



Council

Friday 14 February 2020 at 2:30pm

Minutes

Present Members:

Professor Michael Arthur; Mr Mintoo Bhandari; Mr Dominic Blakemore; Mr Victor Chu CBE, Chair; Professor Lucie Clapp; Dr Alun Coker; Professor Annette Dolphin; Professor Patrick Haggard; Ms Lindsay Nicholson MBE; Mr Turloch O'Brien CBE; Ms Caroline Paige; Professor Hynek Pikhart; Professor Helen Roberts; Lord Sharkey; Ms Ashley Slanina-Davies; Mr Philip Sturrock MBE; Mr Justin Turner QC; Baroness Valentine; Ms Sarah Whitney.

Attendees:

For Minutes 47 - 54: Dr Matthew Blain, Executive Director, Human Resources
For Minutes 51 - 67: Dame Nicola Brewer, Vice-Provost (International)
For Minutes 51 - 67: Dr Celia Caulcott, Vice-Provost (Enterprise)
For Minutes 51 - 67: Mr Phil Harding, Director of Finance & Business Affairs
For Minutes 51 - 67: Ms Fiona Ryland, Chief Operations Officer
For Minutes 51 - 56: Professor Anthony Smith
For Minute 55, 57 - 58: Ms Francesca Fryer, Director of Estates
For Minute 55: Professor Paola Lettieri, Academic Director, UCL East
For Minute 55: Mr Kevin Argent, Deputy Director Estates and Director of Estates Development
For Minute 55: Ms Helen Fisher, Operations Lead, UCL East
For Minute 56: Professor Hazel Genn, Chair of the Gift Acceptance Committee
For Minute 56: Mr Adrian Punaks, Executive Director of Development
For Minute 59: Dr Kathryn Walsh, Director of Knowledge Exchange Policy and Practice
For minute 60: Ms Collette Lux, Executive Director, UCL Communications and Marketing

Apologies:

Dr Andrew Gould
Ms Lori Houlihan, in attendance
Professor David Lomas, in attendance
Professor David Price, in attendance

Observers:

Mr Ewart Woolridge, CBE
Mr David Allen, OBE

Officer(s):

Ms Wendy Appleby

Ms Anne Marie O'Mullane

Part I: Preliminary Business

47. Declarations of Interest

47.1. Mr Turlogh O'Brien declared an interest in Item 9, "Confidential: Proposed amendments to the Gift Acceptance Committee", as he had received a BP Scholarship at university.

48. Minutes (3-39)

- 48.1. Council approved the minutes of the meeting held on 21 November 2019 [Minutes 22 – 46, 2019-20] subject to the following amendments:
- Removal of a Council member's name from Minute 31.5 j;
 - Change phrase "Jewish community" to "Jewish communities" in Minute 31;
 - Inclusion of wording in Minute 32.2 c. to reflect the fact that Council should consider items in a timely manner as time sensitivity should not be used as a reason for approval,
- 48.2 It was agreed that Paper 3-58, Action taken by the Chair, would be updated to outline the process undertaken by the Chair and the Treasurer to review the additional information supplied by the Estates team, informing the Chair's Action taken in line with the decision of Council on November 21 2019 (Minute 32.3 b).

49. Matters Arising

49.1. As the agenda for the February 2020 Council meeting had been so busy, the decision had been taken to postpone discussion of the establishment of the Governance and Compliance Committee until the June Council meeting. This would allow for views on the matter to be conveyed through the Council Effectiveness Review.

50. Appointment of President and Provost (3-40)

- 50.1. Exempt from publication, please see confidential minutes.
- 50.2. Exempt from publication, please see confidential minutes.
- 50.3. Exempt from publication, please see confidential minutes.

Part II: Strategic Items for Discussion

51. Provost's Business

51.1. The Provost reported the following items to Council:

Rankings Performance

- a. UCL was the biggest recipient of UK research council funding in 2018-19, being awarded £139.9m million in competitive grants and fellowships, putting it a long way ahead of Oxford which was in second place.
- b. UCL was ranked third globally in another recent league table which assessed performance based only on scientific citations.

