

M17/181-M17/243

**Minutes of the meeting of Council held on Wednesday 4 October 2017 at 5.00pm in the Windsor Building,  
Rooms 1-02/1-03**

<b>Present:</b>	Mr Stephen Cox (Chair) Ms Emilie Ancelin Professor Sarah Ansari Ms Natasha Barrett Mr Gurpreet Dehal Ms Ann Ewing Dr Bob Fitzgerald Mr John Gregory Mr Majid Hawa Mrs Margaret Jack	Ms Denise Keable Professor Paul Layzell Mr Gerry O'Hagan Mr Nick Perryman Dr Nicole Rickett Professor Liz Schafer Mr David Spence Mr David Williams Ms Colette Wilson
<b>Apologies:</b>	Mrs Christine Goodyear Ms Tina Harris Ms Sarah King	Mr Jeremy McIlroy Mr Mark Newlands Mrs Chris Shoukry
<b>In attendance:</b>	Mr Stephen Avery Ms Marie Ennis Professor Rob Kemp Professor James Knowles Professor Katie Normington	Chief Financial Officer Director of Communications and External Relations Deputy Principal Dean of the Faculty of Drama and Social Science Senior Vice Principal
<b>With:</b>	Dr David Ashton Ms Anna Sendall Mrs Pauline Martin Mr Doug German	Chief Operating Officer and Secretary to Council Director of Governance & Legal Services and Deputy Secretary Executive Officer for Council, Minutes Executive Policy Assistant, Secondary Minutes

**FORMAL BUSINESS**

- 1. TERMS OF REFERENCE** M17/181  
NOTED the terms of reference of Council (CL/17/53).
- 2. MEMBERSHIP OF COUNCIL** M17/182  
RECEIVED the membership of Council and committees for 2017/18 at 1 October 2017 (CL/17/54).  
  
NOTED that Mr Majid Hawa had decided to retire from Council due to personal commitments and this was his last meeting. Majid joined Council in 2012 but was involved with the College since the late 1980's as a local resident. He was thanked for his support of College and Council. Mr Mark Newlands had stepped down from Council with immediate effect. M17/183  
  
NOTED that there were two vacancies on Council and three committee vacancies. Mrs Margaret Jack had agreed, to join the Equality and Diversity committee. At its next meeting Council Executive would consider the vacancy on the Audit & Compliance and Health and Safety committees. M17/184

3. **MINUTES**  
AGREED and SIGNED the minutes of the meeting held on 5 July 2017 (M17/120-M17/180). M17/185
4. **MATTERS ARISING FROM THE MINUTES**  
None. M17/186
5. **REGISTER OF INTEREST**  
NOTED the 2017/18 register of interests (CL/17/64). Members were invited to indicate if they had a conflict of interest, not previously declared, with an item on the agenda M17/187
6. **UNSTARRING OF ITEMS**  
None. M17/188

**PART A: MAJOR ITEMS OF BUSINESS**

7. **RECRUITMENT OF THE CHAIR OF COUNCIL**  
NOTED the oral update from the Vice Chair of Council on progress with the recruitment of the next Chair of Council. Working with the Executive Search firm, Perrett Laver, a brochure had been finalised and the recruitment advert was live to the end of October. Perrett Laver had drawn together a list of 300 potential names. The list currently included a wide range of senior people including current and former CEO's, diplomats and ambassadors. The list also included some names of individuals with political involvement although it had been made clear that this required more than party political experience, for example a Lords career. It was confirmed that the list reflected diversity in all its dimensions. M17/189  
  
NOTED that the longlisting meeting was scheduled for Tuesday 17 October and Council members were welcome to propose suitable names. M17/190
8. **COLLEGE STRATEGY**
- 8.1 DISCUSSED the draft mid-term strategy report (CL/17/55) which listed the key strategic initiatives and projects that would support the implementation of the College Strategy and be delivered over the next two years. The report would be considered at the Council's Strategy day. Suggested that the list should be focussed at the strategic level and be shortened to circa six items with more detailed explanation be placed on the website. M17/191  
  
