

COUNCIL

Minutes of a meeting of the Council held in the Council Room, The Old Schools, at 10.15 am on Monday 20 May 2013.

Present: Vice-Chancellor (Chairman); the Master of Jesus, the Master of Fitzwilliam, the Warden of Robinson; Professor Donald, Professor Gay, Professor Hopper, Professor Karet; Dr Bampos, Mr Caddick, Dr Cowley, Mr Du Quesnay, Dr Lingwood, Dr Padman; Mr Lewisohn, Dame Mavis McDonald (Deputy Chairman), Professor Pearce, Mr Shakeshaft; Mr Bell, Ms Old, Mr Wakeford; with the Registry, the Head of the Registry's Office, the University Draftsman, the Academic Secretary and the Director of Finance; the Senior Pro-Vice-Chancellor, the Pro-Vice-Chancellor (Institutional Affairs) and the Pro-Vice-Chancellor (International Strategy).

Apologies for absence were received from the Master of Christ's and Dr Good. Dr Oosthuizen is on sabbatical leave during Easter Term.

The Senior and Junior Proctors were present.

UNRESERVED BUSINESS

PART A: PRELIMINARY, LEGISLATIVE AND STRAIGHTFORWARD BUSINESS

96. Declarations of Interest

Dr Cowley, as a University Senior Lecturer, declared an interest in the matter recorded as minute 100(e) ('Council response to the remarks in the Discussion on 23 April 2013 about the Joint Report of the Council and the General Board on amendments to the pay and grading scheme for non-clinical staff'). Otherwise, no personal or prejudicial interests were declared.

97. Minutes

The unconfirmed minutes of the meeting held on 22 April 2013 were received and approved.

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

98. Procedure of the Council

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

It was agreed that the Vice-Chancellor should chair all of the unreserved items of business and that the Deputy Chair would chair the reserved business.

(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
11/13	19 April	29 April
12/13	26 April	7 May (exceptionally)
13/13	3 May	13 May
14/13	10 May	20 May

99. Vice-Chancellor's Report

(a) The Vice-Chancellor congratulated members of the University recently elected to the fellowship of the Royal Society: Professor Jon Crowcroft; Professor Gerard Gilmore; Professor Raymond Goldstein; Professor Gillian Griffiths; Professor Maria Grazia Spillantini.

Action: Vice-Chancellor's Private Secretary

(b) The Vice-Chancellor had participated in a Question and Answer Session with students on 24 April 2013.

(c) The Vice Chancellor had attended a meeting of the Russell Group on 25 April 2013. The discussion had focussed on the possible impact on Higher Education of the forthcoming Spending Review. It was likely that the Department for Business, Innovation and Skills would be subject to a significant cut and that the current ring-fence around science research funding would be reduced or removed.

(d) The Vice-Chancellor had delivered a lecture at the Jagiellonian University in Kraków and visited the Polish National Science Centre on 26 April 2013.

(e) There had been discussion meetings with Heads of Department on 22 April, and 1 and 2 May 2013.

(f) The Vice-Chancellor had met the Hungarian Ambassador on 2 May 2013.

(g) The Vice-Chancellor was in New York, Chicago and Seattle on University business between the 12 and 16 May 2013.

100. Council, legislative and comparable matters

(a) Council Work Plan 2012-13

The updated Work Plan was received.

(b) Strategic meeting 22 April 2013

The note of the strategic meeting which took place on 22 April 2013 was received.

(c) Business Committee

The minutes of the meeting of the Business Committee held on 13 May 2013 were received.

(d) Council response to the remarks in the Discussion on 23 April 2013 about the Joint Report of the Council and the General Board, dated 6 and 18 March 2013, on IT infrastructure and support

The Council received a draft Notice in response to the remarks in Discussion, together with the remarks themselves. The Senior Pro-Vice-Chancellor reported. The general consensus at the Discussion was in favour of a proposed merger between the University Computing Service (UCS) and the Management Information Services Division (MISD) under a newly-established post of Director of Information Service. However, concerns had been expressed about the tightness of the timetable for effecting the merger (particularly given the impending relocation of UCS) and about the process for appointing the Director of Information Services. The Notice therefore proposed a delay in the implementation of the initial merger until 31 March 2014 (or as soon as a new Director was in post) and the immediate external advertisement of the new, substantive post of Director. The funding regime for the two organizations would remain unchanged during the 2013 Planning Round; the new Director would then be responsible for consolidating the two budgets into a single submission for the 2014 Planning Round.