Brexit

- c. It was now certain that staff could make applications to Horizon 2020. It was expected that tuition fees for EU students would be the same as for domestic students until 2021; it was unclear what would happen after this point. The Russell Group was encouraging an articulation agreement to be put in place for EU, European Research Council and Erasmus funding.

Ministerial portfolio changes

- d. Michelle Donelan has been appointed as the new Universities Minister. The science portfolio had been split away and this would sit within the Department for Business, Energy and Industrial Strategy, indicating that the government viewed universities as separate to research and science.

Coronavirus

- e. No cases had been reported at UCL and five UCL students had returned from the Hubei region and had tested negative for Coronavirus. A Coronavirus Group had been set up to establish a mitigation plan to address the consequences which were already being felt.
- f. There had been an incident on campus where two Chinese students had been abused as a result of the Coronavirus. The Provost had written to all students with advice and information on seeking support and all staff and students were encouraged to report similar incidents.

Commission of Inquiry Report

- g. The Commission of Inquiry Report had been circulated to all Council members and Academic Board had its initial consideration Report at its meeting on the 12 February 2020. The Report contained many factual

inaccuracies which would be amended before the consideration of its recommendations by Academic Board.

Inquiry into the History of Eugenics at UCL

- h. The Inquiry into the History of Eugenics at UCL, led by Professor Iyiola Solanke of the University of Leeds was due to report on the 28th February 2020. This inquiry had been commissioned by UCL in 2018. The report was quite hard-hitting, appropriately so, and the report's recommendations would be brought back to Academic Board and Council for consideration.

Financial Position

- i. Forecast 1 which was being considered later on the agenda, showed there was a £15m shortfall to budget. This was due to additional liabilities that had arisen in relation to pay and pensions, the aligning of outsourced terms and conditions and other matters. There were short-term measures being taken and SMT was looking at the medium-term and longer term measures to address the shortfall; these would be shared widely with the academic community before being brought through Finance Committee and Council for consideration in two or three months-time.

Fire Safety

- j. The decision has been taken to close Hawkrige House as the tower block has cladding that UCL believes that the government is likely to ban although it was not the same as that at Grenfell Tower. The hall was for postgraduate students who would be moving to alternative accommodation. Where the new accommodation was more expensive accommodation, students would not incur additional costs and their moving costs would also be covered.

Insourcing Letter

- k. A letter had been circulated to Council members from the IWGB on the insourcing of cleaning and security staff. Council noted UCL's position of working with Unison, one of the UK's largest unions and UCL's recognised trade union for this group of staff. Dr Matthew Blain, Director of Human Resources, explained that meetings were taking place regularly with Unison representatives. Council discussed UCL's approach to outsourcing, including progress with the levelling-up of terms and conditions for outsourced staff in line with staff employed directly by UCL. On the question of insourcing this group of staff, Council was informed that there were a number of benefits to the outsourced approach including flexibility for staff to work across several contracts and the expertise of the organisation to deliver these specialist services.

52. Special Resolution: Amendments to Charter and Statutes (3-50)

- 52.1. The Secretary to Council introduced the paper setting out a request to consider a special resolution for proposed amendments to the Charter and Statutes. Previously, Council had passed a Special Resolution to petition for a supplemental Charter and amendments to the Statutes, which had been duly lodged with the Privy Council. Due to delays in the passing of the University of London Act and the introduction of the Office for Students since the lodgement was made, the Privy Council has advised that it now required a fresh resolution.
- 52.2. It was noted that there should be an amendment to Section 6 of the Charter, where the reference to College in line four should be changed to University. This would be captured and reflected in the resolution that would be considered for the second reading.
- 52.3. Council:
- a. Received the advice of Academic Board from its meeting on the 12 February 2020 and agreed to include a further amendment to the Statutes, Statue 7(1)(A) delete “The Education and Campaigns Officer of the Students’ Union, the Medical and Postgraduate Students’ Officer of the Students’ Union” and replace with “Two Students’ Union Officers designated by the Students’ Union”.
 - b. Being duly constituted, and being convened with 28 days’ notice resolved to pass a Special Resolution and to petition Her Majesty the Queen for the grant of a Supplemental Charter to reflect the changes to the Charter and Amended Statutes.
 - c. The resolution was passed by a majority consisting of not less than two thirds of those present and voting and which was an absolute majority of all the members of the Council.

