



COUNCIL

Thursday 1 March 2012

MINUTES

PRESENT:

Sir Stephen Wall (*Chair*)

Professor David Attwell	Dr Bob Barber
Ms Anne Bulford (<i>Treasurer</i>)	Lord Clement-Jones
Ms Philippa Foster Back	Professor Malcolm Grant
Mr Rob Holden	<i>(President and Provost)</i>
Mr Mark Knight	Mr Simon Melliss
Ms Vivienne Parry (<i>Vice-Chair</i>)	Mr Tim Rees Jones
Ms Katharine Roseveare	Dr Benet Salway
Dr Gill Samuels	Dr Stephanie Schorge
Professor Maria Wyke	

In attendance: Mr Andrew Grainger (Director, UCL Estates); Mr Adam Harman (Drivers Jonas Deloitte); Mr Rex Knight (Vice-Provost (Operations)); Mr Alex Lifschutz (Lifschutz, Davidson Sandilands); Mr Nick McGhee (Assistant Secretary to Council); Mr Tim Perry (Secretary to Council); Mr James Skuse (Democracy and Engagement Officer, UCLU); Mrs Alison Woodhams (Director of Finance and Business Affairs).

Apologies for absence were received from Mr Luke Durigan, Professor Chris Thompson, Professor Nick Tyler and Baroness Warwick.

Any member of Council who had (or who knew of a family member who had) a material, personal, financial or other beneficial interest in any item on the Agenda was requested to declare that interest at the beginning of the meeting in order that such declaration could be recorded in these Minutes.

Key to abbreviations used in these Minutes:

HR	Human Resources
ISD	Information Systems Division
LSE	London School of Economics and Political Science
SMT	(Provost's) Senior Management Team
UCLB	UCL Business
UCLU	UCL (Students') Union
UCU	University and College Union

Preliminary Formal Business

38 **MINUTES**

Approved

- 38.1 The Minutes of the Council meeting of 23 November 2011 [*Council Minutes 18-37, 2011-12*] were confirmed by Council and signed by the Chair.

39 **MATTERS ARISING FROM THE MINUTES**

[See Minutes 40 and 49 below]

- 39.1 The matter of the reform of HR committees had been carried over to the meeting of 4 April 2012.

Matters for discussion

40 **UCL RESPONSE TO THE WOOLF REPORT**

Received

- 40.1 APPENDIX C 3/35 (11-12) – a paper on UCL's response to the Woolf report, updated following discussion at the Council / SMT away day on 19 January 2012, with:
- Annexe 1: an extract from the Council White Paper 2011-21;
 - Annexe 2: risk assessment criteria and guidance on risk tolerance;
 - Annexe 3: terms of reference of the Research Ethics Committee;
 - Annexe 4: terms of reference of the Research Degrees Committee.

- 40.2 An oral report from Rex Knight, Vice-Provost (Operations).

Reported

- 40.3 Mr Knight thanked Philippa Foster Back for agreeing to chair the proposed Ethics Committee.

Discussion

- 40.4 Council discussed the proposed action to be taken by UCL in light of each of the Woolf Report's recommendations to LSE, noting especially that:
- a revised version of the Guidelines for the Acceptance of Gifts and Donations, approved by Council at its meeting on

23 November 2011 [*Council Minute 23, 2011-12*], would be discussed at a future meeting. It was suggested that the policy should explicitly state that a decision could be revisited in light of changed circumstances [Recommendation 10];

- UCLB and UCL Consulting should be invited to contribute to the development of a Code of Ethics. The Code should apply to those bodies as well as to UCL proper [Recommendation 13];
- there was a conflict between the principle of encouraging a culture of giving and the need to guard against any perception that a student or other individual was attempting to buy influence [Recommendation 15]. The Code of Ethics should incorporate a mechanism enabling concerned parties to highlight any specific issues.

40.5 The constitution of the panel to which gifts and donations of a value of more than £1M were to be referred was discussed. It was noted that the constitution of this group had been approved by Council at its meeting on 23 November 2011 [*Council Minute 23, 2011-12*], and that although this could be revisited, two cases had been submitted for consideration since that meeting, suggesting that the workload involved would not be trivial. It was also noted that the membership would be appointed anew for each case, so a range of experience and expertise would be brought to bear over time.

