## Council
24 November 2022
9.30 - 11.50, Cumberland Lodge

### Actions

<table>
<thead>
<tr>
<th>Action</th>
<th>Minute ref.</th>
<th>Responsible</th>
<th>Date</th>
</tr>
</thead>
<tbody>
<tr>
<td>Circulate the paper sent to Academic Board on Academic Representation prepared by the VP Education. <em>To be addressed by SER</em></td>
<td>22/311</td>
<td>Secretariat/SER</td>
<td>TBC</td>
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<tr>
<td>Circulate a map highlighting all the land and properties held by the College.</td>
<td>22/351</td>
<td>Secretariat</td>
<td>Feb 2023</td>
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Action from current meeting
Action completed since last meeting

### Approvals

<table>
<thead>
<tr>
<th>Approved at this meeting</th>
<th>Minute ref.</th>
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<tbody>
<tr>
<td>Going concern assessment</td>
<td>22/333</td>
<td>MW/AE</td>
<td>24 Nov 2022</td>
</tr>
<tr>
<td>Financial statements for 2021-22</td>
<td>22/336</td>
<td>MW/AE</td>
<td>24 Nov 2022</td>
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<tr>
<td>Modern Slavery Statement</td>
<td>22/348</td>
<td>D Barry</td>
<td>24 Nov 2022</td>
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<tr>
<td>The sale of Settrington.</td>
<td>22/350</td>
<td>MW</td>
<td>2023</td>
</tr>
<tr>
<td>A resolution to authorise the Principal on the College’s bank accounts</td>
<td>22/352</td>
<td>MW</td>
<td>Immediate</td>
</tr>
<tr>
<td>Second term of office to be offered to the Chair of Council</td>
<td>22/361</td>
<td>AE</td>
<td>Immediate</td>
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Minutes

Present:  Ann Ewing (Vice Chair of Council – Chair of meeting)  Sarah King
         Dr Donna Brown                               Gerry O’Hagan
         Simon Davis                                  Nick Perryman (Vice Chair)
         Sally Dickets                                Professor Julie Sanders (Principal)
         Professor Michael Farthing                  Shrijeet Shrey
         Professor Bob Fitzgerald                    David Walker
         Sarah Honeycombe                            David Williams
         Maia Jarvis (SU President)

Apologies:  Dame Margaret Hodge (Chair of Council)  Balram Veliaith
            HHJ Khatun Sapnara                        Ian Wilson

Secretary:  Mary White                           Chief Financial Officer and Acting Secretary to Council

In attendance:  Professor Ken Badcock            Senior Vice-Principal (Academic Strategy & Research)
                 Professor Tracy Bhamra               Deputy Principal and Senior Vice-Principal (Student and Staff Experience)
                 Professor James Knowles               Senior Vice-Principal (Education)

Clerk:  Pauline Martin                            Executive Officer for Council (Secondary minutes)
         Hazel Jessop                               Deputy Secretary to Council (Minutes)

1. WELCOME
   In the absence of Margaret Hodge, Ann Ewing chaired the meeting.  22/290
   All were welcomed to the meeting and thanked for their contributions to the strategy session on 23 November.

2. APOLOGIES
   Apologies were received from Margaret Hodge, Ian Wilson, Balram Veliaith and Khatun Sapnara.  22/291

3. DECLARATION OF INTERESTS
   There were none.  22/292

4. MINUTES OF THE PREVIOUS MEETING
Noted that reference 22/271 in the previous minutes needed to state that investments which may have a significant negative effect for people and the planet were not screened out.

The remaining minutes of the meeting on 6 October 2022 were approved.

5. MATTERS ARISING - an update on research partnerships
   The Senior Vice-Principal (Academic Strategy & Research) spoke to the paper on research partnerships.
   Discussed the need to be able to provide compelling examples to potential partners on why Royal Holloway would make a suitable partner.
   Noted that an invitation to join the Heathrow strategy group had been extended to the College.
   Discussed that the research catalysts provide a good start to engagement with partners.
   Noted that an update would be provided as part of the Strategic Plan reporting in April.

