



COUNCIL

Thursday 30 March 2017

MINUTES

PRESENT:

Dame DeAnne Julius (*Chair*)

Professor Michael Arthur
(*President and Provost*)
Mr Dominic Blakemore
Lord Clement-Jones
Dr Andrew Gould
Mr Simon Melliss
Ms Lindsay Nicholson
Baroness Valentine
Dr Andrew Wills

Mr Ven Balakrishnan
Ms Halima Begum
Professor Lucie Clapp
Dr Martin Fry
Ms Nahid Majid
Mr Zakariya Mohran
Mr Philip Sturrock (*Treasurer*)
Baroness Warwick (*Vice-chair*)

In attendance: Ms Wendy Appleby (Secretary to Council); Dame Nicola Brewer (Vice-Provost (International)); Dr Celia Caulcott (Vice-Provost (Enterprise and London)); Dr Andrew Elder (Albion Ventures LLP) [*for minute 66*]; Professor Mary Fulbrook (Dean, Faculty of Social and Historical Sciences) [*for minute 63*]; Mr Philip Harding (Director of Finance and Business Affairs); Mr Rex Knight (Vice-Provost (Operations)); Professor David Lomas (Vice-Provost (Health)); Mr Nick McGhee (Assistant Secretary to Council); Professor Ivan Parkin (Dean, Faculty of Mathematical and Physical Sciences) [*for minute 67*]; Professor Alan Penn (Dean, Faculty of the Built Environment) [*for minute 67*]; Professor David Price (Vice-Provost (Research)); Professor Anthony Smith (Vice-Provost (Education and Student Affairs)).

Apologies for absence were received from: Professor David Coen; Professor Annette Dolphin; Dr John Hurst; Mrs Lori Houlihan (Vice-Provost (Development)).

Key to abbreviations used in these Minutes:

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| BEAMS | School of the Built Environment, Engineering, and Mathematical & Physical Sciences |
| EPSRC | Engineering and Physical Sciences Research Council |
| NSS | National Student Survey |
| PGT | postgraduate taught students |
| SMT | Senior Management Team |
| TEF | Teaching Evaluation Framework |
| UCLB | UCL Business |
| UKRI | UK Research and Innovation |
| UKVI | UK Visas and Immigration |
| URAP | University Ranking by Academic Performance |

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| Preliminary Formal Business |
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59 **DECLARATION OF INTERESTS**

59.1 With respect to Minute 68, Baroness Valentine declared her membership of the HS2 Board.

60 **MINUTES**

60.1 **Approved:** the Minutes of the meeting held on 14 February 2017 [*Council Minutes 41-58, 2016-17*] were confirmed by Council and signed by the Chair.

61 **MATTERS ARISING**

[*See Minutes 64 & 76 below*]

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| Matters for discussion |
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62 **PROVOST'S BUSINESS**

62A **Appointments**

62A.1 The Provost noted the recent appointment of Fiona Ryland as Director of Human Resources, Collette Lux as Director of Communications and Marketing, and the imminent arrival of Professor Stella Bruzzi as Dean of the Faculty of Arts and Humanities. An appointment process for a new Dean of Laws was now ongoing, as Professor Dame Hazel Genn wished to step down after ten years in the role.

62B **League tables**

62B.1 UCL had recently placed sixth in the world in the University Ranking by Academic Performance¹ (URAP) tables, with the University of Oxford as the only UK institution to secure a higher position. An analysis of global league table positions would be presented at the away day on 2nd May.

62C **UKVI**

62C.1 Notification had recently been received of a UKVI audit of UCL's compliance with visa regulations in June 2017.

62D **Brexit**

62D.1 A significant communications exercise with staff and students had been put in train around the triggering of the Article 50 process on 29 March. The focus of

¹ <http://www.urapcenter.org/>

attention at UCL and across the sector would then turn to the issue of research funding.

62E Higher Education Bill

62E.1 The Higher Education Bill continued to make its way through Parliament. The House of Lords had done an excellent job on improving the detail of the bill, particularly around university autonomy and UKRI. It now appeared that the TEF would survive the passage of the bill and would be linked with fees, but the way in which it operated had been amended.

62F Discretionary accounts

62F.1 SMT had accepted the recommendations of the Discretionary Accounts Working Group. The policy on Discretionary Accounts was being adjusted accordingly.

