



## COUNCIL

Wednesday 6 October 2010

## MINUTES

### *PRESENT:*

Sir Stephen Wall (*Chair*)

Professor David Attwell	Dr Bob Barber
Ms Anne Bulford ( <i>Treasurer</i> )	Mr Matthew Burgess
Mr Michael Chessum	Ms Philippa Foster Back
Professor Malcolm Grant	Mr Rob Holden
( <i>President and Provost</i> )	Mr Mark Knight
Ms Catherine Newman	Ms Katharine Roseveare
Dr Benet Salway	Dr Gill Samuels
Dr Stephanie Schorge	Professor Chris Thompson
Professor Nick Tyler	Baroness Warwick of Undercliffe
Professor Maria Wyke	

*In attendance:* Mr Rex Knight (Vice-Provost (Operations)); Mr Nick McGhee (Academic Services); Mr Tim Perry (Secretary to Council); Mrs Alison Woodhams (Director of Finance); Professor Michael Worton (Vice-Provost (Academic and International)).

(Mr Allan Schofield (Ranmore Consulting) observed the meeting.)

Apologies for absence were received from Ms Vivienne Parry (*Vice-Chair*).

*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:*

AB	Academic Board
AC	Academic Committee
FC	Finance Committee
GC	Governance Committee
HEFCE	Higher Education Funding Council for England
HE	Higher education
HEI	Higher education institution
HSMT	Health and Safety Management Team
JCUCLB	Joint Committee for the UCL Bloomsbury
LLW	London Living Wage
QR	Quality Research [funding]
RAE	Research Assessment Exercise
SMT	[Provost's] Senior Management Team
UCLU	UCL [Students'] Union
UoA	Unit of Assessment
USS	Universities Superannuation Scheme

**Preliminary Formal Business**

**1 COUNCIL – TERMS OF REFERENCE, CONSTITUTION AND MEMBERSHIP 2010-2011**

***Noted***

- 1.1 APPENDIX \*<sup>1</sup> C 1/01 (10-11) – Council’s terms of reference.
- 1.2 APPENDIX C 1/02 (10-11) – Council’s constitution and membership for the session 2010-11.
- 1.3 APPENDIX C 1/03 (10-11) – a note by the Council Secretary on Council Standing Orders, for information.

**2 AWARDS TO UCL STAFF**

***Received***

- 2.1 APPENDIX C 1/04 (10-11) – a note on the award of major prizes *etc* to members of the academic community of UCL since the last meeting of Council.

**3 MINUTES**

***Approved***

- 3.1 The Minutes of the Council meeting held on 6 July 2010 [*Council Minutes 92-117, 2009-10*] were confirmed by Council and signed by the Chair.

**4 MATTERS ARISING FROM THE MINUTES**

**4a Reform of the UCL committee system**  
[*Council Minute 113, 2009-10*]

***Received***

- 4a.1 APPENDIX C 1/05 (10-11) – a note by the Director of Academic Services, updating Council on developments since the previous Council meeting and summarising the next steps in the committees reform process now envisaged.

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<sup>1</sup> 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.

**Noted**

4a.2

A sub-group of Council members would give prior consideration to further proposals on the reform of UCL committees ahead of these being submitted to Council meetings. One Council member reiterated his view that Governance Committee ought to have been involved in the committees review process before proposals were submitted to Council for approval in July 2010. The Chair noted that it would be for the sub-group to decide who they might wish to talk to in reaching a view to put to Council as a whole.

**Statutory and Formal Business – matters for formal approval**

**5 REGULATIONS FOR MANAGEMENT – AMENDMENTS**

***Received***

- 5.1 APPENDIX C 1/06 (10-11) – a note by the Secretary to Council, introducing proposed amendments to UCL Regulations for Management at Annexe 1.