Further comments were invited. M17/192
- 8.2 RECEIVED a paper addressing the shape of the Council strategy day which would aim to provide Council with a better understanding of the College and to develop a way forward and strategy for the College. M17/193
9. **PRINCIPAL'S REPORT**
- 9.1 RECEIVED the report from the Principal (CL/17/56). M17/194  
  
NOTED the uncertainty in the financial landscape resulting from the debate about the future of student finances. Various scenarios were being explored bearing in mind that the College must remain financially sustainable and continue to invest in the future. M17/195

RECEIVED a report of student numbers at 2 October:	M17/196
<ul style="list-style-type: none"><li>• Overall undergraduate numbers were expected to be on target for Home/EU and Overseas students.</li><li>• The introduction of postgraduate loans for 2016/17 increased Postgraduate Taught admissions last year and the target was raised for 2017/18 by 150. This target was now considered to have been overambitious with Home/EU Postgraduate Taught recruitment down by 70/80 (compared to target) but still increased numbers year on year.</li><li>• Overseas Postgraduate Taught acceptances (not affected by loans) were good but admissions would be below target due to the expected levels of no shows. This was not a unique situation but the reasons for not achieving target would be investigated.</li></ul>	
REQUIRED a full report of student numbers to be presented to Council at the November Strategy day meeting.	M17/197
CONSIDERED that the increased number of students entering through clearing required a different approach to recruitment and clearing. The Director of Marketing and Communications explained the advertising campaign undertaken this year around clearing and the response to the changing cycle.	M17/198
Decisions on acceptable grades were made at department level during clearing, striking a fine balance between quality and quantity; NOTED that the offer of a Foundation programme was being considered for students who did not achieve the right grades but who were keen to join the College.	M17/199
NOTED that the performance of students admitted through clearing was closely monitored and that there was ongoing discussion with departments about support for students admitted with lower grades.	M17/200
NOTED the appointment of Anne Mullen formerly of St Andrew's University, as interim Director of Student Recruitment and with a brief to accelerate the development of a revised international strategy. NOTED preparations for student recruitment 2018, including open days and the targeted digital brand campaign to support application making that went live on 2 October 2017.	M17/201
NOTED this year's National Student Survey (NSS), of third-year undergraduate students saw an overall satisfaction score of 88% (last year 89%) and placed Royal Holloway 25 (last year 35) out of 145 institutions rated in the NSS,	M17/202
NOTED the report of the newspaper league table results: <ul style="list-style-type: none"><li>• The Times Higher Education World University Rankings 2018, College was ranked 197<sup>th</sup> in the world, down from 173<sup>rd</sup> last year.</li><li>• The Times/ Sunday Times university guide saw the College rise to 28<sup>th</sup> in the UK, up from 34<sup>th</sup> in 2016.</li></ul>	M17/203
NOTED that with the opening of the George Eliot Halls. There was a higher than usual level of voids (unfilled rooms) in halls and the opportunity had been taken to close two residential blocks, one pending consideration of future use and the second because of proximity to construction work.	M17/204

