



M17/67-M17/119

**Minutes of the meeting of Council held on Wednesday 10 May 2017 at 5.00pm in the Management Building Lecture Theatre**

<b>Present:</b>	Mr Stephen Cox (Chair) Professor Sarah Ansari Ms Natasha Barrett Mr Gurpreet Dehal Ms Ann Ewing Mrs Christine Goodyear Mr John Gregory Mr Majid Hawa Mrs Margaret Jack Ms Denise Keable Ms Sarah King	Professor Paul Layzell Mr Jeremy McIlroy Mr Mark Newlands Mr Gerry O'Hagan Mr Nick Perryman Mr Iain Ross Professor Liz Schafer Mrs Chris Shoukry Mr David Spence Mr David Williams Ms Colette Wilson
<b>Apologies:</b>	Ms Emilie Ancelin	Dr Nicole Rickett
<b>In attendance:</b>	Mr Stephen Avery Professor Rosemary Deem Ms Marie Ennis Mrs Gill Hemus Professor Rob Kemp Professor Bob O'Keefe  Mrs Julia Roberts	Chief Financial Officer Vice Principal (Education) and Dean of Doctoral School Director of Communications and External Relations Director of Human Resources Deputy Principal Vice Principal and Dean of Management, Economics and Law Director of Strategic Development
<b>With:</b>	Dr David Ashton Mrs Pauline Martin Ms Christine Cartwright Mr Doug German	Chief Operating Officer and Secretary to Council Executive Officer for Council, Minutes Secondary Minutes Executive Policy Assistant

**FORMAL BUSINESS**

- 1. MINUTES**  
APPROVED and SIGNED the minutes of the meeting held on 22 February 2017 (M17/01- 17/67  
M17/66).
- 2. MATTERS ARISING FROM THE MINUTES**  
None. 17/68
- 3. REGISTER OF INTEREST**  
None. 17/69
- 4. UNSTARRING OF ITEMS**  
None 17/70

**PART A: MAJOR ITEMS OF BUSINESS**

- 5. COMMERCIAL SERVICES**  
RECEIVED a presentation from Gillian Almond, Director of Commercial Services 17/71  
addressing the breadth of services provided across the College in residential premises,

conferences and catering. NOTED that Commercial Services was a trading business that contributed 35% of the College annual surplus in 2016.

DISCUSSED the potential for future growth with the provision of more student accommodation, expansion of conferencing dependent on the availability of suitable space, customer research improved branding on catering outlets including provision outside of normal opening hours in response to student demand. 17/72

6. **GOVERNING DOCUMENTATION**

NOTED the update on progress with the Charity Scheme (CL/17/20) and the draft of the proposed Scheme. 17/73

NOTED that the response from the Charity Commission was still outstanding and consequently the process had fallen behind the timeline which had expected to approve the Scheme by the end of May 2017. The progress of the Scheme might also be delayed by the calling of the general election and the Charity Commission had been contacted for an updated timeline. 17/74

NOTED that, following consultation on the Scheme with the University of London and HEFCE, feedback had been received from the University of London which had refused to grant permission to the College for a Pro Chancellor and made clear that the title of Chancellor may only be used by the Head of the federal University. A satisfactory response, with no objections, had been received from HEFCE. 17/75

NOTED that the proposed plan for Council to have more than one Vice Chair required the approval of the Scheme as well as amendment to the Statutes. Council would continue with one Vice Chair until the amendment was formally put in place. 17/76

NOTED that the progress of the University of London Bill was not expected to be affected by the general election on 8 June and College was still on track to achieve University title by August 2018. The adoption of the Charity Scheme was not dependent on the passing of the University of London Bill. 17/77

7. **PRINCIPAL'S REPORT**

7.1 RECEIVED the report from the Principal (CL/17/21) which NOTED that the Higher Education Act 2017 received Royal Assent on 27 April. The passing of the Act combined the responsibilities of HEFCE and the Office for Fair Access (OFFA) into the Office for Students (OfS) and also created a single strategic research body with the establishment of United Kingdom Research and Innovation. 17/78

NOTED that the Teaching Excellence Framework (TEF) would remain as a primary mechanism to support the objectives of the OfS and results of "TEF2", now expected on Wednesday 14 June 2017 due to the general election, would be circulated to Council. 17/79

NOTED that a major brand awareness campaign was planned for 2017/18 aimed at raising the profile and recognition of the College. 17/80

NOTED the update on the outcome of the staff survey conducted by Capita in the last quarter of 2016 and which allowed comparison of our results with the sector and with responses to the previous College staff survey conducted in 2014. The survey achieved a 75% response rate from staff with 91% agreeing that the College was a "good place to work". 17/81

