

**M16/72 - M16/129**

**Minutes of the meeting held on Wednesday 11 May 2016 at 5.00pm in the Management Building Lecture Theatre**

<b>Present:</b>	Mr Stephen Cox (Chair) Professor Sarah Ansari Mr Paul Blagbrough Mr John Brannan Ms Nayab Cheema Mr Dave Cobb Mr Gurpreet Dehal Ms Ann Ewing Professor David Gilbert Mrs Christine Goodyear	Mr Majid Hawa Ms Denise Keable Ms Sarah King Professor Paul Layzell Mr Gerry O'Hagan Mr Nick Perryman Professor Liz Schafer Mrs Chris Shoukry Mr David Spence Ms Colette Wilson
<b>Apologies:</b>	Mrs Margaret Jack Mr Jeremy McIlroy	Mr Mark Newlands Mr Iain Ross Mr Matthew Siely
<b>In attendance:</b>	Mr Stephen Avery Ms Marie Ennis Professor Paul Hogg Professor Rob Kemp Professor Katie Normington Professor Bob O'Keefe  Ms Liz Wilkinson	Chief Financial Officer Director of Communications and External Relations Vice Principal and Dean of Science Deputy Principal (Planning, Resources and Partnerships) Vice Principal and Dean of Arts and Social Science Vice Principal and Dean of External Engagement/Management & Economics Director of Careers and Employability
<b>With:</b>	Mr Simon Higman Mrs Pauline Martin Ms Emma Peagam Mr Doug German	Registrar and Secretary Executive Officer for Council, Minutes Secondary Minutes

**FORMAL BUSINESS**

- Mr Stephen Avery, Chief Financial Officer was welcomed to his first meeting of Council. M16/72
- MINUTES**  
APPROVED the minutes of the meeting held on 24 February 2016 (M16/01-M16/71) and the extract from the minutes (M16/15 – M16/19) that was required by Privy Council to confirm the completion of the first resolution of the Statutes. M16/73
  - MATTERS ARISING FROM THE MINUTES**  
None. M16/74
  - REGISTER OF INTEREST**  
NOTED that Professor Liz Schafer, Equalities Officer of the UCU, and Mr John Brannan, committee member and senior representative of the GMB Union, were involved in the negotiations of the Grievance Policy (Item 12.2) and Disciplinary Policy (Item 12.3). M16/75
  - UNSTARRING OF ITEMS**  
None M16/76

**PART A: MAJOR ITEMS OF BUSINESS**

5. **ACADEMIC PRESENTATION**  
RECEIVED a presentation on activity in the Science Faculty from Professor Paul Hogg, Dean of the Faculty. M16/77
6. **PRINCIPAL'S REPORT**  
RECEIVED a report from the Principal (CL/16/18) the Principal drew Council's attention to key points in the report. M16/78
- NOTED that a White Paper on Higher Education reform is anticipated in the forthcoming Queen's speech and that it will set the framework for the reform of HEFCE and a number of other regulatory matters including the future Quality Assurance regime. M16/79
- NOTED the S10 University network, an informal network formed in December 2015 with the purpose of exchanging intelligence and work on collaborative projects of mutual interest. Three collaborations were underway across the network: M16/80
- Developing a collective response to the review of DLHE (Destination of Leavers of Higher Education) data, which was likely to be included in the Teaching Excellence Framework. Led by Professor Bob O'Keefe, the Royal Holloway representative, its aim was to ensure a more robust and representative graduate employment measure.
  - Looking at ways of reducing the gender pay gap.
  - Looking at how members of the network best meet their legal responsibilities under the Prevent programme.
- NOTED, following discussion at the last meeting of Council, the assessment of potential risks for the College should Britain leave the European Union. M16/81
- NOTED the appointment process for a new Registrar and Secretary was progressing well and it was expected that the process would be completed by late June 2016. M16/82
- NOTED the appointment of an interim Director of HR, whose priorities were to improve operational standards, to recruit to the significant vacancies within the Department and to reduce the unacceptable rate of turnover among HR staff which would then allow a longer – term view to be taken of how the College should structure and operate HR services. M16/83
- DISCUSSED the lessons learned from the problems that arose from the restructuring of the HR Department when service standards were not securely established. The restructure of the IT Department was considered to be right and consideration of the implementation of the changes had taken into account the lessons from the experience in the HR Department. M16/84
- REQUIRED a report to Council of progress in the HR Department to include; staff turnover and change in turnover rate, number of vacancies compared to number of posts and for the College; the number of new jobs posted and filled and any additional operational metrics to be determined. M16/85

NOTED that student recruitment was becoming an increasingly competitive arena and College was continually assessing and changing its response to the market. One response has been the pilot introduction of different unconditional offer schemes for three departments in the 2014/15 recruitment cycle and the subsequent adoption of a College-wide scheme by the majority of departments in the current recruitment round. At this point, part way through the cycle, the overall number of unconditional (UF) and conditional (CF) offers firmly accepted are slightly below the level at this time last year. However this conceals some variations within, namely:

- HEU Undergraduate: CF down 10%, UF up 70% compared to the same time last year.
- Overseas Undergraduate: same as this time last year.
- HEU PGT: Applications slightly higher than this time last year and more UF and CF accepted and still a difficult recruitment arena.
- Overseas PGT: A large downturn in the market generally and applications down significantly at this time.

Work continues through the cycle to respond to the changing market and achieve the best possible outcome.

DISCUSSED the challenges in the student recruitment market, in Higher education generally and the College position in league tables. REQUIRED a report to Council addressing the changes in the market and the College response to improve recruitment and a second report to provide an overview of the College position across the league tables and the actions being taken, or that could be taken, to improve the College standing.

RECEIVED a paper detailing proposed changes to the University of London institutional membership titles (CL/16/31 which originated from the government's plans to expand the pool of higher education providers its intention to offer university title to a much wider range of organisations. This highlighted a naming anomaly for member institutions in the University of London. The University proposed a change to the University of London membership rules that would enable universities to be a member of the University of London, as well as colleges. The implication was that colleges could apply for full university title.

APPROVED the changes proposed by the University of London and that the College should take advice on the cost and benefits of applying for university title should the University of London constitution be changed to allow university, as well as college, members and NOTED that the Academic Board would consider this at its next meeting.

7. **COLLEGE STATUTES AND GOVERNANCE DOCUMENTS**

7.1 RECEIVED the revised College Statutes, the comparison document between revised and current College Statutes, the application to Privy Council that summarised the key changes and the current Statutes (CL/16/19). Council RECEIVED an appendix to the application to Privy Council, which detailed the extensive consultations held throughout the process with Unions and the Academic Board. Council was invited to consider a second special resolution to amend the Statutes.

NOTED that Council had, at its meeting on 24 February 2016, AGREED by resolution in accordance with section 7 of the Royal Holloway and Bedford New College Act 1985 that, subject to any alterations that the Privy Council may require, the College Statutes be amended. (M16/15-M16/19)

NOTED that there had been no changes to the revised College Statutes since the meeting of February 24 2016.

- Council by way of a second confirmatory resolution unanimously AGREED that in accordance with section 7 of the Royal Holloway and Bedford New College Act 1985 that, subject to any alterations that the Privy Council may require, the College Statutes be amended as set out in the form circulated to the meeting, requesting that such revisions take effect from 1 August 2016." M16/93
- 7.2 NOTED the Council Standing Orders (CL/16/20) that were the responsibility of Council and could be amended by Council as required. Council were advised that the College unions had been invited to comment on the sections relating to the Principal and Secretary. The comments received, along with the views of the Principal and Secretary, would be circulated for Council members' consideration of whether any further amendments were needed. M16/94
- APPROVED the Council Standing Orders. M16/95
- 7.3 APPROVED the Statement of Primary Responsibilities and Duties of Council Members (CL/16/21). M16/96
- NOTED the Statement of Primary responsibilities was taken directly from that recommended in the CUC Code of Governance 2014 and NOTED the particular duties of Council members, in addition to their charitable trustee responsibilities for the College, as Trustees of the Founder's Endowment Fund and for the Hilda Martindale Trust. M16/97
- 7.4 APPROVED the Council Schedule of Delegations (CL/16/22). M16/98
8. **COLLEGE STRATEGY**
- RECEIVED an oral update on the review of the College Strategy that was launched in 2013. The review was considering the changes in the sector and Council would be involved in the discussions at its meetings through to the November Strategy day meeting. M16/99
9. **THE ESTATES PROGRAMME**
- 9.1 NOTED the update on major projects (CL/16/23). The Library and Student Services building was currently on schedule and the construction of the student residences was progressing well towards delivery of 621 rooms for September 2017. The Science building design was developing and would include a state of the art lecture theatre. The building was planned to be complete for Spring 2018, although until tenders were completed this could not be guaranteed. M16/100
- 9.2 RECEIVED an oral update on the acquisition of Rusham Park M16/101
- NOTED that at its meeting on 25 April 2016 the Capital Projects Assurance Committee (CPAC) resolved that it was satisfied that an appropriate level of due diligence had been completed with no major issues. The risks and mitigation identified were satisfactory and CPAC was content with the proposed management strategy subject to no further issues being identified and Council Executive being satisfied with the costs. The committee also NOTED that its Chair confirmed that the Chair of Finance Committee had also been satisfied with the process. M16/102
- NOTED that P&G required a completion date of 30 June 2016 with an exchange of contracts before that date and now understood that they needed to provide information in a timely manner in order for the date to be achievable. There were two key risks that College required to be resolved prior to signing the contract; M16/103

- The procurement of estate management and site facilities management during the period that the site would be leased to P&G. More information was now being provided allowing the College to understand what would be required from the College.
- A satisfactory agreement about the repair and upkeep of parts of the estate and the repairs to the car park during the lease period would need to be in place before purchase.

- REQUIRED a report to Council of the costs and cash flow projections for the estates development programme based on existing commitments and projects yet to be prioritised or approved. M16/104
10. **GRADUATE DESTINATIONS**  
RECEIVED a presentation of graduate employability from Professor Bob O'Keefe, Dean of External Engagement/Management & Economics and Ms Liz Wilkinson, Director of Careers and Employability. M16/105
11. **ASSURANCE**  
11.1 RECEIVED the final report following the HEFCE assurance review (CL/16/24) which took place in February. The purpose of the Assurance Review was for HEFCE to assess the College's arrangements for exercising accountability for the public funding which it received. M16/106
- NOTED that Royal Holloway achieved the highest level of assurance granted by HEFCE:  
'Our overall conclusion is that we are able to place reliance on the College's accountability information'. M16/107
- 11.2 NOTED HEFCE's annual assessment of institutional risk that the College was "not at higher risk" (CL/16/25). M16/108
12. **POLICIES**  
12.1 RECEIVED the Freedom of Speech Policy (FoS) for approval (CL/16/26). M16/109
- NOTED that the Freedom of Speech policy had been updated to ensure the College was compliant with Prevent Duty. The policy would also link in to the new Procedure for Inviting External Speakers to campus. The changes would allow the College to signpost to the Freedom of Speech policy where necessary and also provided a uniform procedure for all external speaker invitations whether or not they are subject to FoS. M16/110
- APPROVED with the undertaking to consider how the College would create the conditions that would allow a range of views to continue to be heard. M16/111
- 12.2 RECEIVED the Grievance policy and procedures for approval (CL/16/27) which was one of 5 policies being developed alongside Statute 9. Following negotiations with the three College recognised Trade Unions these policies had been drafted and approved by all three campus unions and by the College Executive at PRC. Council acknowledged the collaborative work with the Unions and their advisers in this process. M16/112
- APPROVED the Grievance policy that now provided a clear policy and procedure for both Academic and Non-Academic staff, and which could be updated to include any future legislative changes without recourse to Statute. M16/113

**Council**

- 12.3 APPROVED the Disciplinary Policy and procedures for approval (CL/16/28) as 12.2 one of the policies being taken out of Statute 9. M16/114
- 12.4 RECEIVED the Data Protection Policy for approval (CL/16/29). M16/115
- NOTED that in 2014/15 the internal audit of Information security identified 26 recommendations that were accepted by management. One recommendation related to data protection governance and this policy had been revised to make the governance of compliance with data protection legislation more robust whilst giving management and Council appropriate assurance. Council would receive a report of the completion of the recommendations of the internal audit report in due course. M16/116
- REQUIRED in paragraph 7 "*Staff who process or access personal data are expected..*" to be changed to "must" and in paragraph 9 "*Students who are considering processing personal data as part of their programme should...*" to be changed to "must". An addendum to be added, and approved by Council, regarding the status of independent members of Council. M16/117
- APPROVED the Data Protection Policy. M16/118
- NOTED that all policies had a maximum review period of five years but would be updated earlier should there be a change in legal or procedural requirement. M16/119
- PART B: ITEMS FOR REPORT AND FORMAL APPROVAL**
13. **ANNOUNCEMENTS**  
None M16/120
14. **REPORT OF DECISIONS TAKEN BY THE CHAIRMAN**  
None M16/121
15. **REPORT OF DECISIONS TAKEN BY CIRCULATION**  
None M16/122
16. **THE REGISTERS OF COUNCIL INTERESTS AND SKILLS REGISTER**  
To note the registers would be updated after the July meeting for the start of the academic year 2016/17. M16/123
17. **RECEIVED THE FOLLOWING MINUTES (CL/16/30)** M16/124  
Audit & Compliance Committee 15 February 2016  
Health & Safety 22 February 2016  
Capital Projects Assurance Committee 7 March and 11 April 2016  
Equality & Diversity meeting of 21 March 2016  
Capital Projects Assurance Committee 25 April 2016  
Council Executive 27 April 2016 (Minutes not yet available)
18. **NOTED THE FOLLOWING COMMITTEES HAVE NOT MET SINCE THE LAST MEETING OF COUNCIL** M16/1256  
Finance Committee next meeting 9 June 2016  
Remuneration Committee was due to meet 27 April 2016, meeting will be rescheduled.
19. **NOTED THE SEALING OF DOCUMENTS** M16/126

26 February 2016: Delivery agreement in relation to design and construction of new student residences for Royal Holloway, University of London by 1 September 2017.

26 February 2016: Parent Company guarantee between Wilmott Dixons Holdings Ltd and RHBNC.

26 February 2016: Sub contractor's employer warranty relating to the design, construction, completion and commissioning of new student residences for Royal Holloway, University of London.

5 April 2016: Appointment of Principal Designer in relation to the Royal Holloway student residences project.

5 April 2016: Appointment of Principal Designer in relation to the Royal Holloway science building.

13 April 2016: Library and Student Services Centre contract documents, JCT 2011 Design and Build and Schedule of amended clauses.

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| 20. | <b>OTHER BUSINESS</b><br>None  | M16/127 |
| 21. | <b>RESERVED AREA OF BUSINESS</b><br>A separate agenda.                               | M16/128 |
| 22. | <b>DATE OF THE NEXT MEETING</b><br>Wednesday 6 July 2016 at 5.00pm in the room MX034 | M16/129 |

Signed:

[Redacted signature]

Mr Stephen Cox CVO  
Chair of Council

Date



