

Royal Holloway
University of London

COUNCIL

Minutes of the Meeting of the Council held on 26 March 2008

Present:	Sir Andrew Burns (<i>In the Chair</i>) Mr A Alway Cllr M Angell Mr P Blagbrough Mr J Brannan Mr R Buswell Professor G Dickson Professor F Driver Professor S R Hill Mr J Lerche	Mr J Manning Cllr H W V Meares Mr J Morgan Mr J R Potts Mr I G Ross Ms B Shorter Mrs G Stuart Lord Tunnicliffe Mrs S Tyacke Mr P Worth
Apologies:	Mr W Adams Mr D Beever Mrs E Horwood	Mr W F Rooke Dr T Stead
With:	Mrs J Ross (<i>Secretary</i>)	
In attendance:	Professor R Kemp Mr D Sweeney Professor A Tickell Professor G Ward Mr G Robinson Mr S Bland Ms S Kay Mr M Lewis Mrs C Burns Ms L Humphreys	Vice-Principal (Academic Affairs) Vice-Principal (Communications, Enterprise & Research) Dean of the Faculty of History & Social Sciences Dean of the Faculty of Arts Director of Finance Director of Facilities Management Head of Strategic Development Director of Development (<i>Item 9.2</i>) Deputy College Secretary Governance Officer
Observers:	Mrs J McKenzie Dr E Sullivan	College Secretary's Office Observer (on behalf of UCU)

1. **CONFLICT OF INTEREST**

The Chairman invited members to indicate if they had a conflict of interest with any of the agenda items. None of the members indicated a conflict. 08/49

2. **MINUTES**

The Minutes of the last meeting, held on 16 January 2008 (M08/01 to M08/48) which had been circulated by e-mail on 5 February 2008, were confirmed and signed. 08/50

3. **MATTERS ARISING FROM THE MINUTES**

3.1 Royal Holloway's Relationship with St George's, University of London M08/08

The Council received an update from the Principal. St George's Council had reversed the decision to exclude the College from discussions regarding a possible merger. The College would be considered alongside Kingston and Surrey Universities and other potential merger partners in the London area. If St George's indicated the College was its preferred merger partner, there would be a full due diligence process, with the opportunity for input from Council, before a decision was made. 08/51

The Chairman reported that he had met with his counterpart at St George's and was hopeful of a constructive dialogue between the two institutions. The Council noted the College's continuing involvement with, and commitment to, the SWan alliance as distinct from the negotiations with St George's. The Council expressed its thanks to those involved in bringing about the favourable change in position since the last meeting. 08/52

4. **COLLEGE STATUTES**

The Council confirmed the Special Resolutions passed at the meeting of 16 January (M/08/09) that, subject to any alterations that the Privy Council may require, Statutes 3(1)(c); 4; 17(3) and 26 be amended to read as follows: 08/53

(i) **Statute 3(1)(c) - Elected members of Council**

“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) **Statute 4 - Officers of the Council (Chair and Vice-Chair)**

“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) **Statute 17(3) – The Appointment of Deans and Deputy Deans**

“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) **Statute 26 – No Discrimination**

“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.”

5. UNSTARRING OF ITEMS

No items were unstarred. 08/54

6. PRINCIPAL'S REPORT

The Council received the Principal’s report (CL/08/24), noting the coverage given to the College in March 2008 by Times Higher Education. An article entitled ‘Makeover Mania’ had identified the College as a major innovator among institutions in brand management. The College had also been included in new league tables concerning quality of life, where it came third. It was noted that increased media coverage highlighted the achievements in marketing the College over recent years. 08/55

It was reported that the new constitution of the University of London was awaiting ratification by the Privy Council. This would mark a fundamental change in the University's formal governance. The University Council would be replaced by a board of Trustees, including four heads of colleges, including the Principal of Royal Holloway. The Council congratulated the Principal on the appointment. 08/56

7. FINANCIAL MATTERS

7.1 The Council received a summarised report on the financial outturn for 2007/08 (CL/08/25). The position was very similar to that reported at the last meeting. In discussion of the anticipated surplus the Council noted the importance of an attractive, well-presented campus in building and maintaining the College's reputation for quality. 08/57

7.2 The Council received a summary of the 2008/09 HEFCE recurrent grant letter (CL/08/26) and noted that allocations were largely in line with that which had been expected. The total grant for 2008/09 would be £35.8m, an increase of £1.5m (4%), compared with 2007-08. The College had achieved better than average grant funding for the sector in subjects including Earth Science, Geography and Physics. Grants for Arts and Social Sciences had fallen across the sector. It was noted that future research funding would depend on the outcome of the Research Assessment Exercise. 08/58