Proposals for membership of the appointment committee for the post of Director of Information Services would be brought back to the Council through ACCMEN. It would also be important, as agreed at the Council's meeting on 18 February 2013, to establish an implementation working group to take forward the other changes recommended in the Joint Report.

The Council approved the Notice for publication.

Action: Draftsman (publication)

(e) Council response to the remarks in the Discussion on 23 April 2013 about the Joint Report of the Council and the General Board, dated 6 and 18 March 2013, on amendments to the pay and grading scheme for non-clinical staff implemented following the Second Joint Report of 25 July 2005

A draft Notice in response to Discussion remarks had been considered by the Business Committee at its meeting on 13 May 2013. Dr Cowley had requested that the matter be referred to the full Council for discussion. Accordingly, the Notice, together with the remarks, was received.

Dr Cowley spoke to his concerns. He believed that there should be no change to the current arrangements whereby the Council, advised by the Remuneration Committee, gave final approval (under conventions agreed when that Committee was first established) to the award of Market Supplements in excess of 10% to professorial staff and administrative staff on grade 12. He remained concerned that the additional costs to the University which might be incurred as a result of the extension to the number of steps in Grade 12 had not been quantified and questioned whether, in the current climate of

austerity, it was appropriate for the University to increase the salary scale in this way. He reluctantly conceded the need for a fourteen point, band 4 scale in order to reward outstanding academics but could see no similar case for academic-related staff.

The Pro-Vice-Chancellor (Institutional Affairs) reported. The market for the best academic staff was intensely competitive in terms both of recruitment and retention. It was increasingly difficult to attract leading academics to Cambridge because of the inflexibility of the remuneration system. Further, Cambridge academics were moving to other institutions (within the UK and more widely) which could offer a more attractive employment package and taking with them major research grants and world-leading research publications, with significant potential implications for the University's REF performance. The expenditure was essential if the University wished to retain its financial and academic competitiveness. The University was in competition with the commercial sector for many Grade 12 academic-related posts, particularly in the Investment Office and on the North West Cambridge Project Team; the additional points in Band 4 were therefore necessary. Most importantly, the amendments brought forward in this Report would establish transparent, consistent and flexible processes and replace the increasing reliance on market supplements.

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

- The amendments proposed in the Report were, primarily, to formalise and make transparent existing remuneration arrangements which were currently agreed through more opaque and less accountable mechanisms.
- Such additional costs as might be incurred as a result of the changes would be absorbed by Schools and Non-School Institutions within their existing budgetary envelope. It was for Heads of Institution to determine, on a case-by-case basis, whether the additional spend was strategically and financially appropriate and to identify means of offsetting the costs.
- It was, in the current HE context, vital to have in place a flexible framework to support recruitment and retention.

The Registry undertook to revise the draft Notice to take account of the comments made by Dr Cowley and in discussion. A revised draft would be circulated to the Council for approval prior to publication.

Action: Registry,
Draftsman (publication)

(f) Review of the University Statutes Technical Review Process

The Council received a draft Report and revised Statutes and Special Ordinances (both of which indicated changes which had been made to the materials since they had been approved in principle by the Regent House) together with a supplementary paper concerning amendments which had been made to the Report and to Statute B after the original distribution of the Council papers.

Professor Yates reported. It was intended that there would be a final editorial review of the text before their publication to the Regent House. It was hoped that the materials could then be provided to the Privy Council (which had confirmed approval in principle) before the summer recess. The Council would be asked to sign the Report by circulation for publication as soon as practical.

In the course of discussion, it was agreed that the revised grievance procedures should be in the Special Ordinances. It was suggested that it was unfortunate that residual gendered language had not been removed during the technical review process.

The Council agreed to receive and sign the Report by circulation.

Action: Professor Yates,
Joint Head of the Legal Services Office,
Draftsman (publication)

101. General Board

The minutes of the General Board's meeting held on 1 May 2013 would be provided to the Council for the meeting on 17 June 2013. There were no urgent matters to report.

PART B: MAIN BUSINESS

102. University Finance Budget (a) Allocations and Budget Report 2013-14

The final Allocations and Budget Report was received. The Council agreed a minor amendment, signed the Report and approved it for publication.

Action: Draftsman (publication)

(b) Finance Committee

The Finance Committee's scheduled meeting on 1 May 2013 had been cancelled and the business agreed by circulation. There were no substantive matters to bring to the Council's attention.

(c) Planning and Resources

The meeting of the Planning and Resources Committee scheduled for 24 April 2013 had been cancelled.