62G Fossil Fuels

62G.1 The Fossil Free UCL campaign was not satisfied that the decision to move UCL's investments into a segregated fund mirroring the Sarasin Climate Active Endowment Fund [*Council Minute 44D, 2016-17*] adequately addressed their concerns, and continued to press for comprehensive divestment from any stocks having a connection with the extraction of fossil fuels. The Provost had recently met with members of the campaign and had expressed his view that it was important to be mindful of views on the issue across the institution. Against that background a meeting between representatives of the campaign and leaders of the Faculty of Engineering Sciences had been arranged.

62G.2 King's College London had recently announced² that they would withdraw from all fossil fuel investments by the end of the year 2022, 'subject to there being no significant impact upon the financial risk and returns used to support academic activities'. The campaign was keen to secure a similar arrangement at UCL, and a programme of further protest had been instituted which, though mostly peaceful, had involved some disruption and damage to the UCL estate.

62G.3 A student member of Council restated the arguments in favour of divestment, with reference to research published by UCL academics. The arguments around the respective benefits of divestment, as against direct engagement by investors, were noted. Council also noted its fiduciary duty to those who had left money to the university.

62G.4 It was noted that Council had discussed these issues on various occasions [*Council Minutes 23 (2014-15), 19, 39 and 78 (2015-16)*]; due diligence had been completed; and a series of meetings had been arranged with members of the campaign, including with the Fund Managers. The Treasurer noted that the decision by Council to follow the principles of the Sarasin Climate Active Fund, which encompasses ethical and good governance considerations as well as climate change, would stand in the event of a second fund manager being appointed. Council reconfirmed this decision in preference to divestment.

62G.5 Sarasin had reported that the immediate impact of the launch of the fund was expected to be that UCL would divest from three stocks in the current portfolio,

² <http://www.kcl.ac.uk/newsevents/news/newsrecords/2017/03-March/Agreement-between-King's-management-and-Kings-College-Climate-Emergency.aspx>

although this would be subject to natural churn in the portfolio and potentially to changes in the profile of activities of the companies concerned. With this in mind, it was suggested that communication with the student body was key, particularly in respect of clarifying the nature of the climate active fund and the impact of its criteria.

62G.6 It would be possible to arrange another meeting for the campaign with the investment managers, but this would be contingent on an undertaking to avoid damage to the estate in any future protest.

63 **SCHOOL OF LAWS, ARTS AND HUMANITIES, AND SOCIAL AND HISTORICAL SCIENCES – REPORT**

[PAPER 4-48, 2016-17]

Professor Mary Fulbrook, Dean of the Faculty of Social and Historical Sciences, was in attendance for this item.

63.1 In highlighting the research and teaching successes of the School, as well as its track record of financial sustainability, Professor Fulbrook drew attention to: the challenges presented by the teaching estate and the need for investment in facilities; the risk presented by Brexit to some of the School's dual degree programmes; and the academic potential for developing world-leading provision in the areas of public policy and communications, subject to strategic decisions regarding the size and shape of the institution.

63.2 Council discussed some of the issues raised by the report, including the impact of the teaching estate on NSS scores; historical problems over the recruitment of affiliate students and accurate prediction of conversion rates; and the impact of a long-term capital programme on opportunities for innovation.

63.3 Council thanked Professor Fulbrook for her report and congratulated the School on its overall excellent teaching, research and financial performance.

64 **REGULATIONS FOR MANAGEMENT**

[PAPER 4-45, 2016-17]

64.1 The proposals for amendment of the Regulations for Management had been carried over from the previous meeting, when a number of queries had been raised *[Council Minute 47, 2017-18]*; these were cited in the cover sheet of the paper. Council discussed the removal of the Finance Committee Terms of Reference *[Council Minute 8, 2015-16]* in the context of Statute 5(5), which stated 'The Council may establish such Committees as it shall deem necessary from time to time... The powers of such Committees shall be determined by Regulation.' It was noted that Regulation accordingly required that Council approve the terms of reference and constitution of its formal standing committees, with the exception of Academic Board as it was established by Statute. It was further noted that no other committee had its terms of reference included in the Regulations and that this change simply brought consistency to the treatment of the Finance Committee. Council approval continued to be required for its terms of reference.

64.2 The Chair called a vote on the proposed amendments, which were approved by an overwhelming majority.

RESOLVED

64.3 **That the Regulations for Management be amended as proposed.**

65 **FINANCIAL UPDATE**

[PAPER 4-46, 2016-17]

65.1 UCL was currently on course to hit budget in 2016-17 and achieve its surplus of 4.5%. An under-recruitment of students, mostly in the PGT category, was compensated for by a higher than expected rate of overhead recovery and HS2 compensation, resulting in an approximately balanced picture overall.

