

Royal Holloway
University of London

COUNCIL

**Minutes of the meeting of the Council
held on 13 October 2010**

Present:	Mr Andy Alway Mr David Beever Mr Paul Blagbrough Sir Andrew Burns Professor Clare Bradley Mr Stephen Cooksey Professor Felix Driver Mrs Esther Horwood	Professor Paul Layzell Mr Andrew Martin Mr Jeremy McIlroy Miss Rachel Pearson Mr Iain Ross Mrs Gloria Stuart Dr Emmett Sullivan Mrs Sarah Tyacke
Apologies:	Mr Richard Buswell Professor Mary Fowler Cllr Hugh Meares	Mr Bob Potts Mr Bill Rooke
In attendance:	Professor Philip Beesley Mr Stephen Bland Professor Rosemary Deem Ms Susan Kay Professor Rob Kemp Mr Graeme Robinson Professor Adam Tickell Professor Geoff Ward	Dean of Science Director of Facilities Management Dean of History and Social Sciences Director of Strategic Development Deputy Principal Director of Finance Vice-Principal (Research, Enterprise & Communications) Vice-Principal (Planning & Resources)
With:	Ms Katie Kerr Miss Clare Munton	College Secretary and Head of Governance Governance Assistant
Observers	Professor Jeff Frank Mrs Rachel Knight Mrs Michelle Reilly	Head of Economics Deputy College Secretary PA to the College Secretary

FORMAL BUSINESS

1 MEMBERSHIP

- 1.1 Mr Jeremy McIlroy, who had been appointed as an un-nominated lay member, was welcomed to his first meeting. 10/208
- 1.2 Professor Paul Layzell, Principal, was welcomed as an ex officio member. 10/209

- 1.3 It was noted that Mr Andy Alway and Mr Andrew Martin had been re-elected as un-nominated members of the non-academic staff on Council and that their terms of office would run until 30 September 2013. 10/210
- 1.4 Miss Rachel Pearson, President of the Students' Union, was welcomed to her first meeting as an ex officio member. 10/211
- 1.5 It was noted that elections were underway for a Student Union Chair and it was hoped that an appointment would be made by the end of the month. 10/212
- 1.6 It was noted that Mrs Janet Walker had stood down as a lay member of the Council during June 2010. 10/213
- 1.7 It was noted that Chair's action had been taken to extend Professor Felix Driver's term of office to cover the meeting of Council, and that an election at Academic Board was pending. As it was possibly Professor Driver's last meeting, the Chair thanked him for the constructive contribution he had made to the Council during his term of office. 10/214
- The Chair also introduced Mrs Rachel Knight who had been appointed as Deputy College Secretary. 10/215

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. 10/216

3 MINUTES

The minutes of the previous meeting (M10/120-M10/207), held on 23 June 2010, were agreed. 10/217

4 MATTERS ARISING FROM THE MINUTES

4.1 Students' Union Constitution

It was confirmed that clause 4.7 of the Constitution Proper had been updated to include the provision that loans could only be raised with the prior approval of the Finance Committee. 10/218

4.2 Treasury Management

It was confirmed that the Treasury Management Policy had been amended to include that cash could only be invested in money markets if the cyclical cash flow at the time permitted it. 10/219

4.3 Conflict of Interest Policy

It was noted that the Nominations and Honorary Awards Committee had appointed a working group, Chaired by Mrs Sarah Tyacke, to review the operation of the Conflict of Interest Policy. 10/220

5 UNSTARRING OF ITEMS

No items in part B were unstarred for discussion. 10/221

6 FINANCIAL MEMORANDUM

The Council noted the revised Financial Memorandum from HEFCE (CL/10/70) and also noted that this may be subject to further revision following the Browne Report, which proposed that HEFCE should be replaced by a new Higher Education Council. 10/222

7 PRINCIPAL'S REPORT

The Council received the Principal's Report (CL/10/71). 10/223

The Principal thanked the senior management team for their leadership in the interim period before his appointment. 10/224

