

COUNCIL

Minutes of a meeting of the Council held on Monday 26 November 2012 at 10.15 am in the Council Room, The Old Schools.

Present: The Vice-Chancellor (in the Chair); the Master of Christ's, the Master of Fitzwilliam, Sir Christopher Hum, the Warden of Robinson College; Professor Abulafia, Professor Donald, Professor Gay, Professor Hopper; Dr Bampos, Dr Barnes, Dr Cowley, Mr Dowling, Mr Du Quesnay, Dr Good, Dr Oosthuizen, Dr Padman; Dr Lawrence, Dame Mavis McDonald (Deputy Chairman), Mr Shakeshaft; Mr Bell, Ms Old, Mr Wakeford; with the Registry, the Head of the Registry's Office and the University Draftsman; the Senior Pro-Vice-Chancellor, the Pro-Vice-Chancellor (International Strategy) and the Pro-Vice-Chancellor (Institutional Affairs).

Apologies for absence were received from Mr Casserley.

The Senior and Junior Proctors were present.

UNRESERVED BUSINESS

PART A: PRELIMINARY, LEGISLATIVE AND STRAIGHTFORWARD BUSINESS

21. Declarations of Interest

No personal or prejudicial interests were declared.

22. Minutes

The unconfirmed minutes of the meeting held on 22 October 2012 were received and approved subject to a minor amendment.

Action: Personal Assistant to the Head of the Registry's Office to web.

23. Procedure of the Council

(a) Approval of arrangements for the chairing of agenda items

It was proposed that the Vice-Chancellor should chair the entire meeting. The Council approved this arrangement.

(b) Business starred as straightforward

The Council approved matters for decision set out in the confirmed starred items.

(c) Council Circulars

The Council noted the issue and approval of the following:

Circular	Issue	Approval
24/12	26 October	5 November
25/12	2 November	12 November
26/12	16 November	26 November

24. Vice-Chancellor's Report

(a) The Vice-Chancellor had attended a meeting of the Russell Group on 25 October 2012. Principal items of business had included: the involvement of Russell Group institutions in A-level provision; EU research funding in the context of the UK government's current stance in the EU budget debate; and the new open access arrangements. There had also been a meeting with Mr Rupert Harrison, the Chief Economic Advisor to the Treasury.

(b) The Vice-Chancellor had participated in a number of international meetings and events as follows: Seattle (including a meeting with Bill Gates III and the Chancellor); San Francisco (including a meeting of the CAM Board); Singapore (including meetings at CREATE; a meeting of the Biomedical Research Council; and the opening of Cambridge Assessment in Singapore); Qatar, Dubai (World Economic Forum); Madrid (Board of Tres Cantos, GSK).

(c) Their Royal Highnesses The Duke and Duchess would visit the University on Wednesday 28 November 2012.

(d) Monitor had announced regulatory action against Cambridge University Hospitals NHS Foundation Trust. While identifying a number of significant areas of concern, Monitor had chosen not to exercise its powers of intervention. It had, however, required the Trust to commission a Board governance and effectiveness review. It was noted that the Trust had a new Chairman, a new Chief Executive and three new Non-Executive Directors. It would be for these individuals to work with the Trust and the Board to address the failings which Monitor had identified. It was agreed that the Risk Steering Committee should be asked to consider whether the Trust should be considered as part of the 'associated bodies' risk on the Key Risk Register.

25. Council, legislative and comparable matters

(a) Council Work Plan 2012-13

The updated Work Plan was received.

(b) Business Committee

There had been no meeting of the Business Committee on 19 November 2012.

(c) The Council's Annual Report 2011-12
General Board report to the Council for 2011-12

A final revised draft of the Council's Annual Report was received. Also received was the General Board's Annual Report to the Council for 2011-12, for publication with the Council's Annual Report. The Council approved and signed the Annual Report.

Action: University Draftsman (publication)

(d) Board of Scrutiny

A draft Notice in reply to the Sixteenth Report of the Board, and the Discussion of it, was received. It was noted that the total return objective for the Cambridge University Endowment Fund (CUEF) had been determined by considering the historical performance of the fund since its inception. The Investment Board (which discussed the matter at each meeting) considered that the investment objective remained appropriate; it was necessary to maintain a long-term perspective. However, it was noted that the current investment model was reasonably new; it might therefore be appropriate to review the total return objective in due course on the basis of five to ten years of data.