***RESOLVED***

- 5.2 **That the amendments to Regulations for Management 2, 4, 5, 7, 8 and 10, as set out in Annexe 1 to the Secretary’s note at APPENDIX C 1/06 (10-11), be approved.**

**6 AUTHORISATION FOR PROVOST TO (CONTINUE TO) TAKE ACTION ON BEHALF OF COUNCIL IN ABSENCE OF CHAIR**

*[Council Minute 6, 2009-10]*

***Noted***

- 6.1 UCL Statute 9 provided as follows:
- Subject to the provisions of the Charter and Statute 6 (5), the Chairs of the Council, the Academic Board, the Faculty Boards, and all Committees and Sub-Committees of the College shall be empowered to take action on behalf of those bodies, in any matters being in their opinion either urgent (but not of sufficient importance to justify a Special Meeting of the appropriate body) or non-contentious. Such action shall be reported to the appropriate body at its next Meeting.
- 6.2 At its first meeting of each session, Council traditionally authorised the Provost, in the absence of the Chair, to act on its behalf on matters of urgency requiring action between meetings of Council.

***RESOLVED***

- 6.3 **That authority continue to be given to the Provost to act, in the absence of the Chair, on behalf of Council on matters of urgency requiring action between meetings of Council (any such actions to be reported to the following meeting of Council).**

7 **INDEPENDENCE OF CLERKING ARRANGEMENTS FOR UCL COUNCIL**

[Council Minute 7, 2009-10]

**Noted**

7.1 At its meeting on 14 December 2000 Council had approved a Protocol 'for the conduct of the Council Secretary in the event of actual or potential conflict and for the Council formally to review its satisfaction with the independence of its clerking arrangements' [Council Minute 14, 2000-01]. The Protocol included the following provision:

At its first normal meeting of each session, the Council should be asked formally to confirm its satisfaction with the independence of its clerking arrangements. If, in the preceding 12 months, any instance of potential or actual conflict has arisen between the Council Secretary's duties and duties as a manager at UCL, the Chair of Council will report thereon to Council.

7.2 The Council officers were satisfied that there had been no instance in the last 12 months of potential or actual conflict arising between the Council Secretary's duties and his duties as a manager at UCL.

**RESOLVED**

7.3 **That Council confirm its satisfaction with the independence of its clerking arrangements in the period 1 October 2009 – 30 September 2010.**

8 **JOINT COMMITTEE FOR THE UCL BLOOMSBURY – ANNUAL REPORT 2009-10**

[Council Minute 8, 2009-10]

**Noted**

8.1 Prior to its disestablishment with effect from 1 September 2010, the JCUCLB was charged by its terms of reference (*inter alia*):

1. To control the allocation of the UCL Bloomsbury (Theatre) among its various users.
2. To advise Council on the policy for the use of the Theatre.

8.2 The Joint Committee was further charged by its terms of reference to make an annual report to Council.

**Received**

8.3 APPENDIX C 1/07 (10-11) – the Annual Report to Council for 2009-10 of the Joint Committee for the UCL Bloomsbury.

**RESOLVED**

8.4 **That the Annual Report 2009-10 of the Joint Committee for the UCL Bloomsbury at APPENDIX C 1/07 (10-11) be approved.**

9 **UCL HEALTH AND SAFETY POLICY**

[Council Minute 115, 2007-08]

**Noted**

- 9.1 At its meeting on 26 March 2002 Council received and approved a report and recommendations by the Health and Safety Management Team regarding Directors' responsibility for health and safety. In doing so, Council noted in particular that the HSMT proposed that henceforth Council be asked formally to approve the UCL Statement of Safety Policy, on the recommendation of the Provost.
- 9.2 The latest version of this policy document had been approved by HSMT – for recommendation to Council – at its meeting on 28 September 2010. The structure of the material had been revised for the current year to include the main policy statement (now headed 'UCL Health and Safety Policy') and a more detailed 'Organisation and Arrangements' document, which described how UCL currently met the policy's aims. The Head of Safety had advised Council officers that, in future years, this detailed document would be replaced by an executive summary of the changes made to 'Organisation and Arrangements' in the intervening year.

**Received**

- 9.3 APPENDIX C 1/08 (10-11) – the latest version of the UCL Health and Safety Policy with, at \*Annexe 1, the associated 'Organisation and Arrangements' document.