The Principal highlighted the achievement of the College in the Times Higher World University Rankings, which placed Royal Holloway 88th in the world and 13th in the UK. 10/225

The Council received an update on professorial banding. All of the proposals submitted to date by the professoriate had been reviewed, banded and aligned to a provisional band. Approximately 10% of the professoriate were still yet to submit. Since starting in post the Principal had added three new steps to the process: external moderators had been appointed to review the outcomes of the process to ensure consistency and offer advice on cases that had been difficult to assess; an experienced independent advisor had been appointed to review recommendations on market supplements; and an extra meeting of the College Review group was to be held which would pay particular attention to ensuring the process was consistent. A more detailed report would be provided to Council at the meeting in December. 10/226

The latest student count figures indicated that international student numbers would fall short of targets by approximately 100 students. The final numbers would not be available until later in the term. The College was continuing to monitor the impact of visa changes on international student recruitment. 10/227

The Principal gave an oral report on the key messages from the Browne report. The Universities UK response had already been circulated to Council members. The situation was still very unclear as it was not certain which aspects of the report would be implemented. It was however clear that the cuts were inevitable. It was expected that the anticipated savings from the Planning for Change programme would assist the College in managing the cuts. Further strategic options would be discussed jointly by the Council and all senior staff at the away day in December. It was noted that although the College faced challenging times ahead it was starting from a position of strength. 10/228

The Principal highlighted the importance of continuing to improve the student experience especially in consideration of the proposed increase in tuition fees which was likely to increase expectations within the student population. Particular emphasis would be placed on graduate employability and improving teaching facilities. 10/229

The Council was informed that discussions had begun with private educational providers but that these were in the early stages. Although this could lead to degrees offered under the Royal Holloway brand being taught off-site, emphasis would remain on marketing the benefits of studying on campus. 10/230

The Principal informed Council that HEFCE funding for SWAN had ended and that the agreement was under review. The College was also looking into its agreement with ULIP and how this could be exploited further in the future. 10/231

8 FINANCIAL MATTERS

8.1 The Council noted the provisional outturn for 2009-10 (CL/10/72). 10/232

The outturn of £6.3 million was close to that of the previous estimate. The main variance was a result of Residence and Catering Services exceeding their budgeted income from conferences. 10/233

It was noted that the contingency for overseas student numbers had been removed from the 2010-11 budget as it had not been needed in recent years. Any shortfall in overseas recruitment would therefore hit the bottom line. 10/234

It was not expected that the Olympic Games 2012 would have a negative financial impact on the College and the Council were informed that bed space for the games had been sold to an external company. 10/235

8.2 Paper CL/10/73, a report on estimated student numbers for 2010-11 was withdrawn. 10/236

8.3 The Council received a paper (CL/10/74) detailing proposals for an amendment to deposit limits in the Treasury Management Policy. 10/237

Revised investment criteria were proposed to accommodate the increased cash and deposits currently held by the College and the expected peak that occurs each February. Concern was expressed about the proposed example institutions which included some foreign owned banks and UK subsidiaries of foreign banks. 10/238

It was

AGREED

to delegate the decision regarding investment in foreign owned institutions to the Finance Committee.

8.4 The Council noted that the Executive Committee would review the Annual Accounts for 2009-10 on 24 November 2010 and make a recommendation to Council for their approval by circulation. The Accounts would be considered by the Audit and Compliance and Finance Committees prior to the meeting of the Executive Committee. 10/239

It was noted that all members of Council were welcome to attend the Finance Committee meeting on 28 October.

