 17 Oct 2008 (Extended Meeting commencing 10am)
- Wednesday, 14 January 2009 at 5pm
- Wednesday, 25 March 2009 at 5pm
- Wednesday, 24 June 2009 at 5pm.

26. **IP POLICY**

The Council

08/45

AGREED: the Intellectual Property Policy, as proposed in Appendix 1 to CL/08/22.

27. **FEEDBACK FROM EXTENDED COUNCIL MEETING – 26 OCTOBER 2007**

The Council received an evaluation of the comments made on the questionnaire circulated to members following the residential meeting held in October 2007 (CL/08/23).

08/46

28. **HILDA MARTINDALE EDUCATIONAL TRUST**

On the recommendation of the Trustees, the Council

08/47

AGREED: to appoint Miss Anne Moore, FRCS, Consultant in Neurosurgery at the South West Neurosurgery Centre, Derriford Hospital, Plymouth and Vice-President of the Royal College of Surgeons, as an Exhibition Trustee for six years, with effect from 1 January 2008.

29. **SEALING OF DOCUMENTS**

The Council noted that documents had been sealed since the last meeting:

08/48

- On 27 November 2007, Deed of Novation – Laing O’Rourke London & SE Ltd, Stride Treglown Ltd , Architect for New Halls Phase 2 – Student Residences;
- On 27 November 2007, Parent Company Guarantee – Laing O’Rourke plc;
- On 27 November 2007, Deed of Novation – Laing O’Rourke London & SE Ltd, Whitbybird Ltd, Structural Engineers for New Halls Phase 2 – Student Residences.

Jane Ross
Director of Resources & College Secretary
5 February 2008