	DISCUSSED the number of voids and that marketing to returning to students was not started early enough to fill all of the rooms. This would be addressed for next year and every effort would be made to maximise usage this year. The financial impact would be monitored.	M17/205
	REQUIRED a full report of the student accommodation voids to the November meeting.	M17/206
	NOTED that there would be discussion at the Strategy day about College IT systems and the development of an investment plan.	M17/207
	DISCUSSED the induction procedures for senior staff joining the College which included an induction programme over several days and strategic senior leadership programmes. Induction aimed to achieve an appropriate balance between how College operated and introducing innovation.	M17/208
	DISCUSSED that the level of research income was variable year on year and the Research committee was focussing on how to increase success rates which, it was felt, relied largely on a high submission rate. Work is being undertaken to provide incentives to speed up applications, and to interrogate reasons for success and failure. It was noted that research funding applications were frequently unsuccessful and that this was the norm.	M17/209
9.2	RECEIVED an update on estates projects (CL/17/57)	M17/210
	NOTED that the Emily Wilding Davison Building opened on time and to budget with some work to be done on signage and instruction on the safe operation of some equipment.	M17/211
	NOTED progress with the Science Building and repurposing of the Bedford Library and McRae building which would be reviewed by the Capital Projects Assurance Committee.	M17/212
	NOTED the repurposing of the Founder's library ground floor west as space for the Marketing and Communications Directorate and consideration of the feasibility for a board room suite in the area on the eastern ground floor which would include a large meeting room for Council and seminar rooms. The opportunity was also being taken to restore and refurbish the first floor for their continued use as reading rooms.	M17/213
10.	<b>FINANCIAL STRATEGY INCLUDING STUDENT RESIDENCES</b>	
	RECEIVED an update on the Financial Strategy and a progress report on the student residences transaction (CL/17/58) and NOTED the Council approval received at the last meeting on 5 July 2017 (M17/152 –M17/155).	M17/214
	NOTED that the proposed transaction referred only to the 621 George Eliot halls. An Executive Project Board had been established and work was in progress to identify a preferred provisional operating model prior to going out to tender. The current consensus was: <ul style="list-style-type: none"><li>• Student administration, pastoral and welfare issues, and security would remain with the College;</li><li>• Building maintenance, fixtures and fittings, cleaning and housekeeping would be the responsibility of the Partner; and</li><li>• Utilities, waste etc. to be decided during the procurement process.</li></ul>	M17/215
	NOTED that the current consensus for the operating model was for student facing areas of operation to remain very much under control of the College and the position of staff currently employed would be properly considered.	M17/216

	NOTED the governance process and key activities identified in the indicative project timetable. The Finance Committee would be responsible for oversight and a recommendation of the preferred bidder was anticipated from the Finance Committee to Council at its meeting on 4 July 2018.	M17/217
	CONSIDERED the higher level of voids in halls of residence reported in the Principals Update (CL/17/56 para 24) and whether the level of voids might influence a potential partner. It was considered that the high level of vacancies would not be repeated and that a market analysis report would be commissioned to look at supply, volume and price and this was expected to demonstrate a strong and ongoing student demand.	M17/218
	NOTED that visits to residences operated by other providers had shown that it was often difficult to tell whether a residence was operated by the institution or an outside provider. The market for the type of operating scheme anticipated was considered to be mature and the operators to be interested in the long term sustainability of the operation. QMPF who were advising College on the transaction were experienced in the sector.	M17/219
	NOTED that protecting the student experience and ensuring the long term good management of the operation were crucial. The timetable for completing the transaction was indicative and would not necessarily be required to be completed at the beginning of an academic year.	M17/220
	NOTED the actions being taken by the Executive to form the residences operating model and prepare to go to tender to procure a residences partner.	M17/221
	APPROVED the proposed governance arrangements around the residences transaction, in particular the role of Finance Committee in making recommendations to Council at key decision points.	M17/222
	NOTED the work in progress to tender for a banking facility as already approved by Council and that in the light of current uncertainty about further changes to the teaching funding regime it had been decided to put to on hold the proposal for setting up a revolving credit facility.	M17/223
11.	<b>THE CHARITY SCHEME AND UNIVERSITY TITLE</b>	
	RECEIVED an oral update on progress with the Charity Scheme and University title and NOTED that HEFCE and the University of London had approved the Scheme but the Charity Commission, having contacted the Cabinet Office, advised our Lawyers, Eversheds, at the end of September that legislation not directly related to the preparation for departure from the EU would be delayed.	M17/224
	NOTED that the Charity Commission raised an issue that some parts of our Scheme were not aligned with the University of London Bill progressing through Parliament. Delays in progressing the College Scheme put at risk our application for University proceeding with the other Colleges of the University of London under the batch process approved by HEFCE which is expected to be complete by March 2018 when HEFCE ceases to exist. Failure to complete the application for University title under HEFCE would leave the College proceeding with an application in isolation and following an as yet unknown and untested process.	M17/225
	NOTED that College was consulting closely with Eversheds to make a robust counter proposal.	M17/226