53. Financial Update (3-41)

- 53.1. The Director of Finance & Business Affairs introduce the paper setting out Forecast 1 for 2019/20. The key points made were:
- a. There was potential exposure due to the Coronavirus. Modelling had indicated that fee income from students in the Hubei region amounted to £6.5m; the fee income for the rest of China and Hong Kong amounted to £120m. This, however, was not the full extent of the exposure but it gave an indication.
 - b. The total forecast surplus for the 2019-20 financial year was £57.2m against a budget of £72.2m. This represented a shortfall of £15m with a corresponding reduction in UCL’s surplus as a percentage of income to 3.7% versus a budgeted 4.6%.

- c. The balance of the £15m shortfall, excluding the USS pension/interest movement, TOPS and exception items was driven by an adverse variance within PS/VP's of £6.2m.
- d. There had been positive movement on staff cost, however, there had been an increase in contractor and agency costs.
- e. UCLB would deliver a better than forecast level of performance.
- f. The capital expenditure forecast for 2019-20 stood at £246.4m against a budget of £277.5m. The forecast reduction in spend was due to the re-profiling of spend for the UCL East project, due to the prolonged pre-construction period.
- g. The forecast anticipated a year-end cash balance of £101m which was a reduction in overspend of £113m on the opening position.
- h. It was recognised that this was an unsatisfactory position for forecast 1 and that steps were being taken to address the variance and to improve performance against the central improvement target.

53.2. The following points were made during discussion:

- a. Now was a time that care was needed as there was potential for global financial shocks due to the Coronavirus.
- b. Exempt from publication, please see confidential minute.
- c. Exempt from publication, please see confidential minute.
- d. Performance against Forecast 1 was disappointing. It was quite late in the year to try to influence positively such an adverse variance.

53.3. Council noted the 2019/20 Forecast 1 position.

54. UUK Consultation with USS Employers on the Joint Expert Panel's second report (3-42)

54.1. The Executive Director of Human Resources introduced the paper on the UUK consultation with Universities Superannuation Scheme (USS) on the Joint Expert Panel's second report (JEP2) which set out a draft consultation response. The key points made in the presentation were:

- a. UUK had launched an employer consultation on JEP 2. UCL was consulting with stakeholders with the aim of collating wider employee feedback. This would be used to amend the final UCL response to take account of any significant trends from the feedback.
- b. Due to the tight timings involved, permission was being sought to delegate authority to the President and Provost to sign off the final version of the response.

54.2. During discussion, the following points were made:

- a. There was discussion of the proposal to remove the casting vote from the JNC Chair and how deadlock would be broken in the absence of such a mechanism to avoid the risk of decisions being impeded in such a circumstance.

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- b. It was noted there was an ongoing industrial dispute with UCU members undertaking 14 days of strike action over February and March.
- c. It was agreed that under the section “Valuation Governance” that the response should be amended as follows: when USS makes a valuation it should set out the best and worst scenarios. This amendment was suggested as it may help with building trust in USS.

54.3. Council:

- a. approved the draft consultation response, subject to the inclusion of the amendment to the wording of the response to “Valuation Governance”;
- b. granted delegated authority to the President and Provost to adjust the response based on feedback from the current all staff consultation.

55. UCL East (3-43)

- 55.1. Exempt from publication, please see confidential minutes.
- 55.2. Exempt from publication, please see confidential minutes.
- 55.3. Exempt from publication, please see confidential minutes.

56. Proposed amendment to the Gift Acceptance Policy (3-44)

- 56.1. Exempt from publication, please see confidential minutes.
- 56.2. Exempt from publication, please see confidential minutes.
- 56.3. Exempt from publication, please see confidential minutes.