103. Audit Audit Committee

The minutes of the meeting of the Audit Committee held on 9 May 2013 were received together with the minutes of the Risk Steering Committee's meeting on 13 March 2013 and the Key Risk Register.

Mr Shakeshaft, as Chair of the Committee, reported. The key risk register focussed on institutional-level risks and was an important mechanism for monitoring trends. It 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 Committee had received and discussed half-year reports from both Cambridge Assessment (CA) and Cambridge University Press (CUP). Both organisations were engaged in major IT implementation projects. The year-end processes at CUP had progressed significantly more smoothly than in the two previous years.

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

- The Colleges were autonomous institutions. They were referenced in the ‘Associated Bodies’ and the ‘University/College interface’ risks in the Key Risk Register. Their financial health could be ascertained by means of the published Annual Accounts which included a ‘going concern statement’. The ‘University/College interface’ risk described various risks including: the College capacity to accommodate the University’s aspirations in terms of graduate student numbers; different approaches to the setting of fees (and, in particular, the College Graduate Fee); the variation in provision across Colleges because of financial pressures; and the level of College support and provision for graduate students. However, the risks were considerably mitigated by the prevailing positive relationships and the spirit of constructive co-operation.
- The Audit Committee minutes noted that two due diligence exercises were in execution following complaints by members of staff about potential breaches of the Financial Regulations and University Ordinances. The Audit Committee routinely reviewed fraud allegations and the University’s susceptibility to fraud. While there were no grounds for complacency, there was no indication that the incidence of fraud was increasing.

104. Code of Practice for a Collaborative Fundraising Model for Collegiate Cambridge

A draft new Code of Practice for a Collaborative Fundraising Model for Collegiate Cambridge was received.

Sir Martin Harris, who chaired the Joint Working Group, reported. Philanthropy would be essential if the Collegiate University was to continue to deliver on its shared mission and to retain its international reputation for teaching and research of the highest standard; fundraising would, therefore, increasingly, be part of the University’s core business. The preamble and section I of the document set out a series of shared fundraising objectives and noted the importance of a collaborative and co-ordinated approach. Section II described the respective roles of the various major bodies (Colleges; CUDO; Schools, Faculties and Departments; Non-School Institutions and interest groups; and Cambridge in America) engaged in fundraising and alumni relations activities. Section III set out practical mechanisms and potential areas of collaboration. In order to deliver an aligned and effective programme, it would be important to develop a sense of community and shared purpose amongst all of those soliciting donations in the name of Collegiate Cambridge or its constituent parts. There was much existing good practice (within Colleges, within CUDO and more widely) which could be communicated and proliferated. Training and development (as set out in paragraph 7 of Section III) would be significant in this regard. There would be a Development Forum for development professionals across Collegiate Cambridge in support of day-to-day activities; the Cambridge Colleges Development Group (CCDG) and CUDO would, where appropriate and possible, plan and run shared training activities; and there would be a standing conference, convened by CUDO and co-chaired by the University’s Director of Development and the Chairman of the College Development Directors’ Committee to promote the important of philanthropy and collaboration in fundraising across Collegiate Cambridge. Section 4 set

out the governance arrangements. The Joint Committee on Development (JCD) would have general oversight. It would monitor progress and assess performance against key indicators. It would also keep the effectiveness of the Code of Practice under constant review and consider representations and recommendations. There would be a formal annual review. The JCD would consider and decide on potential exceptions to the Code; it would be necessary to establish a clear process by which to make such decisions quickly and transparently. The JCD was also the body to which alleged breaches of the code should be referred. The proposed 'threshold' at which alumni and non-alumni donors became the subject of regular management discussion and reported action was an individual giving capacity of £1 million and above based on a jointly-agreed net worth/wealth-rating methodology. It was hoped that the Code of Practice would be endorsed widely if not universally.

