

(M11/01-M11/64)

Royal Holloway
University of London

COUNCIL

Minutes of the meeting of the Council held on 26 January 2011

Present:	Mr Andy Alway Mr David Beever Mr Paul Blagbrough Sir Andrew Burns Professor Clare Bradley Mr Stephen Cooksey Mr Gurpreet Dehal Professor Mary Fowler Mrs Esther Horwood Dr Jackie Hunter Cllr Hugh Meares	Professor Paul Layzell Mr Andrew Martin Mr Jeremy McIlroy Mr Mark Newlands Miss Rachel Pearson Mr Bob Potts Mr David Spence Dr Emmett Sullivan Mrs Sarah Tyacke Professor Johannes Zanker
Apologies:	Mr Jude Dave Mrs Margaret Jack	Mr Iain Ross
In attendance:	Professor Philip Beesley Mr Stephen Bland Ms Helen Coleman Professor Rosemary Deem Mr Simon Higman Ms Susan Kay Professor Rob Kemp Mr Graeme Robinson Professor Adam Tickell Professor Geoff Ward	Dean of Science Director of Facilities Management Director of Communications and External Relations Dean of History and Social Sciences Registrar and Director of Operations Director of Strategic Development Deputy Principal Director of Finance Vice Principal (Research, Enterprise and Communications) Vice Principal (Planning and Resources)
With:	Ms Katie Kerr Miss Clare Munton	College Secretary and Head of Governance Governance Assistant
Observers:	Mrs Hilary Baker Professor Duska Rosenberg	Governance Assistant UCU observer

FORMAL BUSINESS

1 MEMBERSHIP

- 1.1 Dr Jackie Hunter, who had been appointed as a lay member, was welcomed to her first meeting. 11/01
- 1.2 Mr Mark Newlands, who had been appointed as a lay member, was welcomed to his first meeting. 11/02
- 1.3 Professor Johannes Zanker, who had been elected to Council by the members of the Academic Board from among the members of the Academic Board who are members of the academic teaching staff, was welcomed to his first meeting. 11/03
- 1.4 Ms Helen Coleman, Director of Communications and External Relations and Mr Simon Higman, Registrar and Director of Operations, were welcomed. They would both be “in attendance” at Council meetings. 11/04
- 1.5 The Council noted the resignation of Mrs Gloria Stuart, who had been a member of the Council since 1 August 2006. In addition to her contribution to the work of the Council Mrs Stuart was an active member of the Strategic Policy Committee, the Ethics Committee and Remuneration Committee. She became chair of the Human Resources and Equal Opportunities Committee in August 2009. Mrs Stuart had also been a panel member in Student Disciplinary cases. The Chairman thanked Mrs Stuart for her contribution to the College. 11/05

The Council congratulated Mrs Sarah Tyacke who had been awarded The British Academy President’s Medal. 11/06

The Council noted that Professor Duska Rosenburg was at the meeting as an observer on behalf of UCU. 11/07

2 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. 11/08

3 MINUTES

The minutes of the previous meeting (M10/285-M10/368) held on 8 December 2010 were agreed subject to the following amendments 11/09

10/299 - Second sentence to read “Council received an update on the decisions on limits made by the Finance Committee at its subsequent meeting on 28 October (CL/10/91), which had since been approved by Chairman’s action on behalf of the Council.” 11/10

10/308 – Second sentence to read “Council noted that three out of the four gender pay cases lodged by staff and former members of staff had been settled before reaching tribunal and a decision on the fourth case was expected in March 2011.” 11/11

4 MATTERS ARISING FROM THE MINUTES

Committees Handbook

It was noted that the interim Committees Handbook, agreed by Council at its meeting on 8 December 2010, had been published on the intranet and an email had been sent to all committee secretaries informing them that a revised version was available. 11/12

5 UNSTARRING OF ITEMS

The following items were unstarred for further discussion during the meeting 11/13

Item 17 - CL/10/08 Unconfirmed minutes of the meeting of the Audit and Compliance Committee held on 5 November 2010. 11/14

Item 22 – CL/10/10 Unconfirmed minutes of the meeting of the Remuneration Committee held on 24 November 2010. 11/15

PART A: MAJOR ITEMS OF BUSINESS

6 FACULTY HIGHLIGHTS

The Council received a presentation from each of the Faculty Deans detailing highlights from their departments during the last academic year. 11/16

The Council thanked the Deans for their informative and interesting presentation and requested that regular updates from the faculties should be provided to Council in the future. 11/17

7 PRINCIPAL’S REPORT

The Council received an oral update from the Principal on matters arising since the last meeting. 11/18

The College was still awaiting the outcome of the recent employment tribunal. Members of the Senior Management team had met with the College’s legal team to review the case. The meeting highlighted four areas of specific concern and action plans had been set up to address these concerns. 11/19

The Council were informed that a review of the provision of the College's legal services was planned and that they would receive updates on this later in the year. 11/20