RESOLVED

40.6 **That Council endorse the proposals at APPENDIX C 3/35 (11-12), including the establishment of an Ethics Committee of Council to be invited to develop and propose a Code of Ethics, subject to the comments made in the foregoing discussion.**

41 **UCLU MEMORANDUM AND ARTICLES**

Received

41.1 APPENDIX C 3/36 (11-12) – a paper by the Democracy and Communications Officer, UCLU, proposing changes to the UCLU Memorandum and Articles of Association, with, at Annexe 1, a Special Resolution passed at a general meeting of the UCLU on 23 September 2011.

41.2 An oral report by James Skuse, Democracy and Communications Officer, UCLU.

Reported

41.3 The UCLU Memorandum and Articles of Association submitted by UCLU for approval by Council at its meeting on 24 March 2011 [*Council minute 75A, 2010-11*] included a drafting error in respect of the quorum requirements for members' meetings, which had been set at 2%. This equated to approximately 450 members, a requirement which the Union would continue to struggle to meet, particularly in the absence of

contentious motions.

Discussion

41.4 Whilst Council was mindful of the difficulties created by a quorum set at an unrealistic level, it was suggested that the proposed 0.5% quorum left UCLU in danger of finding itself committed to policies supported by as few as 63 members. Council took the view that the proposed amendment would not provide the protection that a formal quorum level was designed to afford.

41.5 It was agreed that the quinquennial review of the Constitution required by the 1994 Education Act should be brought forward, and that the issue of the quorum should be considered as a part of that process by a group convened for that purpose by UCLU officers in consultation with the Vice-Provost (Operations), with a view to making further proposals to Council in due course.

42 SMART IT PROJECT

Reported

42.1 Council members were in receipt of representations from the UCU in relation to the ongoing Smart IT project, as well as a response from the Director of the Information Services Division to representations made by UCU in January 2012. It was noted that Council had approved at its meeting on 23 November 2011 the disestablishment of the Information Strategy Committee with effect from 1 January 2012 [*Council Minute 24.7, 2011-12*]. The Director of ISD was currently developing proposals for governance of the area, including academic representation, details of which would be submitted to Council in due course.

<p>Matters for approval or information</p>

43 ACADEMIC UNITS OF UCL

Received

43.1 APPENDIX C 3/37 (11-12) – a note outlining proposals (i) to disestablish the Wolfson Institute for Biomedical Research as an academic unit of UCL, in light of its proposed redesignation as a research department within the Division of Medicine, and (ii) to establish an Institute of the Americas, based in the Faculty of Social and Historical Sciences.

RESOLVED

- 43.2 **That, in accordance with UCL Statute 10(1):**
- **the Wolfson Institute for Biomedical Research be disestablished as an academic unit of UCL with effect from 1 April 2012 and be incorporated as a research department in the Division of Medicine with effect from the same date;**
 - **the Institute of the Americas be established as an academic unit of UCL, within the Faculty of Social and Historical Sciences, with effect from 1 April 2012.**

44 REGULATIONS FOR MANAGEMENT - AMENDMENTS

- 44.1 APPENDIX C 3/38 (11-12) – a note by the Secretary to Council, introducing proposed amendments to UCL Regulations for Management.

RESOLVED

- 44.2 **That the amendments to Regulation for Management as set out in the Secretary's note at APPENDIX C 3/38 (11-12) be approved.**

45 FINANCE COMMITTEE – MEMBERSHIP

Received

- 45.1 APPENDIX C 3/39 (11-12) – a note by the Secretary to Council, proposing the appointment of Dr Gill Samuels to the Finance Committee.

RESOLVED

- 45.2 **That Dr Gill Samuels be appointed to the Finance Committee, with effect from 1 March 2012, in the category 'Six persons, who are not employees of UCL or Students, including at least one current lay member of Council, appointed by the Council on the advice of the Nominations Committee.'**

46 BLOOMSBURY MASTERPLAN AND CAPITAL PROGRAMME UPDATE

Received

- 46.1 APPENDIX C 3/40 (11-12) – an update on the Bloomsbury Masterplan by the Deputy Director, Estates Strategy and Space.

47 **REPORTS OF COMMITTEES TO COUNCIL**

Received

- 47.1 APPENDIX C *¹3/41 (11-12) – a list of committee minutes received since the last meeting of Council.

48 **CHAIR'S ACTION ON BEHALF OF COUNCIL**

Received

- 48.1 APPENDIX C 3/42 (11-12) – a note summarising action taken by the Chair since the last report to Council.

Tim Perry
Secretary to Council (and Director of Registry and Academic Services)
March 2012

¹ An appendix or annexe reference preceded by an asterisk indicates that, for the sake of economy, the document was not issued with the Agenda but was available on request to the Council Secretary's office and is filed with these Minutes.