

University of Cambridge

COUNCIL

Minutes of a meeting of the Council held in the Council Room, The Old Schools, at 10.15 am on Monday 16 February 2015.

Present: Vice-Chancellor (Chair); the Master of Corpus Christi, the Master of Jesus, the Mistress of Girton, the Warden of Robinson; Professor Anderson, Professor Davis, Professor Karet, Dr Oosthuizen; Dr Anthony, Mr Caddick, Dr Charles, Dr Good, Dr Holmes, Dr Lingwood, Dr Padman; Professor Dame Shirley Pearce, Mr Shakeshaft (Deputy Chair), Ms Weller; Ms Hoogewerf-McComb, Mr Jones, Ms van Gijn; with the Registry, the Head of the Registry's Office, the University Draftsman, and the Director of Finance; the Senior Pro-Vice-Chancellor, Pro-Vice-Chancellor (Education), the Pro-Vice-Chancellor (Institutional Affairs) and the Pro-Vice-Chancellor (International Strategy).

Apologies were received from Mr Lewisohn.

**UNRESERVED BUSINESS**

**PART A: PRELIMINARY, LEGISLATIVE AND STRAIGHTFORWARD BUSINESS**

**57. Declarations of Interest**

The Master of Corpus Christi, as a member of the Septemviri, declared an interest in the matter recorded as minute 63 (Joint Report of the Council and the General Board on proposed amendments to the process for appeal under the Schedule to Statute C in the case of non-confirmation of appointment). Otherwise, no personal or prejudicial interests were declared.

**58. Minutes**

The unconfirmed minutes of the meeting held on 19 January 2015 were received and approved.

It was noted, with regard to minute 52 (Research Excellence Framework) that the General Board, at its meeting on 11 February 2015, had received a second report based on further discussion and analysis with proposals for actions. The proposals had been approved and work would be taken forward through the relevant bodies. Matters relating to the performance of individual Units of Assessment fell within the remit of the General Board. There would also be reviews of HR processes and of governance and structural matters. Once this detailed work had been progressed, the Council would be asked to consider both overarching strategy and specific actions. In the meantime, the Council would receive, at its meeting on 16 March 2015, the paper which the General Board had received at its meeting on 11 February 2015 together with the minutes.

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

## **59. Procedure of the Council**

### **(a) Arrangements for the chairing of agenda items**

It was agreed that the Vice-Chancellor should chair the meeting for all items of 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:

<b>Circular</b>	<b>Issue</b>	<b>Approval</b>
1/15	16 January	26 January
2/15	23 January	2 February
3/15	30 January	9 February
4/15	6 February	16 February

## **60. Vice-Chancellor's Report**

(a) President Drew Faust (Harvard) had delivered the Rede Lecture on 19 January 2015.

(b) The Vice-Chancellor had attended the World Economic Forum in Davos from 21-24 January 2015.

(c) The second meeting with Heads of House to review College campaign priorities had taken place on 26 January 2015.

(d) The Vice-Chancellor had met the French Ambassador in Cambridge on 27 January 2015.

(e) There had been a meeting of the Alumni Advisory Board on 29 January 2015.

(f) The Vice-Chancellor had attended a meeting of the Russell Group on 30 January 2015. There had been a discussion about the Counter-terrorism and Security Bill and the Home Office consultation on the Prevent guidance. The Council had received the University's response to the consultation in Council Circular 4/15 issued on 6 February 2015. It seemed likely, in the context of countervailing public opinion and the forthcoming General Election, that the Bill would be passed. If that were the case, it would be important to continue to press for changes to the Guidance in order to make it workable in a University environment. It was noted that it had been agreed that the Guidance should be subject to affirmative resolution in both Houses.

There had been some discussion about undergraduate fees in the context of the current political debate. The University would, in responding to the discussion, note the gap between fee levels and the cost of an undergraduate education but would not advocate any particular solution. The Council's 2010 statement that the cost of undergraduate education should continue to be met from three sources (government; students and their families; and the University) was still relevant in this regard

There had also been discussion about the review of the role of the Research Council which the Department for Business, Innovation and Skills had asked Sir Paul Nurse to undertake a review of the role of the Research Councils. The outcome of this review would be very important particularly if the budget for science and technology were to be cut in the forthcoming Comprehensive Spending Review as was expected.

(g) The Vice-Chancellor had spoken at an event in London to mark the 50<sup>th</sup> Anniversary of the foundation, as University College, of Wolfson College on 30 January 2015.

(h) The Vice-Chancellor had delivered the welcome address at the Annual Development Conference in Pembroke College on 3 February 2015.

(i) The Vice-Chancellor had met Greg Clark, MP, Minister for Universities, Science and Cities on 3 February 2015.

(j) The Vice-Chancellor had met the Italian Ambassador in Cambridge on 5 February 2015.

(h) There had been a Pre-Campaign dinner in London on the 5 February 2015.

(j) The Vice-Chancellor and the Pro-Vice-Chancellor (International Strategy) had travelled to India on University business from 10-13 February 2015.

(k) The Council received HEFCE's annual grant letter from the Department of Business, Innovation and Skills which had been issued on 30 January 2015.

