



## Council

Friday 22 October 2021 at 9:00am

Video-Conferencing meeting via Zoom

### Minutes

#### Present Members:

Mr Victor Chu CBE (Chair); Professor Stephanie Bird; Professor Jonathan Butterworth; Mr Dominic Blakemore; Dr Alun Coker; Dr Martin Fry; Ms Lindsay Nicholson MBE; Mr Turlogh O'Brien CBE; Professor Helen Roberts; Professor Ralf Schoepfer; Lord Sharkey; Dr Michael Spence; Mr Philip Sturrock MBE; Mr Osman Teklies; Baroness Valentine; Ms Sarah Whitney.

#### Attendees:

For Minutes 1-23: Dr Clare Goudy, Chief of Staff, President & Provost's Office

For Minutes 1-23: Ms Natasha Lewis, General Counsel

For Minutes 1-23: Ms Fiona Ryland, Vice-President (Operations)

For Minutes 1-23: Professor Anthony Smith, Vice-Provost (Faculties)

For Minute 7: Professor Sasha Roseneil, Pro-Provost (Equity and Inclusion)

For Minute 7: Ms Lucie March, Head of Access and Widening Participation

For Minute 7: Ms Katy Redfern, Associate Head of Outreach and Admissions

For Minute 7: Ms Nadine Carpenter, Project Administration Manager, President and Provost's Office

For Minute 9: Mr Ian Galloway, Commercial Director

For Minute 9: Mr Ian Dancy, Executive Director of Operations

For Minute 9: Ms Helen Fisher, UCL East Operations Lead

For Minute 11: Ms Joyce Bill, Interim Chief Financial Officer

For Minute 12: Dr Matthew Blain, Chief People Officer

For Minute 12: Mr Max Hill, Director of Workplace Health

For Minute 12: Mr Paul Stirk, Director of Safety Services

#### Apologies:

Mr Ayman Benmati

Dr Andrew Gould

Dr Justin Turner QC

#### Officer(s):

Ms Anne Marie O'Mullane, Interim Secretary to Council

Ms Freya Markwell, Governance Support Officer

Ms Olivia Whiteley, Governance Officer

## **Part I: Preliminary Business**

### **1. Operation of the Meeting**

- 1.1. Owing to the lockdown imposed by the Government as a consequence of the Covid-19 pandemic, it was not possible to convene a meeting in person of Council. Therefore, members of Council were participating in a video conference, using tools that enable all members to see and hear each other simultaneously. Decisions would be ratified by Chair's Action after the meeting.

### **2. Introduction**

- 2.1. The Chair of Council welcomed Professors Stephanie Bird and Jonathan Butterworth to their first meeting as Council members.
- 2.2. The Chair of Council welcomed Ms Natasha Lewis, General Counsel, to her first meeting in attendance at Council.

### **3. Constitution and Terms of Reference of Council (1-01)**

- 3.1. Council noted its terms of reference, constitution and membership for 2021/22.

### **4. Declaration of Interests**

- 4.1. The Chair of Council invited Council members to declare any new interests they may have or any interests they had in the items being considered at the meeting.
- 4.2. There were no new interests declared.

### **5. Minutes of the Last Meeting (1-02)**

- 5.1. Council approved the minutes of the meeting held on 13 September 2021 subject to the following amendments being made:
  - a. Insertion of the following footnote to Minute 161.4. (2020-21): The Department of Electronic and Electrical Engineering have subsequently published the following tribute to Professor Sir Eric Ash: 4 October 2021 - Remembering Professor Sir Eric Ash (1928 - 2021)  
<https://www.ucl.ac.uk/electronic-electrical-engineering/news/2021/oct/remembering-professor-sir-eric-ash-1928-2021>.
  - b. Minute 161.4.: Remove the "s" at the end of "Electronic".

**6. Matters Arising**

- 6.1. Arising from Minute 164.2.c, 2020-21, on the audit of ventilated rooms, the following update was provided by Ms Fiona Ryland, Vice-President (Operations):
- a. Over 200 mechanically ventilated teaching rooms were recently surveyed. Where lower airflows were found, the room capacity was reduced or the room was taken out of circulation. In total 16 rooms had been taken out of circulation. In line with best practice, flow of air into rooms had been maximised and air would not be re-circulated.
  - b. In naturally-ventilated rooms, windows had to be kept open.
  - c. Ventilation was just one of many measures, alongside face covers and vaccinations.

**Part II: Strategic Items for Discussion**

**7. Confidential: The Future of Widening Participation at UCL (1-03)**

- 7.1. Exempt from publication, please see confidential minutes.
- 7.2. Exempt from publication, please see confidential minutes.
- 7.3. Exempt from publication, please see confidential minutes.