- 8.5 The Council received paper (CL/10/75) requesting an extension to the period for drawdown for the Williamson, Butler and Tuke loan agreement 10/240

The resolution for the extension was

AGREED

9 STRATEGIC PLANNING

9.1 Corporate Plan Progress

The Council received the Corporate Plan Progress document (CL/10/76). 10/241

The Council were informed that the plan had been considered by the Strategic Policy Committee at its meeting on 5 October 2010 and were informed of the key issues surrounding the plan which had resulted from this meeting (CL/10/76a). 10/242

Council's attention was drawn to page 5 of the plan which detailed progress against the Key Performance Indicators (KPI). The College's National Student Survey and Research Assessment Exercise results were generally regarded as super KPIs. It was noted that in future graduate employability was likely to become much more significant and that further consideration should be given to the areas which were of most significance in assessing performance. 10/243

It was noted that the document provided a rich source of information about the College and its performance which would form the background to discussion at the away day and for future strategic decisions. 10/244

9.2 Planning for Change

The Council received an oral update on the College's Planning for Change programme. 10/245

As part of the programme, academic departments and professional services had recently been asked to reconsider their plans and to engage in a revised planning process. These plans were intended to feed into four work streams headed by members of the senior management team. The Council would receive reports from these work streams at future meetings. 10/246

10 GOVERNANCE

- 10.1 The Council received a paper summarising proposals for the extended Council meeting at Cumberland Lodge on 7 and 8 December 2010 (CL/10/77). 10/247

The extended meeting was intended to cover a range of development activities, discussions about strategic developments for the College and a formal Council meeting. 10/248

- 10.2 The Council received recommendations from the Nominations and Honorary Awards Committee on the appointment of three new lay members of Council (CL/10/78). 10/249
The Council

APPROVED

the appointment of

- Mr Gurpreet Dehal
- Mr Mark Newlands
- Mr David Spence

to Council, subject to the receipt of satisfactory references.

It was noted that further interviews were being held for the recruitment of several more lay members.

10.3 The Council received proposals from the Nominations and Honorary Awards Committee for the composition of the selection panel and the process for the appointment of the Chair and Vice Chair of Council (CL/10/79). 10/250

Council were informed that discussions were underway with a search agency with a view to appointing them to assist with the recruitment process. 10/251

The proposals were

APPROVED

10.4 The Council received the Anti Fraud Policy and Response Plan (CL/10/79a). 10/252

The Anti Fraud Policy and Response Plan had been written in response to a recommendation from the Internal Auditor and had been approved by the Audit and Compliance Committee at its meeting in July. 10/253

The Anti Fraud Policy and Response Plan was

APPROVED

11 COUNCIL EVALUATION

The Council received a summary of the responses and recommended actions from the 2010 Council Evaluation (CL/10/80). 10/254

The process had raised a number of issues which the responses and action proposals attempted to address. It was noted that many of the responses varied greatly in their views but it was hoped that the actions would address the common concerns. 10/255

The Council

APPROVED

the proposed actions

12 HILDA MARTINDALE TRUST

12.1 The Council received a paper to clarify the purpose of the Hilda Martindale Trust (CL/10/81). 10/256

The Council expressed their gratitude to Professor Pauline Croft for her services as a long standing trustee of the Fund (ex officio representing the Principal). 10/257

The Council

AGREED

that the Investment Sub Committee should review the Trust to ensure that the money was being invested as effectively as possible to safeguard the future of the fund.

12.2 The Council noted that Mary Burgis Morris had been approved by Chair's action as a Trustee of the Hilda Martindale Trust. 10/258

13 REGULATIONS OF HIGHER EDUCATION INSTITUTIONS AS EXEMPT CHARITIES

The Council received a paper for information on Trustees and the Regulation of Higher Education Institutions as Exempt Charities (CL/10/82). 10/259

The paper reminded the Council of their responsibilities as charitable trustees as outlined in Annex 1 of the Financial Memorandum. Council were informed that although universities were not expected to comply with all of the Charity Commission's guidance relating to payments to trustees, the College was expected to include the total amount of expenses paid to trustees, both staff and non staff, in their audited annual financial statements. 10/260

The Council were informed that the reporting required by exempt charities was included in the revised Financial Memorandum in Annex H and their attention was drawn to the HEFCE guidance in relation to reporting on public benefit, which was now required in the annual operating and financial review. 10/261

14 THE AMERICAN FOUNDATION

The Council received a report on the American Foundation for Royal Holloway and Bedford New College (CL/10/83). 10/262

The Council were informed that Preston Bryant, an alumnus of the College had recently taken over as President of the Foundation following the resignation of Bruce de Grazia. 10/263

The Council were informed they would receive a report evaluating the tour when the pictures returned home next year. 10/264

The Council expressed an interest in being involved in discussions on how to display 10/265

the pictures when they return from the tour in America, to maximise the fundraising potential they present to the College.