6. REPORT OF DECISIONS TAKEN BY THE CHAIR OF COUNCIL
   There were no decisions to report.

7. UN-STARRING OF ITEMS
   Item 15.1 re the disposal of a College asset over £500k would be unstarred.

8. STRATEGY
   8.1 To receive the annual report on pillar 3 implementation – challenge led research
   The Senior Vice-Principal (Academic Strategy & Research) spoke to the paper on the pillar 3 implementation
   Noted that the College is currently 50th in the sector for research funding and the intention is to get to 30th.
   Discussed that the report gives a good understanding of our research strategy and the good progress made.
   8.2 To note the KPI report
   Noted that the report had not changed since the previous meeting with the next update due in February 2023.
   Discussed the request for more general KPIs on areas such as student recruitment.
   Discussed that the action plan for commuter students would start soon in 2023 and there had been focus groups taking place to ascertain what commuter students need, for example, area to heat food and lockers.

9. COMMITTEE REPORTS
   9.1 Students Education and Research (SER) – NSS update and changes
   The Chair of the SER committee, Gerry O’Hagan spoke to the report on analysis of the NSS.
   Discussed that the performance improvement mechanisms in place were working and at each level there was a detailed approach with priorities.
   Discussed the importance of communication and the need for partnering between the College and the Student Union to drive the NSS awareness to students.
Circulate the paper sent to Academic Board on Academic Representation prepared by the VP Education.  

Noted that the College had previously scored well on teaching quality but had slipped during the pandemic.

Discussed major changes coming to the NSS:
  - The overall satisfaction question had been removed as had the one on learning community.
  - A 4 point scale of very good/good/not very good/not good at all has been introduced
  - Questions had been added re mental health wellbeing services and freedom of speech

Noted that overall satisfaction was one score which positively impacted league tables so these would be affected.

Noted that ways were being looked at to compare year on year between the old and new formats.

Noted that the learning community questions would continue to be included as part of the additional institutional questions we are allowed to add.

Discussed that some students use the NSS data when making their university choices.

Noted that a penultimate year shadow survey with second year students is run to enable understanding of their experience as well as their interpretation of the questions and topics.

Discussed that academic staff need to see themselves as being a part of the survey process.

Discussed the success of the health and wellbeing services team and that we excel in that area.

Thanks were given to the Chair of the SER committee, Gerry O’Hagan for their leadership of the committee.

### 9.2 Annual Senior Staff Remuneration Report

The Chair of the Remuneration Committee, Ann Ewing spoke to the report noting that the committee meets regularly and is separated between the Remuneration Committee, Principal and Secretary to Council Pay Committee and Chair of Council Committee.

Break in meeting 10.44 to 11.05

### 9.3 Annual Governance for 2021/22

The Vice Chair of the Audit, Risk and Compliance Committee (ARCC), David Walker spoke to the Annual Governance Report for 2021/22.

Discussed that Council can take assurance that the Chair of ARCC does an excellent job on behalf of Council.

Discussed that there was an amicable and also appropriately challenging relationship between the Chair of ARCC and the Chief Financial Officer (CFO) and the environment was open, engaging and challenging.

Discussed that the supply of external audit services was difficult and would continue to be so in the future and that the final external audit report was not available for the ARCC meeting as audit work was still ongoing.
Discussed that internal audit functions well and gives assurance that the committee appropriately oversees the risks & internal controls of the College.

Noted that the internal audit had given full assurance except for the recent audit on data held by the student union which would now be improved.

Noted that some risks remained out of appetite and an action plan re environmental sustainability was needed with a meeting scheduled for December to discuss.

Noted that the estates team was being restructured to accommodate a Sustainability Manager.

Thanks were given to the Chair of ARCC, Balram Veliath, the Vice Chair, David Walker and the CFO, Mary White for their good work.

10. FINANCE

10.1 Going Concern Assessment

Noted that there was no knowledge of any item that would stop the College being in operation in 18 months’ time.

Approved the going concern assessment.

10.2 Financial statements for 2021-22

Thanks were given to the Head of Financial Control and their team for the hard work gone in to preparing the financial statements.

Noted that external audit had not yet signed off the financial statements so there might be some last minute changes.

Approved the financial statements for 2021-22

10.3 Dormancy of RHE Limited

The dormancy of RHE Limited was confirmed.

As parent undertaking of Royal Holloway Enterprise Ltd, approved the application to Companies House for exemption as a dormant subsidiary in preparing and filing accounts, and audit.