The Council approved the Notice for publication subject to a minor correction.

Action: University Draftsman (publication)

(e) Sports Syndicate and Department of Physical Education: Proposed Review

A paper from the Chair of the Sports Syndicate and the Registry was received. The Registry reported. The need to undertake a review of the arrangements for sport within the University had first been identified in 2009. The Syndicate had since undertaken some initial work to review its own governance arrangements and the arrangements for the management of sport within the University, particularly in the context of the new West Cambridge Sports Centre. However, at its meeting on 9 October 2012, the Syndicate had agreed, by a majority, that a wider, independent review of the Sports Syndicate and the Department of Physical Education was necessary. The proposed terms of reference and membership of the review committee were set out in the circulated paper.

The following points were amongst those made in the course of discussion:

- It would be appropriate to have both undergraduate and graduate student representation on the review committee. Further, the Senior Tutors' Committee should be invited to identify one of their number to serve on the review committee.
- The discussion at the Sports Syndicate's meeting on 9 October 2012 had taken place under reserved business; student members of the Syndicate were therefore unaware of the proposals for a review. It was unfortunate that they had not been advised of the matters under consideration nor given the opportunity to contribute to the discussion insofar as it related to general points of principle and governance. (Matters relating to the employment of individuals would, quite properly, be treated as reserved business.) The management of business at meetings of the Syndicate would be considered as part of the review.
- The review committee would wish to consider all of the available evidence and to elicit views widely from across the Collegiate University. The report received by the Sports Syndicate at its meeting on 9 October 2012 would be just one element in this wider body of evidence. Both staff and students would have an interest in the governance and management arrangements for sport within the University.

The Council agreed there should be an independent review of the Sports Syndicate and the Department of Physical Education and approved the terms of reference for the review committee as set out in the circulated paper. As set out above, it was agreed that there should be both undergraduate and graduate student representation on the review committee and representation from the Senior Tutors' Committee. Subject to these amendments, the proposed membership of the review committee was approved.

Action: Registry

26. General Board

The minutes of the General Board's meeting on 3 October 2012 were received.

PART B: MAIN BUSINESS

27. Financial statements and Annual Reports, 2011-12

The following documents were received:

The draft Reports and Financial statements for 2011-12 for the University group ("Big U") together with a summary of consolidation and segmental analysis as submitted to the Finance Committee; and
The Management Representation letter, for approval by the Council.

Associated papers received by the Audit Committee had been received for agenda item B4.

The Director of Finance reported. Iterations of the report and financial statements had been considered by the Business Sub-Committee at its meeting on 7 November 2012; by the Audit Committee at its meeting on 15 November 2012; and by the Finance Committee at its meeting on 21 November 2012. The financial information was largely unchanged from previous iterations. The Finance Committee, for its part, had recommended that the Reports and Financial Statements for 2011-12 be approved and submitted to the Higher Education Funding Council and that the Management Representation letter be approved.

A minor change to paragraph 5 of the statement on corporate governance was proposed and agreed.

The Council agreed:

- (i) to adopt, to authorise signature and to publish the financial statements and reports;
- (ii) to authorise signature of the Management Representation letter.

Action: Director of Finance, University Draftsman (publication)

28. Fundraising in the Collegiate University: Restructuring and resourcing CUDO and CARO

A final version of the plan and budget for restructuring and resourcing CUDO and CARO, was received. The Registry reported. The Council, at its strategic meeting on 24 September 2012, had reviewed and approved in principle a paper proposing greater investment in a combined alumni relations and fundraising operation. Significant further work had since been undertaken to refine the proposals (including costings) and to consult more widely. This work was reflected in the circulated documentation. The Council was now asked to approve the plan and budget for submission through the planning round.