65.2 In response to queries the Director of Finance and Business Affairs reported that the doubling in the cost of non-contract and agency staff resulted from the use of contractors as opposed to permanent staff in professional services with the payroll budget for professional services showing a corresponding underspend. It was expected that there would be further HS2 compensation in the future.

66 **INNOVATION AND ENTERPRISE UPDATE**

[PAPER 4-47, 2016-17]

Dr Andrew Elder (Albion Ventures LLP) was in attendance for this item.

66.1 Dr Elder outlined a positive performance by the UCL Technology Fund during its first year of operation *[Council Minute 39F, 2015-16]*. Council members noted that during the first year of operation the fund managers needed to test the view that there would be sufficient high-quality technology opportunities for investment. As reported by Dr Elder, the early indications were that there was a very encouraging quantity and quality of IP projects to make the fund a success. It was also reported that there was an effective operating relationship between Albion and UCLB.

66.2 Dr Caulcott outlined the reorganisation within UCL Innovation and Enterprise, introduced the draft strategy, and invited Council to endorse the five overarching objectives. In discussing the report, Council noted the difficulties of securing reliable data on graduate startups across the sector. Council noted the progress of the UCLB/UCL relationship review, an update on which would be provided to Council in due course.

RESOLVED

66.3 **That the five overarching objectives identified for the UCL Innovation and Enterprise Strategy be approved.**

67 **SCHOOL OF THE BUILT ENVIRONMENT, ENGINEERING SCIENCES, AND MATHEMATICAL AND PHYSICAL SCIENCES – REPORT**

[PAPER 4-50, 2016-17]

Professors Alan Penn and Ivan Parkin, Deans of the Faculties of the Built Environment and Mathematical and Physical Sciences respectively, were in attendance for this item.

- 67.1 BEAMS was a well-integrated School which in 2015-16 had generated a level of contribution above the UCL average. Particularly notable achievements included the School's leading position nationally on EPSRC funding (up from sixth place a decade ago), and successes in securing EPSRC Centres for Doctoral Training. The success of the Women in Engineering initiatives, and the goal for all BEAMS departments to hold a minimum Athena Swan bronze award, were noted.
- 67.2 Challenges faced by the School included below-sector average NSS scores in 2016. Feedback to students had been the principal cause. It was also felt that there was scope for improvement on communications with students. It was noted that BEAMS faced challenges in delivering the requirements of the personal tutoring system; this was the result of a significant proportion of teaching being delivered by colleagues from industry, which placed a disproportionate burden on academic staff.
- 67.3 In respect of developments at UCL East, the School was working on structuring programmes in such a way as to allow students to spend a full day at Stratford rather than travelling back and forth between the two campuses. This was challenging but thought to be achievable.
- 67.4 Council thanked Professors Penn and Parkin for their report and welcomed the planning for activities at UCL East.

68 **DATA CENTRE**

[PAPER 4-54, 2016-17]

[Baroness Valentine left the room for this item]

- 68.1 Council noted the circumstances around the increase in the capital budget for the Data Centre relocation project, as well as the extended programme and revised Wolfson House possession dates agreed with HS2.
- 68.2 Members enquired after the reasons for the error in VAT calculation in the original budget submission. This had resulted from a miscommunication between UCL departments, and had not been seen as problematic by HS2, although there were lessons to be learned about the internal communication of VAT estimates.
- 68.3 Increases in costs had arisen at a late stage and would be covered by HS2; it was not felt that these were indicative of a systemic problem.

RESOLVED

- 68.4 **That Council approve the increase in the capital budget for the Data Centre relocation project.**

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| Matters for approval or information |
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69 **UCLU MEMORANDUM AND ARTICLES**

[PAPER 4-53, 2016-17]

69.1 Council noted that UCLU was intending to revise its Memorandum and Articles but to date had not been able to arrange a Company General Meeting to enable this to happen, as the quoracy levels were challenging. The current version of the Memorandum and Articles was therefore being resubmitted for approval until such time as the matter could be addressed.

RESOLVED

69.2 **That the UCLU Memorandum and Articles be approved.**

70 **REPORTS FROM OTHER COMMITTEES**

[PAPER 4-56, 2016-17]

70.1 **Received** – a note of minutes of Council committees received since the last report.

71 **ACTION TAKEN BY THE CHAIR**

[PAPER 4-57, 2016-17]

71.1 **Received** – a note of action taken by the Chair since the last report.

72 **DATE OF NEXT MEETING**

72.1 The next meeting was scheduled for 2nd May at the Podium Hospitality Suite, Queen Elizabeth Olympic Park.

Wendy Appleby
Secretary to Council
March 2017