**8. Confidential: UCL Security Tender – Contract Award (1-04)**

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

**9. Confidential: UCL East Facility Management Services (1-05)**

- 9.1. Exempt from publication, please see confidential minutes.
- 9.2. Exempt from publication, please see confidential minutes.
- 9.3. Exempt from publication, please see confidential minutes.

**10. Confidential: Provost's Report to Council (1-06)**

- 10.1. Exempt from publication, please see confidential minutes.
- 10.2. Exempt from publication, please see confidential minutes.
- 10.3. Exempt from publication, please see confidential minutes.

**11. Confidential: Financial Update: 2020-21 Outturn and 2021-22 Forward Look (1-07)**

- 11.1. Exempt from publication, please see confidential minutes.
- 11.2. Exempt from publication, please see confidential minutes.
- 11.3. Exempt from publication, please see confidential minutes.
- 11.4. Exempt from publication, please see confidential minutes.

**12. Workplace Health and Safety Report (1-08)**

- 12.1. Dr Matthew Blain, Chief People Officer, introduced the Workplace Health and Safety Report which provided a summary of health and safety performance at UCL for September 2021 including any relevant interventions from the enforcement agencies. Dr Blain also provided details on a Reporting of Injuries, Diseases and Dangerous Occurrences Regulations (RIDDOR) reportable event that took place in October in the Faculty of Brain Sciences. The Health and Safety Executive had been notified.
- 12.2. During discussion the following key points were made:
  - a. The report should follow the paper template style with a summary included in the main paper and the longer report in the appendix.
  - b. Dr Blain advised that the reduction in lateral flow testing at the asymptomatic test centre could be because staff and students were availing of undertaking testing using the kit ordered from the government website. Staff and students were expected to get tested twice a week.
  - c. In response to a question, Mr Paul Stirk, Director of Safety Services, advised that the Office of the General Counsel provided advice on the release of data gathered as part of investigations for reportable events. The decision to release data was on a case-by-case basis and resided with the head of the unit.
  - d. In response to a question on potential under-reporting of sickness absence and the need to use data to identify patterns and trends, Dr Matthew Blain, Chief People Officer, advised that a new reporting system was being introduced shortly which would make reporting easier.
  - e. The Work Health and Safety Committee had issued stress management standards. Departments were required to put plans in place to address stress management.
  - f. Dr Matthew Blain, Chief People Officer, confirmed that a Pulse Survey was regularly circulated to staff. There were approximately 1000 responses on a weekly basis. During the pandemic, wellbeing was rated between 60 – 70%. This had deteriorated in the last couple of weeks and was more pronounced for academic staff. Workload was considered to be

a factor. The HR leadership team considered the advice on a weekly basis in order to assess any action that could be taken.

12.3. Council noted the Workplace Health and Safety Report.

**13. UCL's Risk Profile (1-09)**

13.1. Ms Fiona Ryland, Vice-President (Operations) introduced UCL's current risk profile and a proposed preferred approach on reporting regularly to Council on changes to UCL's risk profile.

13.2. During discussion the following key points were made:

- a. Mr Dominic Blakemore, Chair of the Audit Committee, advised that risk management was a well-managed process at UCL and it was important to not over-engineer processes.
- b. In response to a question on the ready availability of the Strategic Risk Register to Council members, the Vice-President (Operations) confirmed that it would be shared with Council on a twice-yearly basis.
- c. In response to a question, it was confirmed by Ms Fiona Ryland, Vice-President (Operations), that risks associated with cyber security and sustainability were being managed and reported.
- d. In response to a question on progress with increasing UCL's Directors and Officers Liability (D&O) Insurance, the Interim Secretary to Council confirmed that Ms June Campbell, UCL Insurance Manager, was engaging with the insurance market to obtain a quote for increasing D&O Insurance to £20m. It was agreed that there should be a session delivered to Council members on the nature of their fiduciary duties as Council members and the potential liability they would be exposed to as Council members.

13.3. Council approved the reporting of the Strategic Risk Register to Council on a twice-yearly basis with changes to UCL's risk profile being reported via the Provost's Report to Council.

**14. Confidential: Committee Reports (1-10)**

**Report from the Chair of Finance Committee**

14.1. Exempt from publication, please see confidential minutes

**Report from the Chair of Audit Committee**

14.2. Exempt from publication, please see confidential minutes.

**Part III: Other Business for Approval or Information**

**15. Confidential: Strategic Plan (2022-2027) (1-11)**

15.1. Exempt from publication, please see confidential minutes.

**16. Vice-Provost and Vice-President Appointments**

**Confidential: Appointment of the Vice-Provost (Education & Student Experience) (1-12)**

16.1. Exempt from publication, please see confidential minutes.

**Confidential: Appointment of the Vice-President (Strategic Planning) (1-13)**

16.2. Exempt from publication, please see confidential minutes.

**17. Register of Interests 2021/22 (1-14)**

17.1. Council noted the Register of Interests for members of Council and attendees at Council meetings between October 2021 and 30 September 2022.