The following points were amongst those raised in the course of discussion:

- It was important explicitly to recognise that the Collegiate University was entering a new age of perpetual fundraising and was not simply embarking on a stand-alone campaign. Fundraising would, increasingly, be part of the University's core business and the proposed increase in resources for development activities would therefore represent a permanent and recurrent uplift.
- The current projections in terms of donation income were based on an extrapolation from investment ratios. They were considered to be realistic. It was expected that the new Executive Director would establish a five year plan with fundraising milestones based on a detailed analysis of the existing data and on pipeline projections. It would clearly be important to monitor performance against key performance indicators in order to identify the return against the increased investment in fundraising activities. It was vital that the new Director agreed both soft and hard metrics. It was recognised, however, that there could be no guaranteed return on the investment on an annualised basis; it would be important to monitor returns over a period of years.
- One of the emphases for future fundraising would be substitutional funding for current posts. It would be important to demonstrate the benefit of such funding as a means of relieving the existing burden on the Chest.
- The organisational chart was indicative. It was primarily a mechanism by which a realistic budget could be established. It would be for the new Executive Director to determine a detailed staffing structure. However, it was necessary to agree a budgetary envelope in order to inform discussions with candidates for the post of Executive Director. In the meantime, it was necessary to make a number of key appointments in order to maintain momentum following the closure of the 800th campaign.
- The main increase in staffing was amongst fundraisers and particularly those with a focus on major donations; the level of back office staffing had been kept to a minimum.
- The non-recurrent grant of £1.38m which had been requested would meet the forecast funding deficit of CUDO and CARO for 2012-13. The need for such a grant had been identified during the 2011 planning round because CUDO had been running down its reserves. It had, at that stage, been agreed that it should be addressed as part of the wider review of CUDO and CARO and not in isolation.
- A working group, under the chairmanship of the President of Clare Hall, had been established to review the Memorandum of Understanding (MoU) between the University and the Colleges. It was an opportunity to identify shared goals and to devise protocol, mechanisms and structures which would foster trust and mutuality. The MoU would need to ensure that approaches to alumni were properly co-ordinated so that Colleges and the Schools, Faculties and Departments did not end up competing for the same prospects and funds.

However, it was important to recognise that the Colleges and the University were not in competition for a fixed pot of potential donation income nor for a finite pool of development staff. There was the opportunity to establish and develop a community of fundraising professionals across Collegiate Cambridge.

- There were significant opportunities to fundraise for health-related research and activities across the University and not just in the Clinical School.
- It would be appropriate to draw up a Council statement, for publication, about the future of fundraising and alumni engagement in the Collegiate University.

The Council agreed to recommend:

- (i) that a non-recurrent grant of £1.38m should be made in respect of the forecast funding deficit of CUDO and CARO for 2012-13;
- (ii) that the recurrent Chest funding for CUDO and CARO should be increased as set out in the circulated paperwork from 2013-14 onwards;
- (iii) that there should be a Council statement about the future of fundraising and alumni engagement in the Collegiate University.

Action: Registry

29. Finance, Planning and Resources

(a) Planning and Resources

The minutes of the meeting of the Planning and Resources Committee held on 17 October 2012 were received. The Senior Pro-Vice-Chancellor reported. Attention was drawn to the following minutes:

1465: Membership of the Planning and Resources Committee

The Committee had suggested that the recent change of status of the Fitzwilliam Museum meant that the category of Council membership, which required that at least one Council appointed member should be 'from an institution under their supervision', was now unduly restrictive. The Council was therefore invited to amend the category such that it comprised 'three members appointed by the Council, at least one from their own membership.'

The Council approved the proposed change. It was noted that the Council had indicated in 2004 that it did not consider it appropriate for the PRC to be established by Ordinance but that it would continue to publish information about its constitution and terms of reference. It was suggested that this decision might be revisited.

1470: Cancer Research UK (CRUK) Cambridge Institute

The Committee had received and approved a paper concerning the incorporation of CRUK Cambridge Institute within the University including proposed Heads of Terms.

1468: Data Centre

Consideration had been given to the interim arrangements and temporary accommodation for the University Computing Service (UCS) and High Performance Computing Service (HPCS) during the period between the evacuation of the Arup Building and the completion of the new Data Centre. It was important that these arrangements and the timetable for the project represented value for money and, in

particular, that sunk costs were minimized. It was noted, in this context, that the timetable for the development coincided with the High Performance Computing Service's cycle of equipment replacement. Any delay in the redevelopment of the Arup building might jeopardize the associated donation income; temporary accommodation was therefore essential. The protection of the University's IT infrastructure throughout the process was of paramount importance.

(b) Finance

The minutes of the meeting of the Finance Committee held on 21 November 2012 would be circulated to the Council for discussion at the meeting on 17 December 2012.