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

- The Code of Practice was a first and vital step towards agreeing shared fundraising objectives and a coherent and fully aligned alumni relations and fundraising programme. However, there remained much work to be done over the coming year in agreeing the underpinning operational processes and mechanisms. The incoming Executive Director of Development and Alumni Relations (who had been fully involved in the discussions around the Code of Practice) would have an important role to play in this regard.
- It would be important to foster a sense of the benefits of donation income to the whole of Collegiate Cambridge regardless of where it was directed. There was no limited pot of potential donation income for which the Collegiate University and its constituent parts were competing.
- It was recognised that alumni whose experience of the Collegiate University was primarily or solely as an undergraduate student were likely to identify strongly with their own College and to direct their philanthropy towards College activities. Alumni who had pursued only (or mainly) graduate study might feel a greater allegiance and connection to their academic department. If a potential donor, on being approached by a College, expressed an interest in a University activity, they would be redirected accordingly and *vice versa*.
- It was noted that the Code of Practice indicated that regular mass fundraising solicitations to alumni would normally be undertaken only by the Colleges with 'exceptional cases' being referred to the Joint Committee on Development. It would be important clearly to define what both 'regular' and 'exceptional' meant in this context. There was, otherwise, a risk that no targeted approach would be made to alumni whose interest was in an academic department or discipline (rather than a College). It was likely that Schools, Faculties and Departments would often have major fundraising priorities which they considered that their alumni might wish to support. Annual giving campaigns would remain a largely College-driven activity.
- CUDO would engage much more directly with Schools, Faculties and Departments in order better to understand their fundraising priorities and represent their interests.
- The systematic recording and sharing of information would be vital in order to avoid multiple or un-coordinated approaches. CUDO, in consultation with the Colleges, would be the central, confidential source of information on major donors and prospects above the threshold in order to manage this risk.
- It would be important to involve undergraduate and graduate students in fundraising activities, particularly those relating to student support.
- If relevant, any fundraising activities undertaken by the Student Unions would be governed by the Code of Practice.

In conclusion, the Council approved the Code of Practice on behalf of the University. There would be the opportunity to discuss operational considerations in due course through two working groups which would be established jointly between the University and the Colleges.

105. North West Cambridge Project

The Pro-Vice-Chancellor (Institutional Affairs) reported. The County Council had now finalised arrangements which would allow the University to provide financial support of £356K to the local authorities under a Planning Performance Agreement in order that they could employ additional staff to address some residual Planning Condition and Reserve Matters application approvals. Natural England had refused an application to carry out work on part of the site because of the presence of Greater Crested Newts. This refusal was likely to have implications both in terms of the timetable and the costs. Representations would be made to DEFRA.

It was noted that the Pro-Vice-Chancellor (Institutional Strategy) would talk to an open meeting of graduate students about the North West Cambridge Project.

106. University Employment Human Resources Committee

The minutes of the meeting of the Human Resources Committee held on 18 April 2013 were received together with the paper on Compromise Agreement received by the Committee at its meeting.

The Pro-Vice-Chancellor (Institutional Affairs) reported. Attention was drawn to the following minutes:

1485/13: Pay matters

There had been further constructive negotiations with the assistant staff trades unions about revised pay and reward arrangements for staff in Grades 1 to 6.

1486/13: Compromise agreements

Further to the discussion at the Council's meetings on 18 February and 18 March 2013, the HR Committee had received and reviewed the University's standard compromise agreement with a view to ensuring that the terms were appropriate in a University context, particularly given considerations around freedom of expression.

In the course of discussion it was agreed that further legal advice should be sought regarding the limits of the provision regarding the making, by either party, of 'derogatory, damaging or adverse comments or statement'.

1487/13: Immigration system

The UK Border Agency had confirmed that it was content with the University's proposal for a modified and less oppressive absence monitoring regime. There had been a constructive meeting with Mr Mark Harper MP, Minister for Immigration.

The Committee had received and approved a paper setting out mechanisms for addressing the expectation in the Teaching and Learning Strategy 2012-15 that UTOs would contribute to small group teaching and to the direction of studies where appropriate. The wording in academic recruitment materials; generic role profiles; and the senior academic promotions guidance booklet would be amended accordingly.

PART C: RESERVED BUSINESS

107. University Employment Remuneration Committee

The Deputy Chairman took the chair. The Vice-Chancellor and Officers other than the Registry and the Head of the Registry's Office withdrew.

The Deputy Chairman reported. The Remuneration Committee, as in previous years, would undertake an exercise to elicit feedback on the Vice-Chancellor's performance from the Heads of School, the Pro-Vice-Chancellors, the Heads of the Colleges, and from members of the Council in conversation with her and other members of the Remuneration Committee. The Vice-Chancellor's pay was reviewed biennially; it was not due for review in 2013.

The Remunerations Committee had agreed objectives (which were largely unchanged from the previous year) as follows:

'The overriding consideration is the maintenance and the development of the University's reputation as a world leader.

- Stewardship of the academic standards and financial health of the collegiate University and ensuring that the major University risks are continually addressed.
- Providing oversight of the University's educational, research and international priorities.
- Ensure the University is ready to cope with the new Regulatory regime and other aspects of Government policy.
- Strategic oversight of the new evolving Development Campaign.'

Vice-Chancellor
17 June 2013