REQUIRED Remuneration Committee to consider the report, in Times Higher, of the gender pay gap where analysis was not favourable to the College and provide a report to Council. 17/82

	NOTED a paper tabled to update on student recruitment for 2017/18 (CL/17/37). The paper provided an update on the current number of applicants who had made the College either their first or second choice university for 2017/18. The report also raised the challenges of achieving an appropriate balance between quality (entry tariff) and quantity (registrations against target).	17/83
7.2	NOTED the update on major projects (CL/17/22) and that a long term planned preventative maintenance programme for the refurbishment of student residences was being developed following completion of the Estates Condition Survey in 2016. A number of priorities for work to be carried out in year one had been identified and packaged into three lots and these had been approved in principle by the Finance Committee.	17/84
	NOTED that the development of the Library and Student Services Building was currently 8 weeks behind programme but that this was not expected to affect the schedule for the building to be open at the start of the academic year. Founder's Square would be completed in time for summer graduation.	17/85
	NOTED that there was a four week delay to some blocks in the Student residences NA30. The first blocks would be ready for handover in the first week of June and all were still due to be ready for 1 September 2017.	17/86
	NOTED the project to re-purpose the Bedford Building following the migration of the Library Service to the new building and the identification of the preferred location, and the development of the business case, for the new Music and Media Arts Building.	17/87
7.3	RECEIVED the outcomes of the HEFCE Annual Provider Review (APR) 2016/17 (CL/17/36) and NOTED HEFCE's risk categorisation on financial sustainability and good management and governance that the College was "Not at higher risk" and the judgement on quality and standards that College "Meets requirements".	17/88
	NOTED that as a result of the APR outcome College would continue to hold a Tier 4 licence and so continue to meet the Home Office's requirements for educational oversight for tier 4 sponsorship. College would also be eligible for any TEF year 2 award that might be received in June 2017.	17/89
8.	<b>FINANCIAL STRATEGY</b>	
	RECEIVED a report of the development of the financial strategy to enable the next phase of College investment (CL/17/23). The strategy would address the competitive disadvantage that arose because of the historic underinvestment, compared to our competitors, in infrastructure which included student facilities and research support.	17/90
	NOTED that College had developed a draft ten year capital investment plan and a financial plan. The financial plan identified an acceptable level of annual capital expenditure that could be funded from profitable trading. The current estimate was that 60-75% of the capital investment requirement could be funded annually based on current assumptions included in the financial plan. Work continued with consideration of all of the options for funding the part of the ten year capital investment requirement that could not be funded from annual trading. The development of the strategy would be discussed with the Finance Committee at its next meeting.	17/91
	AGREED that Council would receive the financial strategy with recommendations for approval in the autumn term.	17/92

**Council**

<b>9.</b>	<b>STUDENT MATTERS</b>	
9.1	APPROVED the Student Conduct Regulations for 2017/18 (CL/17/24) with one amendment REQUIRED to Appendix 1 Types of Misconduct (U) to allow the use of imitation firearms in theatrical performances or other legitimate College activities in conjunction with appropriate and documented risk management.	17/93
	REQUIRED to review the Student Conduct Regulations with respect to its application to misconduct of students when they were not on College campus and to reputational issues arising as a result of student use of social media.	17/94
9.2	APPROVED the Students' Union Code of Practice (CL/17/25) and NOTED that Royal Holloway Students' Union was a charity, registered with the Charity Commission in its own right which required its own a Board of Trustees.	17/95
9.3	NOTED a briefing paper on the reasons for the acquisition of The Packhorse (Monkey's Forehead) and the arrangements for its operation (CL/17/26)	17/96
	NOTED that the provision of safe crossings on the A30 were included as part of the Estate Masterplan and implementation was dependant on the decision of Surrey County Council.	17/97
<b>10.</b>	<b>PROFESSIONAL SERVICES</b>	
	RECEIVED a presentation of the proposals for the future structure and leadership of the Professional Services that would come into effect from Summer 2017 (CL/17/27).	17/98
	NOTED that the restructure focussed on improving three key areas of performance that required early attention and further structural changes may still be implemented. The three areas were:	17/99
	<ol style="list-style-type: none"><li>1. The creation of a Marketing and Communications Directorate to support student recruitment, brand development and enhance the profile of the College.</li><li>2. Improving the student experience by bringing together the student and academic facing services under a Director of Academic Services.</li><li>3. Support a higher standard of governance functions across the College by establishing a Directorate of Governance and Legal Services</li></ol>	
	NOTED that work was ongoing aimed at improvement in other directorates and this included Human Resources and Information Technology and in Careers and Employability where the focus was on improving graduate level employability and the DELHE return metric.	17/100
<b>11.</b>	<b>GOVERNANCE</b>	
11.1	NOTED that Council was required under the Standing Orders of Council (52) to approve the appointment of the Deputy Secretary or any role where the duties included deputising for the Secretary on a long term basis.	17/101
	APPROVED the appointment of Ms Anna Sendall as Director of Governance and Legal Services (Deputy Secretary) as part of the revised structure for Professional Services (CL/17/28).	17/102
11.2	APPROVED the appointment of Tina Harris as independent member of Council with effect from 1 August 2017 (CL/17/29) and the reappointments to a second term of office of Mrs Christine Goodyear, Ms Chris Shoukry and Ms Colette Wilson with effect from 1 August 2017.	17/103