**RESOLVED** – on the recommendation of the Health and Safety Management Team

- 9.4 **That the UCL Health and Safety Policy at APPENDIX C 1/08 (10-11) be approved.**

10 **HEALTH AND SAFETY MANAGEMENT TEAM - ANNUAL REPORT TO COUNCIL 2009-10**

[Council Minute 33, 2009-10]

**Noted**

- 10.1 The Health and Safety Management Team was charged by its terms of reference 'To consider, approve and review, on behalf of Council, the strategy and policies for the management of health and safety at work within UCL', and to submit an annual report to Council on its work. The 2009-10 annual report had been approved by HSMT – for recommendation to Council – at its meeting on 28 September 2010.

**Received**

- 10.2 APPENDIX C 1/09 (10-11) – the HSMT's Annual Report to Council for 2009-10.

**RESOLVED** – on the recommendation of Health and Safety Management Team

- 10.3 That the Annual Report 2009-10 of the HSMT at APPENDIX C 1/09 (10-11) be approved.

11 **UCL COUNCIL REGISTER OF INTERESTS 2010-11**

**Received**

- 11.1 APPENDIX \* C 1/10 (10-11) – the UCL Council Register of Interests for the year 1 October 2010 – 30 September 2011.

**Noted**

- 11.2 The report on UCL's risk management, control and governance arrangements, issued by the HEFCE Audit Service following a visit to UCL in February 2005, recommended that 'To ensure completeness members [of Council] should sign off their own annual declaration [in the Register of Interests] at the first meeting they attend each session'. Members of Council were therefore asked to sign off their entry in the Register at the meeting.

**RESOLVED**

- 11.3 That the UCL Council Register of Interests for the year 1 October 2010 – 30 September 2011 at APPENDIX \* C 1/10 (10-11) be approved.

**Statutory and Formal Business – matters for Information**

**12 HEFCE FINANCIAL MEMORANDUM**

***Received***

- 12.1 APPENDIX C 1/11 (10-11) – a letter dated 16 August 2010 from Sir Alan Langlands, Chief Executive of HEFCE, to the Chair of Council, introducing the revised Financial Memorandum effective from 1 August 2010.

***Noted***

- 12.2 The HEFCE Chief Executive's letter had been sent to the Chairs of all UK HEI governing bodies.

**13 APPOINTMENTS**

***Received***

- 13.1 APPENDIX C 1/12 (10-11) – a list of recent appointments (i) of Heads of Academic Departments and (ii) to established Chairs and Readerships tenable at UCL.

**14 ACTION TAKEN BY THE CHAIR ON BEHALF OF COUNCIL**

*[see also Minute 13 above]*

***Noted***

- 14.1 The Chair had taken action on behalf of Council to approve the following:
- nomination of a UCL member representative in respect of UCL's membership of SUMS Consulting
  - appointment of an academic staff member of Council to Nominations Committee
  - appointment of a member of Council to the Ethical Investment Review Committee
  - membership of the selection panel for the appointment of the Director of the Clinical Trials Unit
  - the Careers Service annual report 2009-10
  - the UCL Race Equality Scheme
  - appointment of an external member of the Chadwick Trust Management Committee
  - appointment of Trustees to the UCL Friends' Trust

**Received**

- 14.2            APPENDIX \* C 1/13 (10-11) with \* Annexes 1-3 – full details of the background to the Chair's action in respect of the above.

**15    REPORTS OF COMMITTEES TO COUNCIL**

[*Note: Any matters arising from meetings of Academic Board, Finance Committee or Audit Committee which required discussion or the formal approval of Council appear as separate items in these Minutes.*]

**15a   Finance Committee**

**Noted**

- 15a.1           The Minutes of the meeting of Finance Committee held on 30 June 2010 would be filed with the Minutes of this meeting (as APPENDIX C 1/14 (10-11)<sup>2</sup>).

**15b   Other committees reporting to Council**

**Noted**

- 15b.1           The Council officers had also received Minutes of the following meetings of committees reporting to Council:

Governance Committee (24 June 2010, 16 August 2010)  
Health and Safety Management Team (8 June 2010)  
Human Resources Policy Committee (10 June 2010)  
Investments Committee (19 April 2010)  
Museums, Heritage and Cultural Property Committee (14 June 2010)

- 15b.2           In accordance with the UCL Committee Operations Code of Practice, the Chair had confirmed that the above Minutes did not contain any matters which needed to be brought to the attention of Council (other than any matters arising from these Minutes which may have been separately notified to the Council officers for consideration by Council).