8. STRATEGIC PLANNING

Corporate Plan Development 2008-13 (M08/25)

8.1 The Council received an update on progress (CL/08/27) and noted that the Higher Funding Council for England (HEFCE) no longer required the College to submit its Plan in July, as had been the case in previous years. Nevertheless the College would not delay completing the Plan and the aim was to have it in place at the beginning of next academic year. Following earlier input from Council members, the Plan had a greater emphasis on international matters, which was to be the focus of a fourth strategic theme. The Council noted that further recognition would also be given to diversity issues within the Plan. The Council 08/59

AGREED: to receive the final Plan at the June 2008 meeting for approval.

Student Applications

8.2 The Council received an update on the current position (CL/08/28). It was noted that a change in the UCAS application system this year, whereby applicants were only able to apply to five institutions rather than six, made comparisons with previous years more complicated. However it was predicted the College was in a similar position to last year. The overall position for Undergraduate Programmes was positive. Some departments would need to go into the clearing process, however it was expected that the 08/60

College would enter clearing in a stronger position than last year. Home applications for Postgraduate Taught Programmes had decreased overall. However significant progress had been made in some departments, particularly Politics and International Relations with twice as many applications for home and overseas postgraduate taught students. There was also a slight increase in Postgraduate Research Programmes in comparison to last year. The Council noted with approval that twelve fully funded 'Reid Scholarships' would be introduced from next year.

Risk Management

- 8.3 The Council received the College's Principal Risks (CL/08/29), which were considered to have the highest combined levels of likelihood and impact of all potential risks to the College. It was noted that, following review of the Principal Risks by the Management Co-ordination Group, mitigating statements were produced by risk owners and approved by the Risk Management Committee. Progress in managing and mitigating the Principal Risks was monitored. 08/61
- 8.4 The Council noted that, following discussion at the Audit and Compliance Meeting, the draft Risk Management Strategy (CL/08/30) had been withdrawn for amendment and 08/62
- AGREED: to receive a revised draft, once it had been reconsidered by the Audit & Compliance Committee.

Branch Campus in Kuala Lumpur (KLEC)

- 8.5 The Council received a summary of exploratory discussions with Kuala Lumpur Education City (KLEC) on establishing a branch campus (CL/08/31). The Vice-Principal (Academic Affairs) had visited Malaysia along with the Dean of Arts and Director of Royal Holloway International in January 2008 to discuss a proposal for the establishment of a branch campus in Kuala Lumpur funded by KLEC investors, which would award University of London degrees and from which the College would receive dividends and royalties. 08/63
- It was noted this was a potential opportunity to raise the College's global profile. However there would be a host of issues to consider carefully before the College made any commitment to the proposal. The College had signed a non-binding Memorandum of Understanding and a confidentiality agreement and would continue discussions with KLEC who, it was noted, were also in discussion with a number of other UK higher education institutions (HEIs). The College had engaged an independent Consultant to prepare two preliminary reports and it was 08/64
- AGREED: that the Council would receive the results of preliminary investigations at the next meeting.

Trust Schools

- 8.6 The Vice-Principal (Academic Affairs) presented a report on the College's approach to Trust Schools (CL/08/31). In accordance with Government policy to encourage HEIs to develop closer links with trust schools and academies, the College was in discussion regarding trust applications with three schools with which it already had ties. It was noted that moving forward with one of these would be dependent in part upon securing desirable trust partners. The Council

08/65

AGREED: that the College should continue its discussions as proposed and report on progress at the next meeting.

9. GOVERNANCE

Degree Awarding Powers

- 9.1 The Council noted that, on the recommendation of the Quality Assurance Agency, the Privy Council had granted the College its own degree awarding powers, which would give the College the option of awarding degrees from Royal Holloway in the future should it so wish. The Council expressed its appreciation to Jonathan Morgan, Head of Academic Development, and all involved for this achievement.

08/66

American Foundation for Royal Holloway & Bedford New College, Inc

- 9.2 Arising from M/07/59 – 07/60, the Council noted the recommendation of the Audit and Compliance Committee to establish a Foundation to facilitate fundraising in the US (CL/08/33) and

08/67

AGREED: to accept the recommendation of the Audit and Compliance Committee that a 501(c)(3) Foundation be established and its constitution be developed in the light of professional advice to give it the best possible balance between the independence required by the US Inland Revenue Service and the reassurance sought by the Council.