**18. Appointments**

**Appointments to Council Committees (1-15)**

18.1. Council approved the appointment of Ms Tina Harris as a member of Audit Committee from 1 January 2022 for the duration of her term as a Council member.

18.2. Council approved the appointment of Ms Christine Ohuruogu as a member of Nominations Committee from 1 January 2022 for the duration of her term as a Council member.

**Confidential: Provost's nomination for UCL Honorary Degree (1-16)**

18.3. Exempt from publication, please see confidential minutes.

**19. Confidential: Requests for Use of the UCL Brand (1-17)**

19.1. Exempt from publication, please see confidential minutes.

**20. To Approve Changes to Council Committees**

**Proposed change to the Constitution of Honorary Degrees and Fellowships Committee (1-18)**

20.1. Council approved the proposed changes to the Constitution of Honorary Degrees and Fellowships Committee with immediate effect.

**Proposed change to the Constitution of Nominations Committee (1-19)**

- 20.2. Council approved the proposed change to the Constitution of Nominations Committee.

**21. Amendments to the Regulations for Management (1-20)**

- 21.1. Council approved the proposed changes to the Regulations for Management.

**22. Confidential: Council Business Plan 2021/22 (1-21)**

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

**23. To Receive the Following Reports**

**OfS Standing Report (1-22)**

- 23.1. Council noted the OfS Standing Report.

**Confidential: UCL Seal Report (1-23)**

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

**Suspensions and Exclusions of Students Report, 2020-21 (1-24)**

- 23.3. Council noted the report on the number of students suspended and/or excluded from UCL in the academic year 2020-21.

**Action Taken by the Chair (1-25)**

- 23.4. Council received a report on action taken by the Chair since the last report to Council. Action was taken as follows:
- a. In accordance with discussions at the Council meeting of 13 September 2021, the following action was taken by the Chair:
    - i. Approved the minutes of the meetings held on 8 July and 9 August 2021.
    - ii. Approved the changes to the Terms of Reference and Constitution of Academic Committee.
    - iii. Approved the changes to the Constitution of Honorary Degrees and Fellowships Committee.
    - iv. Approved the changes to the Regulations for Management.
    - v. Approved the re-appointment of Baroness Valentine as an external Council member from 1 January 2022 until 31 July 2022.
    - vi. Approved the appointment of Dr Martin Fry as a member of Audit Committee from 1 October 2021 for the duration of his term of office as a Council member.
    - vii. Approved the appointment of Dr Martin Fry as a member of Nominations Committee from 1 October 2021 for the duration of his term of office as a Council member.

- viii. Approved the re-appointment of Mr Philip Sturrock MBE and Ms Lindsay Nicholson MBE to Nominations Committee for the duration of their terms on Council.
  - ix. Affirmed in line with protocols on long service, Mr Dominic Blakemore's appointment to Audit Committee for the duration of his term on Council.
  - x. Approved the re-appointment of Ms Lindsay Nicholson MBE to the Honorary Degrees and Fellowships Committee for the duration of her term on Council.
  - xi. Approved retrospective re-appointments to the Remuneration and Human Resources Strategy Committee as follows:
    - Ms Lindsay Nicholson MBE, for the duration of her term on Council;
    - Mr Turlogh O'Brien CBE, for a second three-year term ending on 30 September 2023; and
    - Lord Sharkey, for the duration of his term on Council.
  - xii. Approved the de-appointment Ms Wendy Appleby as Secretary to Council with effect from 30 September 2021.
- b. The Chair of Council took the following actions for reasons of urgency:
- i. Delegated authority to the President and Provost to approve the final response, due by noon on 22 September, 2021, to the UUK Consultation on the USS draft Recovery Plan, Schedule of Contributions and Statement of Funding Principles resulting from the USS Joint Negotiating Committee's approval of the UUK proposal to reform USS benefits with effect from 1 April 2022.
  - ii. Approved the following recommendations of Nominations Committee:
    - The appointment of Professor Stephanie Bird as a member of Finance Committee from 1 October 2021 for the duration of her term as a Council member.
    - The co-option of Ms Tania Holt to Finance Committee from 1 October 2021 until 31 December 2021.
    - The appointment of Ms Tania Holt as a member of Finance Committee from 1 January 2022 for the duration of her term on Council.

23.5. Exempt from publication, please see confidential minutes.

**Change of Trustee: UCL Friend's Trust (1-26)**

23.6. Council noted the appointment of Mr David Benson as a Trustee of the UCL Friends' Trust for a three-year term in the first instance with effect from 1 August 2021.

Ms Anne Marie O'Mullane, Interim Secretary to Council  
October 2021