**16    OUTLINE OF COUNCIL BUSINESS FOR REMAINDER OF 2010-11**

**Received**

- 16.1            APPENDIX C 1/15 (10-11) – a note by the Secretary outlining Council business for its remaining meetings during the session 2010-11.

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<sup>2</sup> An appendix or annexe reference not underlined indicates that the document was issued to Council members or for a Council meeting previously, had been or would be filed with the relevant Council Minutes, and was not reissued.

17 **DATE OF NEXT MEETING**

***Noted***

- 17.1 The next meeting of Council was scheduled to take place on **Wednesday 24 November 2010 at 4.00 pm.**

## Strategic and Management Business

### 18 EQUALITY AND DIVERSITY BRIEFING

#### **Noted**

- 18.1 At its meeting in July 2010 Council had noted [*Council Minute 114*] forthcoming proposals to introduce 'equality champions' from within the membership of Council and the Provost's SMT and that the October 2010 meeting of Council would include a briefing on equality and diversity to coincide with the coming into force of the new Equality Act on 1 October 2010. A briefing session for Council, members of the Provost's SMT and Heads of UCL's Corporate Support Services had taken place immediately before the start of the formal Council meeting. The briefing session was led by Simon Fanshawe, Chair of Council of Sussex University.

#### **Received**

- 18.2 APPENDIX C 1/16 (10-11) – a briefing note by UCL's Equalities and Diversity Co-ordinator on the Equality Act 2010. (The note had also been issued to other participants in the briefing session.)

#### **Reported**

- 18.3 The following Council/SMT members had agreed to act as equality champions in the areas indicated:
- Age - Dr Gill Samuels, Professor Nick Tyler  
Disability - Mr Michael Chessum, Mr Rex Knight  
Gender - Professor Mary Collins, Baroness Warwick  
Race, religion and belief - Ms Katharine Roseveare, Professor Michael Worton  
Sexual orientation and gender identity - Professor Stephen Smith, Sir Stephen Wall.
- 18.4 Equality champions would receive training in how to carry out their roles. It would be important too to consider not only how each pair of champions worked together but also, given the overlap between areas, how the champions might work together as a group.

### 19 FINANCIAL UPDATE 2010-11

[*Council Minute 110, 2009-10*]

#### **Noted**

- 19.1 This first Council meeting of the academic year preceded the first meeting of Finance Committee in session 2010-11. The financial

update to Council did not therefore include a written report *via* Finance Committee but comprised an oral report only.

**Received**

19.2 An oral report by the Director of Finance.

**Reported**

19.3 As UCL had moved to a position of reporting financial accounting in-year it was possible at this stage of the year to report only on the operating budget, which represented approximately two thirds of the financial accounts. The operating budget had risen by 16% to £644 million. A major contributory factor in this rise was an 18% increase in tuition fees; fees from overseas students for the current year now stood at £74 million. Research income had risen 17% to £276 million. The contribution from the operating budget to central costs had risen by £17 million. Costs had also risen although Corporate Support Services were now expected to come in on budget.

20 **UCL ACADEMY IN CAMDEN**

*[Council Minute 117, 2009-10]*

**Noted**

20.1 In early August 2010 UCL received confirmation that the UCL Academy project would proceed on the Swiss Cottage site in Camden.

**Received**

20.2 An oral update report by the Vice-Provost (Academic and International).

**Reported**

20.3 A review of the academies plan by the Secretary of State for Education had resulted in significant delays to the project. Following consultation with stakeholders it had been agreed that it would be impracticable for the school to open in September 2011 as planned, since this would require the securing of temporary accommodation for pupils for the first few weeks of the academic year. The first entry for year 7 pupils would now be in September 2012. Some consideration had also been given to opening in 2012 with a cohort of year 8 students, but this had been ruled out as it would run counter to plans for working in partnership with other schools in the borough; it would also mean that the first cohort of pupils would be denied certain fundamental aspects of the school's ethos such as the mentoring of new year 7 pupils by those in the year above. Discussions were ongoing about the development of a sixth-form centre.