The Council were asked to hold 27 June 2011 in their diaries as a likely date for celebratory events to mark the 125 year anniversary of the formation of Royal Holloway College and the end of the 25th anniversary year of the merger with Bedford College. 11/21

The Council gave their formal thanks to Professor Adam Tickell, Vice Principal (Research, Enterprise and Communications) for his contribution to the work of the College and wished him well in his new role as Pro Vice Chancellor for Research at the University of Birmingham. The Council noted that interviews for his successor would be held on 31 January and Chair's action would be taken to approve the appointment on behalf of the Council. 11/22

8 STRATEGIC PLANNING

8.1 The Council received a manifesto (CL/11/01) for approval. The document set out plans for the medium term development of the College to ensure that it remained an academically and financially viable institution following the changes in higher education funding. Key themes were highlighted including brand positioning; income protection and growth; size and shape; infrastructure; and operational robustness. 11/23

It was anticipated that student expectations would increase considerably with the higher tuition fee. The College would need to ensure it provided good value for money in terms of the student experience, learning achievements and graduate employability. The Finance and Estates Committees were to consider costs relating to improving the College's infrastructure in line with the recommendations contained in the manifesto. A broader and more flexible approach to curriculum delivery was needed and the College had considered partnership agreements with overseas institutions, part time courses and distance learning. Measures aimed at improving graduate employability were also to be implemented. Fair access for students from all backgrounds was a compulsory requirement by the Office of Fair Access for all institutions wishing to charge tuition fees above £6,000. 11/24

It was expected that Heads of Department would take a greater role in the strategic planning of the College and a new training programme was in place to assist them with their leadership responsibilities. 11/25

The Council

APPROVED

the broad direction of travel set out in the manifesto and endorsed the principle that the College should set an undergraduate tuition fee for home/EU students which would protect its brand position and income stream. 11/26

	The College was to submit a case to OFFA in support of its plans to charge a higher tuition fee. The Council would be asked to confirm the final fee at a later meeting.	
	Further consultations with the wider College community on the manifesto would take place over the next few months. A more detailed document would then be presented to the Council later in the year.	11/27
8.2	The Council received a paper for information on widening student access summarising the College's current performance in this area (CL/11/02).	11/28
	In order to be able to set tuition fees above £6,000 in the new funding regime universities would be required to sign access agreements with the Office of Fair Access (OFFA), showing a commitment to widening access for students from non standard backgrounds. Recent data showed Royal Holloway to have performed favourably against its benchmarks and comparably to its competitors.	11/29
	Further details on requirements were expected to be released by OFFA in March 2011 and the Council were reassured by the senior management team that the College remained in a strong position to meet expectations in this area.	11/30
9	FINANCIAL MATTERS	
9.1	<u>Estimated Financial Outturn 2010-11</u>	
	The Council received the estimated financial outturn for 2010-11 (CL/11/03).	11/31
	It was noted that the forecast showed a surplus of c.£1.7m, £0.4m below budget. This was primarily because of the shortfall in recruitment of overseas students and additional funding cuts by HEFCE, which were greater than those for which the College had originally made provision. There had also been an overspend on legal costs resulting from one off specific cases. It was also noted that staff costs were forecast to be under budget and that the Residence and Catering outturn was expected to be above budget.	11/32
	It was expected that there would be additional pressures on the forecast throughout the year but that these would be addressed by the senior management team as required.	11/33
9.2	<u>Final Budget for 2010-11</u>	
	At its meeting on 23 June 2010 the Council gave provisional approval to the 2010-11 budget, to enable the incoming Principal to review the budget in light of the outcomes of the emergency Budget in June 2010 and the conclusions of the Browne and Comprehensive Spending Reviews in October 2010.	11/34

On the recommendation of the Finance Committee, the Council 11/35

APPROVED

the final budget for 2010-11, as provisionally agreed in June. The budget included a consolidated surplus of £2.1 m, after provision for £2m restructuring costs.

10 GOVERNANCE

The Council received a paper on The Royal Holloway and Bedford New College Trust (CL/11/05), a new charity formed by the Charity Commission on 1 December 2010 for which the Council members were to act as trustees. 11/36

The creation of the Trust amalgamated unused and dormant scholarships to be administered as one charity. The value of the trust was noted as £662,000. 11/37

As trustees, the Council noted the information contained in the Scheme and Schedule 1 issued by the Charities Commission in relation to the governance of the Royal Holloway and Bedford New College Trust. The Council were informed that the delegations of the Trust were still to be considered by the Academic Awards Group and that they would be asked to approve these recommendations later in the year. 11/38

11 AMENDMENTS TO THE COLLEGE STATUTES

Following on from its meeting on 8 December 2010, at which it was agreed to proceed with the process of making a series of changes to the College Statutes, the Council was invited to pass a Special Resolution to amend the College Statutes as proposed in CL/11/06 Annex, subject to any alterations that the Privy Council may require and the outcome of the consultations. 11/39