57. Estates Strategy (3-45)

- 57.1. The Director of Estates, introduced the paper which set out the principles and approach to the planning and developments of the academic estate over the next 5 - 10 years. The following key points were made in the presentation:
 - a. The Estates strategy supported UCL’s overall vision and set out the direction for how UCL’s campuses and physical infrastructure would contribute to research, education, innovation, and to UCL’s community over the next decade.
 - b. In order to support the continued success of the academic community, it will be necessary to grow the estate while also improving the quality of the space UCL possesses.
 - c. The Estates strategy would be complemented by the Sustainability, Residences and Fabric Strategies. The latter two strategies would be considered by Council in the future.
- 57.2. The following points were made during the discussion:

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- a. It was queried whether the growth in headcount set out in the paper was a result of bottom-up or top-down drivers. The Director of Estates confirmed that it as a mixture of both. Up until 2022 it was bottom-up, thereafter was a funding assumption of 2% increase per annum until 2034.
- b. Council had yet to receive information about the Hampstead Campus, based at the Royal Free Hospital.
- c. The operation of the Capital Projects Sub-Committee in relation to Estates Management Committee was questioned. It was confirmed that there was no change proposed in relation to current governance arrangements.
- d. The view was expressed that hot-desking was not appropriate for academic staff and some professional services staff. Furthermore, it was important for academic staff that there were café and rest spaces as these were important areas for engaging with fellow colleagues. It was equally important to have such facilities for professional services staff and it was apparent that recent developments has resulted in the de-prioritisation of such spaces.
- e. In the view of some Council members, recent business cases have not been fit for purpose, therefore, it was important to get these right as they were central to good decision-making. The Director of Estates confirmed that the team were working on governance processes.
- f. One member had received feedback that there were issues with P-Block; it was not working successfully for many researchers, therefore, work on the Biological Services Unit needed to be accelerated.
- g. There was a query about when UCL expected to be carbon zero. The Director of Estates advised that this was dependent on carbon removal from existing buildings and the Sustainability Strategy was addressing this matter. Faculties were able to track carbon activities on Tableau.
- h. There was a question why only £5million was allocated to accessibility costs.

57.3. Council approved the Estates Strategy.

58. Interim Capital Fund Extension Request (3-46)

58.1. Exempt from publication, please see confidential minutes.

58.2. Exempt from publication, please see confidential minutes.

58.3. Exempt from publication, please see confidential minutes.

59. Innovation and Enterprise at UCL: Strategy Update (3-47)

59.1. The Vice-Provost (Enterprise) introduced a paper setting out progress against the priorities in the UCL Innovation and Enterprise Strategy. The following key points were made during the presentation:

- a. In the areas where metrics were available and could be interpreted, UCL occupied a top three UK position, which positioned it strongly for the forthcoming Knowledge Exchange Concordat (KEC) and Framework (KEF).
- b. Areas of strength for Innovation and Enterprise were: consultancy, spin-out performance and student entrepreneurship.
- c. UCL's Knowledge Transfer Partnership portfolio has shown year on year growth.
- d. UCL's location in London provided it with a rich environment for collaborative working with innovation partners. UCL was deeply embedded in the healthcare, clinical medicine and translational research ecosystem in London which has contributed to its spin-out success.
- e. Council members were encouraged to consider how they could support development of partnerships with external, innovative partners.

59.2. The following points were made during the discussion:

- a. Council members welcomed the progress that had been demonstrated in the report.
- b. While Technology Fund 1 and 2 had been successful, it was felt that the pace was incremental rather than dynamic and the ambition might be greater. It was noted, however, that cumulative investment did not mean positive outcomes for the university as licensing was more lucrative than market capitalisation
- c. A council member had encountered criticism of UCL Consultancy. The Vice-Provost (Enterprise) was surprised with this perception as UCL Consultancy had exponentially improved performance in recent years.
- d. It was recognised that further work was required on research partnerships. UCL was working to improve the process of contract negotiation.