Visitor

- 9.3 Arising from M08/28, the Chairman reported that following a meeting he and the Deputy College Secretary had attended, Lady Justice Mary Arden had accepted, in principle, the role of College Visitor. Lady Justice Arden was seeking approval from the Lord Chief Justice and the Chairman would make another report to Council once he had heard the outcome of this.

08/68

College Secretary

- 9.4 The Council noted the retirement of Jane Ross as College Secretary with effect from 11 May 2008 and expressed its deep gratitude to Mrs Ross for her service to the College over the past seventeen-and-a-half years. [Ref M08/95]

08/69

Council Membership

- 9.5 On the recommendation of the Nominations & Honorary Awards Committee, the Council 08/70

AGREED: to reappoint Richard Buswell and Bob Potts for a further five years. Their terms of office, which had been due to end on 31 July 2009, would now end on 31 July 2014.

10. CHAIR OF FINANCE COMMITTEE

Bob Potts withdrew for this item. On the recommendation of the Nominations & Honorary Awards Committee, the Council 08/71

AGREED: to re-elect Bob Potts as Chair of the Finance Committee from 1 September 2008 until 30 September 2011.

11. COMMITTEE CHAIRS

On the recommendation of the Nominations & Honorary Awards Committee, the Council 08/72

AGREED:

- (i) to reappoint Richard Buswell as Chair of the Audit & Compliance Committee, from 1 October 2008 until 30 September 2011; and
- (ii) to reappoint Barbara Shorter as Chair of the HR & Equal Opportunities Committee, from 1 August 2008 until 31 July 2009.

12. ANNOUNCEMENTS

There were no announcements. 08/73

13. REPORT OF DECISIONS TAKEN BY THE CHAIRMAN

It was noted that no action had been taken by the Chairman since the last meeting. 08/74

14. REPORT OF DECISIONS TAKEN BY CIRCULATION

It was noted that no decisions had been taken by circulation since the last meeting. 08/75

15. **HEALTH & SAFETY ANNUAL REPORT**
- The Council received the Health & Safety Annual Report 2007/08 (CL/08/34). 08/76
16. **MARKETING INITIATIVES**
- The Council received an update on marketing initiatives from August 2007 to February 2008 from the Head of External Relations (CL/08/35). 08/76
17. **ACADEMIC BOARD**
- The Council received a report from the meeting of the Academic Board held on 5 March 2008 (CL/08/36). 08/77
18. **AUDIT & COMPLIANCE COMMITTEE**
- The Council noted that the Audit & Compliance Committee scheduled for 29 February 2008 had been postponed and had taken place on 20 March 2008. 08/78
- 18.1 The Council
- AGREED: the Value for Money Policy (CL/08/37). 08/79
- 18.2 The Council
- AGREED: the Fire Safety Policy (CL/08/38). 08/80
19. **ESTATES COMMITTEE**
- The Council received the unconfirmed minutes of the meeting of the Estates Committee, held on 31 January 2008 (CL/08/39). 08/81
20. **FINANCE COMMITTEE**
- The Council received a report from the meeting of the Finance Committee, held on 11 February 2008 (CL/08/40). 08/82
21. **HUMAN RESOURCES & EQUAL OPPORTUNITIES COMMITTEE**
- The Council received a report from the meeting of the HR & Equal Opportunities Committee, held on 6 March 2008 (CL/08/41). 08/83

22. **NOMINATIONS & HONORARY AWARDS COMMITTEE**

The Council received a report from the meeting of the Nominations & Honorary Awards Committee held on 21 February 2008 (CL/08/42). 08/84

23. **REMUNERATION COMMITTEE**

The Council received a report from the meeting of the Remuneration Committee, held on 5 February 2008 (CL/08/43). 08/85

24. **STRATEGIC POLICY COMMITTEE**

The Council received the unconfirmed minutes of the meeting of the Strategic Policy Committee, held on 3 March 2008 (CL/08/44). 08/86

25. **TERMS OF REFERENCE OF COUNCIL COMMITTEES**

On the recommendation of the Nominations & Honorary Awards Committee, the Council 08/87

AGREED: the proposed modifications to the terms of reference of the Audit & Compliance, Health Safety and Nominations & Honorary Awards Committees, as outlined in CL/08/45.

26. **STUDENTS' UNION**

The Council noted the results of the elections for sabbatical officers for 2007-08: 08/88

President Elizabeth (Liz) Owen

Vice-President (Education & Welfare) Adam Cadoo

Vice-President (Communications & Services) Emilie Seager

Vice-President, (Student Activities) Lindsay Topham

27. **SEALING OF DOCUMENTS**

The Council noted that no documents had been sealed since the last meeting. 08/89

Jane Ross
Director of Resources & College Secretary
2 May 2008