**PART B: ITEMS FOR REPORT AND FORMAL APPROVAL**

12.	<b>ANNOUNCEMENTS</b> None	17/104
13.	<b>REPORT OF DECISIONS TAKEN BY THE CHAIRMAN</b>	
14.	<b>REPORT OF DECISIONS TAKEN BY CIRCULATION</b> NOTED that Council could not delegate the appointment of the external auditors. At its November meeting, for timing reasons, Council had agreed on this occasion to approve the appointment of the external auditors by circulation but that in future Council must discuss the appointment at a full meeting of Council as a main agenda item.  APPROVED a five year appointment of BDO as external auditors of the College (CL/17/30).	17/105  17/106
15.	<b>ACADEMIC BOARD</b> NOTED the minutes of Academic Board meetings (CL/17/31) <ul style="list-style-type: none"><li>• 5 September 2016</li><li>• 27 October 2016</li><li>• 7 December 2016</li></ul>	17/107
16.	<b>GOVERNANCE</b>	
16.1	NOTED the appointments to Council committees agreed by the Council Executive Committee (CL/17/32) with the exception of Gurpreet Dehal to Equality & Diversity Committee. Appointments to the Council Academic Quality Assurance Committee would be confirmed separately.	17/108
16.2	APPROVED revised Terms of Reference for the Equality & Diversity and Audit & Compliance Committee (CL/17/33).	17/109
16.3	NOTED an update to the Register of Interests (CL/17/34)	17/110
17.	<b>RECEIVED THE FOLLOWING MINUTES (CL/17/35)</b> Audit & Compliance Committee 6 February 2017 Finance Committee 9 February 2017 Equality & Diversity Committee 7 March 2017 Council Executive 24 April 2017 - <i>not yet available</i> Finance Committee 24 April 2017 - <i>not yet available</i> Remuneration Committee 24 April 2017 - <i>not yet available</i>	17/111
18.	<b>NOTED THE FOLLOWING COMMITTEES HAVE NOT MET SINCE THE LAST MEETING OF COUNCIL</b> Council Quality Assurance Working Group Health & Safety Committee next meeting 7 June 2017 Investment Sub-Committee next meeting 8 June 2017 Capital Projects Assurance Committee meeting 24 April (cancelled next meeting 26 June 2017)	17/112
19.	<b>SEALING OF DOCUMENTS</b> None	17/113

**Council**

20. **OTHER BUSINESS**
- DISCUSSED receipt of a letter challenging the selection of Emily Wilding Davison (EWD) as the name for the Library and Student Services building (L&SSC) and proposing alternative suggestions that the author considered were more connected with the College and better role models for our students. 17/114
- NOTED the involvement of Council at key stages of the naming process. Council had discussed and approved the approach to the naming of three new buildings on campus at its meeting on 24 February 2016. At its meeting on 6 July 2016 Council reviewed and agreed the shortlist of names recommended by the L&SSC Project Board following submission of nominations by the students, staff and alumnae. Council had agreed the final name for the building at its meeting in November 2016 and the final choice had been fully and properly considered and subsequently made public. 17/115
- NOTED that Council were already aware of most of the history about EWD Her name had been the overwhelming choice of the College; academics, staff, current and prospective students and alumnae in full knowledge of the history and Council considered the public discussion surrounding mental health to be a positive step that would achieve better support and outcomes for those who suffer. 17/116
- AGREED that the approval process was conducted in a fair and transparent way and the concerns raised were outweighed by the majority vote of support for naming the building after Emily Wilding Davison; a decision that had already been made public. Her legacy would be communicated as an example of the potential of all of our students to achieve their lifetime aspirations and to support the widening public discussion of mental health concerns. EWD championed the principles of inclusivity and equality and was seen as a positive role model for many and these were ideals central to the foundation of the College which we continue to hold. 17/117
21. **RESERVED AREA OF BUSINESS**
- None 17/118
22. **DATE OF THE NEXT MEETING**
- Wednesday 5 July 2017 at 5pm in the Management Building Annexe (MX034) 17/119

Signed:

