

M15/238 – M15/301

Minutes of the meeting held on Tuesday 17 November 2015 at 2.15pm in the Flitcroft Room at Cumberland Lodge

Present:	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 Mr Majid Hawa (Part)	Mrs Margaret Jack Ms Denise Keable Ms Sarah King Professor Paul Layzell Mr Jeremy McIlroy Mr Gerry O'Hagan Mr Nick Perryman Mr Matthew Siely Mr David Spence
Apologies:	Mrs Christine Goodyear Mr Mark Newlands Mr Iain Ross	Professor Liz Schafer Mrs Chris Shoukry Ms Colette Wilson
In attendance:	Professor Rosemary Deem Ms Marie Ennis Professor Rob Kemp Professor Katie Normington Ms Cheryl Newsome Professor Bob O'Keefe Mrs Julia Roberts Mr Simon Higman Mrs Rachel Knight Mrs Pauline Martin Mr Doug German Ms Emma Peagam	Vice Principal (Education) and Dean of Doctoral School Director of Communications and External Relations Deputy Principal (Planning, Resources and Partnerships) Vice Principal and Dean of Arts and Social Science Director of Human Resources Vice Principal and Dean of External Engagement/Management & Economics Director of Strategic Development Registrar and Secretary Deputy Secretary Executive Officer for Council (Minutes) Executive Policy Assistant (Secondary minutes) Project Support Officer (Secondary minutes)

FORMAL BUSINESS

- 1. MINUTES**
SIGNED the minutes of the meeting held on 7 October 2015 (M15/106-M15/237) M15/238
- 2. MATTERS ARISING FROM THE MINUTES**
There were none. M15/239
- 3. REGISTER OF INTEREST**
Members were invited to indicate if they had a conflict of interest, not previously declared, with an item on this agenda. None reported. M15/240
- 4. UNSTARRING OF ITEMS**
None requested. M15/241

PART A: MAJOR ITEMS OF BUSINESS

5. PRINCIPAL'S REPORT

5.1 RECEIVED a report from the Principal (CL/15/70). The report addressed a broad range of sector and College developments that impact the direction and operation of the College and some of the strategic and operational risks facing the College in implementing its strategy. The Principal acknowledged the untimely death of Professor David Cesarani, a colleague who would be greatly missed and one of the world's foremost authorities on Jewish history and the Holocaust. M15/242

NOTED three important developments in the higher education environment currently impacting on the College Strategy: M15/243

- The Government Green paper on the proposed Teaching Excellence Framework (TEF) published on Friday 13 November proposed changes to the regulatory and funding environment. The proposal included the setting up of a new body to replace HEFCE and cover student related regulation but, at this time, there was no consensus on how the research side of HEFCE's work would be managed and what impact any changes would have on future REF exercises and the distribution of the Research Quality Grant (QR).
- As a result of the current Government spending review it was expected that the College would lose some funding in a number of areas particularly the Student Opportunity Fund, the premium for higher cost subjects and the funding to support research enterprise (HEIF). In the event of such losses contingency measures had been identified to reduce expenditure or to increase student numbers which. If such measures were required to cover the total loss of income an extra 123 Home/EU students would be required to be recruited each year assuming no marginal costs of teaching.
- The Home Office policy on immigration continued to impact the sector with changes in minimum English language standards affecting pre-university courses run by third parties that were an important pipeline into universities.

NOTED that £650k of the £1m Strategy Development Fund had been committed to support projects aimed at improving one of three metrics that would influence the outcome of the TEF; NSS Assessment and Feedback; NSS Library "resources" and Graduate Employability. Projects approved to date addressed: M15/244

- Investment in Careers Service Staff to improve Graduate Employability performance.
- Funding to deliver a greater number of employment related skills based courses for 3rd year undergraduates.
- Additional funding for the Library to improve the NSS scores for "Learning resources"
- Initiatives to fund improved assessment and feedback particularly with regard to turn around times.

Planning and preparation for the TEF was continuing aimed at identifying areas of weakness and improving response rates to the National Student Survey which was seen as being a key input to the TEF.

NOTED that recruitment onto the new LLB Law programme in September 2015 had been successful. There had been a change in general recruitment activity by some universities in response to increased competition for students for 2015/16 with some universities making unconditional offers to attract the top quality undergraduates which had impacted College recruitment for 2015/16. For September 2016 entry all but two academic departments would be implementing unconditional offers in order to recruit better students. M15/245

	NOTED progress with the delivery of the Estate Development Programme and some delay in the demolition work for the Student residences. A further update would be provided in December. The ongoing pressure on teaching, administrative and residential accommodation meant that the College continued its efforts to find short and long term solutions to the accommodation problems.	M15/246
	NOTED the development of the devolved powers consortia for Surrey, East Sussex and West Sussex. College was being consulted on the proposal which fitted well with the recent College initiative to bring together a cross-counties research consortium and could focus on encouraging regional smart specialisations and the development of the skills agenda.	M15/247
	NOTED the appointment of Caroline Hawley, Director of Development on 2 November 2015 and Professor David Howard's acceptance of the post as Head of the proposed Electronic Engineering Department and expected to join in early 2016.	M15/248
5.2	RECEIVED an oral update on the Government's Green Paper which had been included with the Principal's Report.	M15/249
5.3	NOTED the report of the November 2015 count of new entrants registered on undergraduate, postgraduate taught and postgraduate research programmes (CL/15/71). Whilst the numbers were still provisional it showed a likely shortfall of £1.3m in overall tuition fee income budgeted for 2015/16.	M15/250
	NOTED that Home/EU postgraduate taught recruitment continued to be challenging generally across the sector partly due to limited funding options available to students graduating with significant debts. In response to a question, in previous years 30-40% of this recruitment would constitute Royal Holloway graduates.	M15/251
6.	COLLEGE STATUTES AND STANDING ORDERS	
6.1	RECEIVED the revised College Statutes and comparison document and the application to Privy Council that summarised the key changes and the current statutes. Council was invited to consider a special resolution to amend the statutes (CL/15/72).	M15/252
	NOTED that following the Council meeting of 7 October 2015 some revisions to the statutes had been included: <ul style="list-style-type: none">• Privy Council had approved an amendment to allow remote participation in meetings and for such participants to be included within the quorum.• Minor grammar and punctuation corrections to statutes 5 (Academic Board) and 9 (Employment).• Statute renumbering according to the original number system.• Amendment of the term "College Management team" to "Management Team" and splitting of statute 8(5) into two new statutes to create statute 8(6) to ensure clear differentiation between the appointment of members to the Management team and the delegation of responsibilities from the Principal to that team.	M15/253
	Council unanimously 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.	M15/254
	AGREED to proceed to a second resolution at a meeting of Council at the College on Friday 18 December 2015 at 10.00am.	M15/255

6.2	RECEIVED the revised Council Standing Orders (CL/15/73) and members were invited to send any comments to the Secretariat.	M15/256
7. MONITORING IMPLEMENTATION OF THE COLLEGE STRATEGY		
7.1	RECEIVED the annual Performance and Accountability Review for the academic year 2014/15 (CL/15/74) which provided an update on progress with the key priorities identified by Council in the 2013 Planning Letter for implementation during the academic year. The review provided, for each of Council's priorities, a report of overall progress, a summary of actions taken, the key performance indicators and the strategic risks. Council NOTED the report.	M15/257
7.2	RECEIVED the Key Performance Indicator Report (CL/15/75) which provided a progress report on KPIs aligned to the themes in the College Strategy and proposed a number of new KPIs and changes to targets in response to external and internal challenges and opportunities facing the College that were being considered as part of the update of the College Strategy.	M15/258
	NOTED the current performance against 2020 targets with twelve of the twenty KPIs rated green and seven amber. Graduate employability was showing slow progress and significant work was underway to increase the number of placements achieved, working with academic departments, and to extend the passport scheme.	M15/259
	DISCUSSED that staff participation in regular performance reviews was an essential core concept and it was considered that the ambition should be much higher and close to 100%. It was NOTED that 85% participation was achieved in 2014/15 and that the current performance of 70% was not a final figure as pressure was still being applied for reviews to be completed.	M15/260
	NOTED the proposed new KPIs and amended targets. REQUIRED consideration of the institution's overall capacity to absorb change and a measure of the risk in addition to a focus on reducing diversity in process across the College.	M15/261
7.3	RECEIVED the Strategic Risk Register (CL/15/76) and NOTED the updates recommended with regard to: <ul style="list-style-type: none"> • Risk 2: <i>Failure to anticipate and respond to changes in government policy</i> with scores raised due to the fast changing, and still unclear, changes in Government policies and announcements. • Risk 4: <i>Our overall research performance</i> a recommended change in the tolerance score from "medium" to "low". • Risk 8: <i>Significant delays to complex capital building programmes arising from the actions of third parties</i> - a change in tolerance score from "high" to "medium" recommended. 	M15/262
	APPROVED four updates to the College's Strategic risks in the light of emerging external drivers that will impact on revisions to the College's strategic priorities register and the addition of one new risk of <i>failing to identify and support vulnerabilities as part of preventing our students and staff from harm</i> which reflected the wider duty of care and responded to the Prevent and Consent agendas.	M15/263
7.4	NOTED a report of proposed actions and investments resulting from the four priorities set by Council in the 2014 Planning Letter for the academic year 2015/16 (CL/15/77) and the progress updates provided.	M15/264

- 7.5 APPROVED the planning letter for 2016/17 (CL/15/78) with the addition of priorities for the Reputation Impact and Engagement theme of the College strategy. M15/265
8. **ANNUAL REPORT FROM THE AUDIT AND COMPLIANCE COMMITTEE**
- RECEIVED the report of the Audit and Compliance Committee for 2014/15 (CL/15/79) which included the Designated Officer's Annual Assurance return (Annex E) the Internal Auditor's Annual Report (appendix 1), the External Auditor's Annual Report (appendix 2) and the Value for Money Report (appendix 3) which would be submitted to HEFCE. M15/266
- NOTED that at its meeting on 2 November 2015 the Audit and Compliance Committee received appropriate assurance and evidence that the College had complied with the HEFCE financial memorandum and the Charity Commission requirements. M15/267
- DISCUSSED that the 2014/15 audit plan had been completed and five limited assurance reports were discussed by the Audit and Compliance Committee during the year. Follow up audits on two of those reports, following implementation and monitoring of the recommendations, confirmed that they would then be provided with reasonable assurance. It was considered that the higher than usual number of limited assurance reports was a reflection of the areas chosen for audit and higher expectations of "reasonable". M15/268
- APPROVED the report of the Audit and Compliance Committee for 2014/15 for submission to HEFCE M15/269
9. **FINANCIAL MATTERS**
- Annual Accounts 2014/15**
- 9.1 RECEIVED the annual accounts 2014/15 (CL/15/80) reviewed by the Finance Committee, Audit & Compliance Committee and audited by BDO. M15/270
- NOTED the two amendments to the Financial statements made following the recommendation of the Audit and Compliance Committee and that the balance sheet reflected the funds from the private placement that were drawn down in July 2015. M15/271
- APPROVED the consolidated financial statements for 2014/15 M15/272
- Financial Forecast 2015/16**
- 9.2 APPROVED the commentary and financial schedules to be submitted to HEFCE (CL/15/81) M15/273
- 9.3 RECEIVED a revised Ethical Investment Policy (CL/15/82) following a review of the policy by the Investment Sub Committee that included research of current legislation and advice from the Charity Commission. It was considered that the current avoidance-based ethical investment policy conflicted with the overarching responsibilities of the trustees to further the purposes of the trust which included "*seeking the maximum return consistent with commercial prudence*". The revised policy recommended removal of a specific restriction on investment in defence industry shares replacing it with wider obligation to invest in accordance with the College ethics and values. The revised policy required that the Investment Sub Committee challenge Investment Managers to demonstrate that the investments held and the investment strategy undertaken was aligned to the ethics and values of the College. M15/274
- DISCUSSED concern that the policy would not categorically exclude investing in any fund and the risk of reputational damage from investing in some areas, for example tobacco. However, there was also consideration that some investments were in managed funds (rather than direct investments) and compliance with a restricted policy could not always be ensured, as experienced by some other institutions. Restricting investments to an M15/275

ethical investment fund may not provide the required return. There was concern regarding an investment policy where nothing would be categorically excluded and equally concern for a policy that imposed too many restrictions that might limit the returns in addition to the issue of how to decide the restrictions that may be put in place and how they would be guaranteed.

REQUIRED for Investment Sub Committee to consider further bearing in mind the views expressed. M15/276

10. **ACADEMIC MATTERS**

RECEIVED a recommendation to establish the Department of Electronic Engineering as an academic unit (CL/15/83) that would be discussed by Academic Board at its meeting on 9 December. M15/277

AGREED that Council would, at its meeting on 18 December 2015, consider the opinion of Academic Board and make its decision. M15/278

11. **REPORTS**

11.1 RECEIVED the report on the management of the academic portfolio (CL/15/84) which provided a summary of how new teaching programmes were initiated, how recruitment and financial performance of the new programmes is monitored and how the risks associated with delivery of programmes in partnership with other organisations are managed. M15/279

NOTED the programmes delivered in collaboration with others through validation agreements with a partner organisation such as Pearson College, programmes involving Transnational Education and Flying Faculty in partnership with Kaplan in Singapore, articulation agreements with universities in China and Japan and the University of London programmes taught by distance learning in collaboration with the University of London International Programmes. M15/280

NOTED that monitoring of quality assurance for these collaborative programmes was carried out by the planning and quality assurance committees and boards that monitored quality for all College programmes. In addition the Collaborative Provisions Committee ensured appropriate due diligence and risk assessments were undertaken when initially setting up agreements. The committee also approved business plans and contracts, monitored contractual performance, reviewed and updated risk registers and ensured operational efficiency through regular partner steering group meetings. M15/281

11.2 RECEIVED a report regarding student safety (CL/15/85) which followed recent newspaper articles and the publication of a study at the end of 2014 by Public Health England to develop a sector wide strategy for addressing sexual health and domestic violence in universities. M15/282

NOTED that the College had a comprehensive procedure for handling such cases and worked closely with the Students' Union and external organisations to prevent and respond to sexual and domestic violence. The College and Students' Union procedures had been compared with the best practice identified in the Public Health England Study and the Student Welfare and Support Committee identified three additional areas of activity that would enhance the approach of the College and the Students' Union; the bystander intervention initiative; the zero tolerance pledge and an initiative to develop standardised surveys to encourage anonymous disclosure for improved data collection. M15/283

12. **EQUALITY & DIVERSITY STRATEGY**

12.1 RECEIVED the first annual report of the Equality and Diversity Committee (CL/15/86) for the period 1 August 2014 to 31 July 2015. The work of the committee focussed on providing Council with assurance on matters relating to equality and diversity and monitoring the College Equality and Diversity Strategy Action Plan. M15/284

NOTED the achievement of the Bronze level Race Equality Charter Mark Award, one of only eight successful institutions out of 21 applicants, and the development of staff forums during the year. M15/285

12.2 RECEIVED a report monitoring progress with the implementation of the Equality and Diversity Strategy Action Plan (CL/15/87) M15/286

NOTED the progress achieved in the last year against the objectives as a provider of higher education and as an employer and increased collaboration with the Students' Union and other events to promote equality and diversity. Three key priorities for the current academic year were identified: M15/287

- To review the Equality and Diversity Action Plans to check and align actions to any other priorities and the wider equality and diversity context e.g. change in government policies.
- To develop the 2015/6 annual action plans with key milestones and performance indicators for the year.
- To improve on equality data collection and reporting.