10.4 Current year financial report

Noted the management’s accounts and the update to the full year forecast.

10.5 Basis of annual financial return to the OfS

Discussed that the sector was in a phase of rising costs and the resource plan would be refreshed over the coming months.

Discussed that there are several levers which can be considered to increase the surplus in future years.

Noted that work was ongoing with the Chair of the Finance Committee to finalise the forecast for submission to the OfS.

Thanks were given to the Vice Chair of the Finance Committee, David Williams to pass back to the Committee and to the CFO and their team for all their good work.

11. COMPLIANCE – Prevent duty

Noted the report on compliance with the Prevent duty.

Noted that in the future the report on Prevent would be overseen by ARCC prior to Council.
STARRED ITEMS FOR REPORT AND FORMAL APPROVAL

12. * REPORTABLE EVENTS
There were no reportable events to be recorded. 22/346

13. * REPORT OF DECISIONS AGREED BY CIRCULATION
There were no decisions agreed by circulation. 22/347

14. * MODERN SLAVERY STATEMENT
Approved the Modern Slavery Statement 22/348

15. FINANCE
15.1 Disposal of asset with a value over £500k
Discussed the sale of Settrington and that there were limitations of use due to residential restrictions and noted the potential other uses had been discussed at Finance Committee.
Approved the sale of Settrington. 22/349
Circulate a map highlighting all the land and properties held by the College. 22/350

15.2 * Resolution to authorise the Principal on the College's bank accounts
Approved a resolution to authorise the Principal on the College's bank accounts. 22/351

16. * ACADEMIC BOARD
Received the annual report from Academic Board 22/352

17. * ANNUAL QUALITY & STANDARDS REPORT 2021-22
Noted the College Annual Quality and Standards report 2021-22 and received assurance from the SER committee that College was meeting the ongoing OfS conditions of registration with regard to quality assurance of degrees awarded in 2021. 22/353

18. MEMBERSHIP
Noted that Sally Dicketts and Khatun Sapnara had joined Council and that Balram Veliath and Ian Wilson were due to complete their first term of office on 31 July 2023. 22/354
Noted that the Council recruitment policy is on the external website. 22/355

19. * COUNCIL REGISTER OF INTERESTS 2022/23
Noted the register of interests reported by Council members for 2022/23 22/356

20. * SEALING OF DOCUMENTS
Noted that the College seal had not been used since the last report to Council on 6 October 2022. 22/357

OTHER MATTERS

21. OTHER BUSINESS
There was no other business not already on the agenda. 22/358

22. Dates of next Council meetings
On Campus unless indicated otherwise:
- 16 February 2023, 17.00-19.00
- 18 May 2023, 17.00-19.00

KB, TB, JK, PM left the meeting at 11.35. 22/359
RESERVED BUSINESS

Approved that a second term of office should be offered to the Chair of Council.

THE EXHIBITION BOOK

Noted the following minutes provided in the Exhibition Book as a separate document.

**EB1**

**ACADEMIC BOARD**

Final minutes of the meeting 1 June 2022

**EB2**

**JNCC MEETINGS**

Minutes of UCU Joint Negotiation and Consultation Committee
- 7 March 2022
- 14 June 2022

Minutes of GMB & UNITE Joint Negotiation and Consultation Committee
- 5 July 2022

**EB3**

**MINUTES OF COUNCIL COMMITTEE MEETINGS**

*Minutes designated “unsigned” are those not yet signed off by the Committee but approved by the Committee Chair*

Audit, Risk & Compliance Committee 13 June 2021

Strategy & Governance Committee 15 September 2022

Finance Committee 15 September 2022

Audit, Risk & Compliance Committee 3 October 2022

Students, Education and Research Committee 12 October 2022 *(Not yet available)*

Finance Committee 20 October 2022 *(Not yet available)*

Strategy & Governance Committee 27 October 2022 *(Not yet available)*

People, Staff Development, Reward and Wellbeing Committee 27 October 2022 *(Not yet available)*

Audit, Risk & Compliance Committee 14 November 2022 *(Not yet available)*

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

Remuneration Committee *(next meeting 27 April 2023)*

Dame Margaret Hodge DBE MP
Chair of Council

Date 16 February 2023