**Discussion**

- 20.4 The delay did not affect the security of funding for the UCL Academy; the project was contractually settled and there was thought to be no risk at this stage of withdrawal of government support. Cuts to the academies programme as a whole would, however, have some consequences for the UCL Academy, notably for the plan to develop a single IT system across all schools in the programme. UCL remained fully committed to working with other local schools as planned.

**21 DEVELOPMENT AND CORPORATE COMMUNICATIONS**

**Received**

- 21.1 An oral update report by the Vice-Provost (Operations).

**Reported**

- 21.2 The former Director of Development and Corporate Communications Art Wasserman, had left UCL in August 2010. The Deputy Director (Development & Alumni Relations), Benedicta Morrow-Slason, had recently resigned. Against this background, the Development & Corporate Communications Office would be restructured as two units – Development and Alumni Relations, and Corporate Communications. The latter (which might be renamed) had been established with effect from 1 October 2010 as a separate Division within the Corporate Support Services, led by Mark Sudbury. The process of recruiting a new Director of Development and Alumni Relations, effectively to succeed Mr Wasserman, was now underway. It would be for the person appointed as Director to consider how best to use the resources currently supporting the post which would fall vacant on Ms Morrow-Slason's departure.

**22 PROVOST'S BUSINESS**

**Received**

- 22.1 An oral report by the Provost.

**22a London Living Wage (LLW)**  
*[Council Minute 117A, 2009-10]*

- 22a.1 As reported recently in the Provost's newsletter, UCL had agreed, in common with some other higher education institutions in London, to work towards implementing LLW pay rates for staff employed by outsourced contractors as these contracts fell due for review over the next year or two. While it was appropriate for UCL, as a morally responsible employer, to move in this direction, making a commitment to do so would, in view of the very serious financial challenges UCL was facing, also necessitate a review of the levels of

service required in the areas in question in order to bring down costs. UCL would be inviting all supporters of the LLW campaign who were also employers to make a similar commitment. It was noted that supporters of the campaign such as the trade unions and the London *Evening Standard* were not themselves signed up to the LLW.

### **Discussion**

- 22a.2 Mr Chessum, a member of the LLW campaign, thanked UCL on behalf of the campaign for its decision, but noted, further to the letter from the UCL Living Wage Campaign which had been handed to Council members arriving for the meeting, that the campaign also saw it as essential that the campaign be consulted during the transition to LLW, that a definitive timeframe for the transition be determined, that the full LLW package be implemented, and that all sub-contracted staff be brought back in-house.
- 22a.3 The Vice-Provost (Operations) noted that UCL was obliged to work with the recognised trade unions over such issues. Setting a definitive timeframe would put UCL in a disadvantageous position in respect of negotiating with sub-contractors. UCL would be considering the other demands of the campaign but it was clear that some of these would carry very significant costs. It was not possible to envisage circumstances in which UCL could agree that no services would be sub-contracted. The fundamental rationale behind such arrangements was that sub-contracting saved the institution money as specialists were in the business of providing efficient services within their areas of expertise. HEIs were under increasing pressure to develop shared services where possible; if shared services were developed in London in such a way that they provided savings to member institutions then UCL could have little justification for not seeking to sign up to these shared services.
- 22a.4 The UCLU position in respect of its own sub-contracted staff was due for discussion at a meeting on 12 October, where a motion would be tabled proposing that all sub-contracted staff receive the LLW from March 2011, when the current contracts were due to expire.
- 22a.5 The Chair noted that UCL's senior management had necessarily to reserve the position on the precise timing and means of implementation of the commitment to the LLW given some of the uncertainties over the cost implications. Council, while it was responsible for overseeing the overall financial situation of UCL, was not in a position to second-guess UCL's senior management on these questions of timing or cost. In any event, it would be a mistake to view this issue in isolation from the many other challenging issues which Council would have to take decisions on as a result of the Government's expected expenditure cuts. The Chair asked that Council be kept apprised of developments.

Tim Perry  
Director of Academic Services (and Secretary to Council)  
19 October 2010