12. **ACADEMIC MATTERS**
- 12.1 NOTED the Academic Board annual report for 2016/17 (CL/17/59) and NOTED the very wide remit of the Board with much of its work being carried out through its committees. M17/227
- 12.2 RECEIVED, following the separate briefing to Council members prior to the meeting, the interim report from the Council Academic Quality Assurance Committee on the review process and enhancement plan (CL/17/60). M17/228
- NOTED that the final report and enhancement plan would be presented to Council at the November meeting. M17/229
- 12.3 NOTED a proposal to create a School of Computer Science, Information Security and Mathematics (CL/17/61) referred to Academic Board for consideration. M17/230

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

- 13.\* **ANNOUNCEMENTS**  
None M17/231
- 14.\* **REPORT OF DECISIONS TAKEN BY THE CHAIRMAN**  
None M17/232
- 15.\* **REPORT OF DECISIONS TAKEN BY CIRCULATION**  
None M17/233
- 16.\* **STRODE'S FOUNDATION**  
AGREED a request from the Chair of Strode's Foundation to reappoint a nominated trustee with a term of office of four years (CL/17/67). M17/234
- 17.\* **HEALTH & SAFETY COMMITTEE**  
NOTED the annual report of the Health & Safety Committee (CL/17/62). M17/235
- 18.\* **UNIVERSITY TITLE APPLICATION**  
NOTED the signed application letter signed following the approval of Council at the July meeting (CL/17/63). M17/236
- 19.\* **REGISTER OF INTERESTS**  
NOTED the register of Council members' interests for 2017/18 (CL/17/64). M17/237
- 20.\* **HILDA MARTINDALE TRUST**  
NOTED the minutes of the Trust AGM (CL/17/65) and APPROVED the reappointment of trustee Professor Mary Fowler to a second term of office from 1 January 2018 to 31 December 2023. M17/238

- 21.\* **RECEIVED MINUTES OF COUNCIL COMMITTEES** (CL/17/66) M17/239  
Remuneration Committee 24 April 2017  
Council Executive 21 June 2017  
Council Academic Quality Assurance Committee 21 June 2017  
Audit & Compliance Committee 17 July 2017  
Equality & Diversity Committee 18 July 2017  
Council Academic Quality Assurance Committee 15 September 2017 (minutes not yet available)  
Council Executive Committee 20 September 2017 (minutes not yet available)
- 22.\* **TO NOTE THE FOLLOWING COMMITTEES HAVE NOT MET SINCE THE LAST MEETING OF COUNCIL** M17/240  
Health & Safety Committee next meeting 2 October 2017  
Equality & Diversity Committee next meeting 19 October 2017  
Remuneration Committee next meeting 25 October 2017  
Capital Projects Assurance Committee next meeting 26 October 2017  
Finance Committee next meeting 26 October 2017
- 23.\* **SEALING OF DOCUMENTS** M17/241  
5 July 2017: Honorary Degree certificates or presentation 12 July 2017  
24 July 2017: Land registry: Transfer of whole of registered title  
24 July 2017: Lease between Royal Holloway and Santander for business premises  
24 July 2017: Licence to carry out works relating to Santander branch at LSSC  
29 August 2017: Agreement in respect of a barrier across Chestnut Drive between RHBNC and the residents  
29 August 2017: Minor works contract for refurbishment of Computer Centre labs 1 and 2  
12 September 2017: Agreement in respect of a barrier across Chestnut Drive between RHBNC and the residents
24. **OTHER BUSINESS**  
None M17/242
25. **DATE OF THE NEXT MEETING** M17/243  
The Council Strategy day, Wednesday 22 November 2017, and Council Meeting Thursday 23 November 2017 at Cumberland Lodge, including Founder's Endowment Fund AGM.

Signed:



Mr Stephen Cox CVO  
Chair of Council



Date 23-Nov-17