Council noted the process for making amendments to the College Statutes and were asked to consider proposals for the consideration of representations (CL/11/06a). 11/40

Some concern was raised in regard to the proposals to remove the requirements for nominations from external bodies. Currently a large proportion of Council appointments were nominations from external bodies which had reduced flexibility to achieve the right balance of skills on the Council and made it difficult to maintain a gender balance. It was intended that this change would not preclude the appointment of lay members who were also members of other external bodies or alumni of the College. Following on from this discussion the Council 11/41

APPROVED

the recommendations for the consideration of representations as proposed in CL/11/06a. 11/42

The Council	11/43
AGREED	
by special resolution that, subject to any alterations that the Privy Council may require, the College Statutes be modified as set out in the Annex.	
The Council was to be invited to pass the second resolution at its meeting on 13 April 2011.	11/44
12 DATES OF COUNCIL 2011-12	
The Council	11/45
AGREED	
the following dates for its meetings in 2010-11	
<ul style="list-style-type: none"> • 5 October 2011 • 21 and 22 November 2011 – Away Day • 28 March 2012 • 20 June 2012 	
These were subject to the availability of the incoming Chair of Council.	11/46
13 ANNOUNCEMENTS	
13.1 <u>New Year Honours</u>	
The Council noted that three alumni of the College were honoured by the Queen in her New Year Honours List.	11/47
Sir Alec Reed CBE, Honorary Fellow, former Visiting Professor and College Council member as Chair of the Finance Committee was made a Knight Bachelor in recognition of his services to business and charity. Sir Alec was founder of the Big Give, an online donations site, and Reed Specialist Recruitment. He maintained close links with the College since leaving the Council and most recently became the founding patron of Royal Holloway Entrepreneurs.	11/48
Bedford College alumna and science journalist and broadcaster Vivienne Parry was awarded an OBE for services for the public understanding of science.	11/49
Royal Holloway alumnus Ashok Rabheru was awarded a Commander of the Victorian Order (CVO) in recognition of his work for The Duke of Edinburgh's Award. He served as Trustee of the group from 2000 until December 2010 and was a prominent member of the steering group for planning and raising funds for the 50 th anniversary of the Duke of Edinburgh in 2006.	11/50

13.2 To note the death of Professor David Bradby

The Council noted the death of Professor David Bradby. Professor Bradby was Professor Emeritus of Drama and Theatre at Royal Holloway, but still spent much time writing, translating and undertaking research. While at Royal Holloway he served for two periods as Head of Department and was Dean of the Faculty of Arts from January 2001 until September 2002. Professor Bradby demonstrated exceptional service to the department of Drama and the College through his research profile and leadership of the department and the Faculty. Professor Bradby was to have been made an Honorary Fellow in May 2011. 11/51

PART B: ITEMS FOR REPORT AND FORMAL APPROVAL

***14 REPORT OF DECISIONS TAKEN BY THE CHAIRMAN**

The Council noted that the Chairman had approved the appointment of Mr David Spence as Chair of Audit and Compliance Committee. 11/52

15* REPORT OF DECISIONS TAKEN BY CIRCULATION

The Council noted that no decisions have been taken by circulation since the last meeting. 11/53

16* ACADEMIC BOARD

The Council received the unconfirmed minutes of the Academic Board meeting held on 9 December 2010. 11/54

17* AUDIT AND COMPLIANCE COMMITTEE

The Council received the unconfirmed minutes of the Audit and Compliance Committee held on 5 November 2010. 11/55

18* ESTATES COMMITTEE

The Council noted that no meetings had taken place since 14 October 2010. 11/56

19* FINANCE COMMITTEE

The Council noted that the minutes of the Finance Committee held on 19 January 2011 would be available at the Council meeting on 13 April 2011. 11/57

20* HUMAN RESOURCES AND EQUAL OPPORTUNITIES COMMITTEE

The Council noted that no meetings had taken place since 19 May 2010. 11/58

21* NOMINATIONS & HONORARY AWARDS COMMITTEE

The Council received the unconfirmed minutes of the Nominations and Honorary Awards Committee held on 16 November 2010. 11/59

22* REMUNERATION COMMITTEE

The Council received the unconfirmed minutes of Remuneration Committee held on 24 November 2010. 11/60

23* STRATEGIC POLICY COMMITTEE

The Council received minutes of the meeting of the Strategic Policy Committee held on 5 October 2010. 11/61

24* COUNCIL EXECUTIVE

The Council received the notes from the meeting of the Council Executive held on 24 November 2010. 11/62

25* SEALING OF DOCUMENTS

The Council noted that no documents had been sealed since the last meeting. 11/63

26* DATE OF THE NEXT MEETING

The Council noted that the date of the next meeting was Wednesday 13 April 2011 at 5pm in MX034. 11/64

It has since been necessary to postpone the start time of the April meeting until 6pm at the earliest.

Katie Kerr
College Secretary and Head of Governance
February 2011