30. Audit

The minutes of the meeting of the Audit Committee held on 15 November 2012 were received. Papers were received as follows:

- (i) The Audit Committee Annual Report which included, as Appendix A, the Internal Audit Annual Report (minute AUD.12.96 referred);
- (ii) The Value for Money Annual Report (minute AUD.12.99 referred).

The Chairman of the Audit Committee reported. The Audit Committee had received and scrutinised in detail the documentation and had agreed to recommend its submission to the Higher Education Funding Council with the audited financial statements.

- (iii) The Risk Steering Committee Annual Report, including the annual review of the Key Risk Register (minute AUD.12.101 referred).

The Senior Pro-Vice-Chancellor reported. As in the 2010-11 annual report, the highest ranking risks were 'financial health', 'research funding' and 'Government HEI policy'. Financial health and research funding now ranked first equal. The 'maintenance and development of the estate' risk had risen from twelfth to fifth in the table: although the capital planning framework was now embedded, there remained considerable uncertainty about future levels of CIF and other government capital funding.

In the course of discussion, it was agreed that consideration might be given to the inclusion of the NHS and (as set out in minute 24(d) above) Cambridge University Hospitals NHS Foundation Trust on the list of those identified as 'associated bodies'. There were potentially significant financial and reputational risks for the University.

It was noted that the key risk register was a dynamic document subject to change in response to internal and external factors. The Risk Steering Committee routinely considered whether additional risks should be added or existing risks removed. The key risk register focussed on institutional-level risks; Schools and Non-School Institutions maintained risk registers for their areas of operation.

31. Risk Steering Committee

The minutes of the Risk Steering Committee's meeting on 18 October 2012 were received. The Committee had received and agreed to recommend to Council a new University policy and revised formats for emergency response plans at University and

local levels. The Council approved the new policy and associated documentation which had been circulated with the papers.

32. North West Cambridge

The Pro-Vice-Chancellor for Institutional Affairs reported. It was anticipated that the negotiations over the S.106 agreement would be completed before Christmas and signed off in January 2013. There had been further positive discussions between the Department for Education, the County Council, the Faculty of Education and the project team about the proposal for a University Training School. The General Board would consider the matter further in due course. There had been good progress with the landscape design for Phase 1 of the project. The archaeology work on the site had identified more Roman remains than had been anticipated; however, there had been no findings which were likely to delay the work.

33. University employment Human Resources Committee

The minutes of the meeting of the Human Resources Committee held on 11 October 2012 and the Equal Pay Review 2012 was received. The Pro-Vice-Chancellor (Institutional Affairs) reported. There had been some improvement since the 2010 Equal Pay Review but progress was disappointingly slow and there remained much still to be done. The paper reported the actions which had been taken since the publication of the 2010 review and set out recommendations arising from the current review as follows: to make clear within HR policies that periods of maternity or additional paternity leave during the period of reckonable service should not affect stipend during sabbatical leave; to implement a University-wide Returning Carers Scheme following a successful pilot in the Schools of Technology and Physical Sciences; to implement policies and guidelines to assist Boards of Electors and Appointments Committee in widening the search for potential candidates. It was noted that there were currently a number of University bodies in which issues around gender equality were considered; consideration would be given to streamlining these processes.

The following points were amongst those made in the course of discussion:

- It was vital that the University continued proactively to address the issues and recommendations arising from the Equal Pay Review.
- The mean pay gap in respect of basic pay was of particular concern.
- There were some existing confidence building, support and networking opportunities for women within the University. It was hoped that the current 'Progressing Gender Equality' project would create a distributed network, local ownership and gender 'champions'. There were also schemes in other institutions and organisations from which the University could learn.
- However, there remained a need to influence underlying cultural attitudes; to review appointment and promotions structures; and to work with female students and staff at every stage in order to increase their confidence in their own abilities and their career aspirations and ambitions. Indeed, it was important that the University engaged with schools and educational trusts in confronting and addressing gender (and other) stereotypes and inequalities at the earliest possible age.

- It was recognised that mentoring and coaching were powerful mechanisms; however it had, to date, been difficult to identify sufficient numbers of female mentors.

The Council commended the recommendations and approved the Equal Pay Review 2012 for publication.

Action: University Draftsman (publication)

Vice-Chancellor
17 December 2012