59.3. Council noted the progress UCL was making in all aspects of innovation and enterprise.

60. Annual Report on Enabler F: Communicating and Engaging (3-48)

60.1. The Executive Director, UCL Communications and Marketing presented on progress with Enabler F: Communicating and Engaging. The following key points were made during the presentation:

- a. The Brand Power Index showed that UCL's brand awareness lagged reality behind the reality of its standing as a world-leading university.

Work was underway to address this matter including redesigned merchandise available on the online shop.

- b. UCL had strong media relations results: coverage had increased 20% in the last year with over 1,000 pieces of top tier media coverage in national and international media. There were now effective protocols in place for reactive and crisis communications mitigation.
- c. UCL's new focus on "thought leadership" has led to over 95 UCL comment pieces in top-tier media. In particular, syndication through Globelynx had driven brand recognition.
- d. There has been in-house training of over 800 academics and students in the last year equipping individuals to promote their work in the media.
- e. A major success has been the communication of the UCL Campaign through storytelling.

60.2. The following points were made during the discussion:

- a. Council welcomed the excellent progress demonstrated in the report on Enabler F and congratulated the Director of Communications and Marketing on the step change that she had achieved.
- b. While the messaging changed according to the market for recruitment purposes, it was recommended that there should be a core that was identifiable throughout the messages.
- c. The recruitment of international students from China was discussed.

60.3. Council noted the Annual Report on Enabler F: Communicating and Engaging.

Part III: Other Business for Approval or Information

61. Amendment to UCL Financial Regulations (3-49)

- 61.1. Council, on the recommendation of Finance Committee, approved the following amendment to the Financial Regulations to amendment delegation authorities for research contracts from the Director of Research Services to the Chief Operating Officer, who may sub-delegate as appropriate.
- 61.2. Council noted the new authorities set out in Table 1, Authorisation Levels and Delegated Authorities, which were approved by Finance Committee on the 31 January 2020. These would come into immediate effect and would be documented in the Delegated Authorisation Limits.

62. OfS Regulatory Framework – Continued Council Oversight, Reportable Events and Requested Information (3-51)

- 62.1. Council noted the report on the continued approach to oversee UCL's compliance with the OfS Regulatory Framework for which the UCL Council holds ultimate responsibility.
- 62.2. Council approved the delegation to the Secretary to Council to approve the submission of reportable events on behalf of Council.

63. Research Integrity Annual Statement (3-52)

- 63.1. Council approved the Research Integrity Annual Statement for 2018-19.

64. Establishment of Academic Units: UK Dementia Research Institute HQ (3-53)

- 64.1. Council approved the establishment of UK Dementia Research Institute HQ, to be set up as a separate academic department within the Faculty of Brain Sciences with effect from 1 May 2020.

65. Establishment of Academic Units: Institute for Risk and Disaster Reduction (3-54)

- 65.1. Council approved the establishment of the Institute for Risk and Disaster Reduction, as an academic unit within the Faculty of Mathematical and Physical Sciences with effect from 1 September 2020.

66. Council Effectiveness Review Update (3-55)

- 66.1. Exempt from publication, please see confidential minutes.

67. Library Committee Annual Report (3-56)

- 67.1. Council noted the Library Committee Annual Report 2018/19.

68. Academic Committee Annual Report (3-57)

- 68.1. Council noted the Academic Committee Annual Report 2018/19.

69. Action taken by the Chair (3-58)

- 69.1. Council received a report on action taken by the Chair on behalf of Council since the last report. The action taken was the approval of a proposal set out in Paper 2-24, 2019-20, UCL School of Management Expansion, One Canada Square, Canary Wharf presented to Council on the 21 November 2019.

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69.2. Council agreed that the paper would be updated to give further information on the sub-group's consideration of the information provided by UCL Estates.

70. Minutes of Academic Board, Audit Committee and Finance Committee (3-59)

70.1. Exempt from publication, please see confidential minutes.

71. Date of Next Meeting

71.1. The next meeting of Council would take on Friday 17 April 2020 at 9.00am in the Council Room.

Ms Wendy Appleby, Secretary to Council
March 2020