15 CHANGES TO THE STUDENT DISCIPLINARY REGULATIONS

The Council were asked to approve amendments to regulation 8, Discipline in Hall (CL/10/84). 10/266

The Council

APPROVED

the amendment to regulation 8 of the Student Disciplinary Regulations.

16 ANNOUNCEMENTS

16.1 Council noted that a Memorial Service for Sir Robin McLaren was to be held in the College Chapel at 4pm on 29 October 2010. Sir Robin joined the Council in 1997 and was chairman from 1999 until his retirement in 2004. During his time on Council Sir Robin led the College through a considerable period of change into the 21st century. He retained great affection for the College after his retirement and he was awarded an Honorary Fellowship in 2006. 10/267

16.2 Council noted the death of Lord Flowers FRS. Lord Flowers was an eminent scientist and distinguished academic leader. He was appointed Vice Chancellor of the University of London in 1985 and in this capacity he had close contact with the College and was a frequent visitor. He was awarded an Honorary Fellowship in 1996 for his services to education and science. 10/268

PART B: ITEMS FOR REPORT AND FORMAL APPROVAL

17 REPORT OF DECISIONS TAKEN BY THE CHAIRMAN

The Council noted that no action had been taken by the Chairman since the last meeting other than that listed in item 12.2. 10/269

18 REPORT OF DECISIONS TAKEN BY CIRCULATION

The Council noted that no decisions had been taken by circulation since the last meeting. 10/270

19 HEALTH CENTRE ANNUAL REPORT

The Council received the Annual Report for 2009-10 from the Health Centre (CL/10/85). 10/271

20 ACADEMIC BOARD

The Council received the minutes of the Academic Board meeting held on 3 June 2010 (CL/10/86). 10/272

21 AUDIT & COMPLIANCE COMMITTEE

	The Council noted that the minutes of the meeting of the Audit and Compliance Committee held on 7 July 2010 would be available at the Council meeting in December 2010.	10/273
22	ESTATES COMMITTEE	
	The Council noted that no meetings had taken place since 13 May 2010.	10/274
23	FINANCE COMMITTEE	
	The Council noted that no meetings had taken place since 19 May 2010.	10/275
24	HUMAN RESOURCES AND EQUAL OPPORTUNITIES COMMITTEE	
	The Council noted that no meetings had taken place since 18 May 2010.	10/276
25	NOMINATIONS & HONORARY AWARDS COMMITTEE	
	The Council received the minutes of the meeting of the Nominations & Honorary Awards Committee held on 20 May 2010.	10/277
	The Council noted that the minutes of the meeting of the Nominations & Honorary Awards Committee held on 21 September would be available at the Council meeting in December 2010.	10/278
26	STRATEGIC POLICY COMMITTEE	
	The Council noted that the minutes of the meeting of the Strategic Policy Committee held on 5 October would be available at the Council meeting in December 2010.	10/279
27	COUNCIL EXECUTIVE	
	The Council noted that Council Executive met informally on 5 October 2010.	10/280
28	SEALING OF DOCUMENTS	
	The Council noted that the following documents had been sealed since the last meeting.	10/281
	On behalf of the Geography Department, an End Use Certificate for presentation to the Export Control Authorities of the Federal Republic of Germany.	10/282
	A JCT Minor Works Contract for Lighting Improvements as part of the RHUL Energy Initiative 2010.	10/283
29	DATE OF THE NEXT MEETING	
	The Council noted that the next meeting of Council would be an extended all day meeting on 7 and 8 December 2010 at Cumberland Lodge.	10/284

College Secretary and Head of Governance
November 2010