APPROVED the report for publication on the College website. M15/288

13. **GOVERNANCE**

13.1 APPROVED for publication the first annual report of Council 2014/15 (CL/15/88) as recommended by the CUC Code of Governance. M15/289

13.2 APPROVED the College Ethics Statement (CL/15/89) which complied with the CUC Code of Governance. Work would now continue on the statement to develop ways of explaining the ethics to the College community and demonstrating how the ethics worked in practice. This would be presented to Council in due course. M15/290

PART B: ITEMS FOR REPORT AND FORMAL APPROVAL

14. **ANNOUNCEMENTS**

Professor David Cesarani OBE, 1956 - 2015 M15/291

Today our thoughts are with the family, friends, colleagues - here at Royal Holloway and across the world - of Professor David Cesarani, OBE, following his death after a short illness.

Professor Cesarani was widely acknowledged to be one of the world's foremost authorities on Jewish history and particularly the Holocaust. He was a member of the Home Office Holocaust Memorial Day Strategic Group, Director of the AHRC Parkes Centre, part of the Parkes Institute for the Study of Jewish/non-Jewish Relations and a regular media contributor. His research included several seminal works; *Eichmann: His Life and Crimes* (2006), *Major Farran's Hat: Murder, Scandal and Britain's War Against Jewish Terrorism* (2009) and *Justice Delayed: How Britain became a Refuge for Nazi War Criminals* (1992).

In 2005 he was awarded an OBE for services to Holocaust Education and advising the government with regard to the establishment of Holocaust Memorial Day. David was a brilliant scholar and an inspirational teacher, supervisor and public lecturer; he was also a man of the highest academic integrity. Those who knew him speak of his warmth and intellectual generosity. He will be enormously missed by all those who loved him, worked with him, studied with or were taught by him. May he rest in peace.

Published on Iquad 10 November 2015

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| 15. | REPORT OF DECISIONS TAKEN BY THE CHAIRMAN
None | M15/292 |
| 16. | REPORT OF DECISIONS TAKEN BY CIRCULATION
None | M15/293 |
| 17. | POLICIES
APPROVED amendments to the Travel, Subsistence and Personal Expenses Policy (CL/15/90) | M15/294 |
| 18. | THE HEALTH CENTRE
RECEIVED the annual report from the Health Centre (CL/15/91) | M15/295 |
| 19. | RECEIVED THE FOLLOWING MINUTES (CL/15/92)
Capital Projects Assurance Committee 28 September 2015
Equality & Diversity 6 October 2015
Health & Safety 21 October 2015 (Minutes not yet available)
Finance Committee 22 October 2015
Council Executive 28 October 2015
Remuneration Committee 28 October 2015
Audit & Compliance Committee 2 November 2015 | M15/296 |
| 20. | NOTED THE FOLLOWING COMMITTEES HAD NOT MET SINCE THE LAST MEETING OF COUNCIL
Capital Projects Assurance Committee | M15/297 |
| 21. | SEALING OF DOCUMENTS
22 October 2015: Agreement relating to improvement works to the highway at A30 Egham Hill/Harvest Road, Egham with Surrey County Council | M15/298 |
| 22. | OTHER BUSINESS
NOTED that the Committee's Handbook had been updated for 2015/16 and was available on the website and in the Council shared area. | M15/299 |
| 23. | RESERVED AREA OF BUSINESS
Meeting held on 18 November 2015. See separate minutes. | M15/300 |
| 24. | DATE OF THE NEXT MEETING
NOTED the special meeting for the second resolution of the Statutes on Friday 18 December at 10.00am in the Windsor Building rooms 1-02/1-03.
NOTED that the next meeting of Council will be held on Wednesday 24 February 2016 at 5pm in Win1-02/1-03 | M15/301 |

Signed:

Mr Stephen Cox CVO
Chair of Council

Date 18 December 2015