(l) It was reported that, with effect from 10 January 2015, the Graduate Union (GU) had been removed from the Charity Commission's register of charities. The Charity Commission had authority, under s. 34 of the Charities Act 2011, to remove from the register a charity which had ceased to exist or did not operate. The GU had failed to file its annual return for 2012-13 and had not provided a substantive response to the Charity Commission; the Charity Commission had therefore assumed that the GU had ceased to operate.

The President of the GU reported. She and the current Board of Trustees recognised the seriousness of the position and were working to resolve various legacy issues with a view to re-registering with the Charity Commission as soon as possible. There was, necessarily, ongoing interaction with the auditors as part of this process.

In the course of discussion, it was reported that the matter had first been brought to the attention of the officers of the Council Committee for the Supervision of the Student Unions (CCSSU) at the end of January. The CCSSU, at its meeting on 9 February 2015, had considered and taken a very serious view of the matter. It had been noted that copies of the accounts for 2011-12 and 2012-13 had now been located in the files of the auditors. The accounts had been signed by the previous trustees, but the auditors had not received signed letters of representation. The current trustees were engaged in a process of due diligence in order to satisfy themselves that the accounts were accurate and to correct errors in the letter of representation before signing and submitting the documentation.

It was agreed that the renewal of the GU's registration with the Charity Commission was the first priority for the trustees; the CCSSU had asked to receive regular update reports. Thereafter, however, it would be appropriate to undertake an investigation in order to establish how the situation had arisen. It was noted that the GU did not cease to be a charity on removal from the register and would continue to operate as normal.

## **61. Council, legislative and comparable matters**

### **(a) Council Work Plan 2014-15**

The updated Work Plan was received.

### **(b) Business Committee**

No meeting was held on 9 February 2015.

### **(c) Strategic meetings**

#### **(i) Spring strategic meeting**

It was noted that the ordinary March meeting of the Council would be held at Madingley Hall, and that the strategic meeting would follow. It was proposed that the two topics for discussion at the strategic meeting would be the University's Environmental Sustainability Strategy and the University Estate. On Estate, it was intended that there would be an overview and update of current activities with regard to site developments underway or planned and a discussion about a new Estate Strategy. The Council's early input to such a strategy and, in particular, to its underpinning principles, would inform the work of the recently established Estates Strategy Committee. There would be the opportunity for both group and plenary discussion.

**Action:** Registry, Head of the  
Registry's Office

#### **(ii) September strategic meeting**

It was noted that the September strategic meeting would take place on the afternoon of the 21 September and the morning of 22 September 2015. A venue and topics would be confirmed in due course.

### **(d) Council Handbook**

The 2015 Council Handbook had been provided as item A1 in Circular 3/15. The Council, at its meeting on 14 July 2014, had approved and readopted chapters 1, 2, 3 and 4 of the Handbook (the role of the Council and of individual Council members/trustees; the Statement of Primary Responsibilities, the Code of Practice, the Council Standing Orders) for incorporation into the January 2015 edition of the Handbook. Mr Jones had referred the Handbook to the Council for discussion.

Mr Jones reported that he wished to raise two matters with regard to Chapter 5 of the Handbook which listed and provided terms of reference for Council, General Board and Joint Committees.

The first related to the Advisory Committee on Benefactions and External Legal Affairs (ACBELA). The Council, at its meeting on 24 November 2014, had discussed the reporting arrangements between ACBELA and the Council in the context of a discussion about an Audit Report on donations management. It had been noted that the Audit Committee had accepted the arguments made in favour of ACBELA's current practices with regard to record-keeping. However the Council had agreed that consideration might be given to whether the Council could receive a quarterly oral report on ACBELA's work. ACBELA

would be asked to consider this matter, taking due account of both practicalities and sensitivities; a report would be brought back to the Council in due course. Council members were again reminded that if they wished to receive further information about any specific case considered by ACBELA for the purposes of discharging their duties as members of the Council, they should contact the Registry.

**Action:** Registry, Deputy Head of Legal Services

The second matter which Mr Jones wished to raise was student representation on Council Committees. Following a preliminary discussion, it was agreed that, as there had been no advance notice of the specifics of the matter which Mr Jones wished to raise, it could not be progressed in the current meeting. It was agreed that Mr Jones should write to the Registry setting out the points which he would like to be considered and the Committees on which he considered that additional or new representation might be appropriate. Thereafter, the Advisory Committee on Committee Membership and External Nominations (ACCMEN) would be invited to consider the general principles and the Committees in question would be asked to consider specific proposals. Dr Good, as Deputy Chair of ACCMEN, indicated that he would be happy to discuss the matter with Mr Jones. A further report would be brought back to the Council in due course.

## **62. Membership of the Board of Scrutiny**

It was noted that Regulation 2 for the election of members of the Board of Scrutiny provided that, if at any election insufficient nominations were received to fill the vacant places in either class (c)(i) or class (c)(ii), the Council should appoint as many members as may be necessary. Again, there had been no nominations in the recent election for two members of the Board of Scrutiny in class (c)(ii). It was agreed that members of the Council should identify potential candidates and, with the consent of the individuals concerned, submit proposals to the Registry for consideration by the Council as a gathered field at its meeting on 16 March 2015.

There was a discussion about the possible reasons behind the failure to attract candidates to this important body. It was noted that there had been a news story about the work of the Board of Scrutiny during the week of 19 January 2015. It was suggested that the time commitment was viewed as being unduly onerous although the Board, in fact, only met fortnightly over lunch during Full Term. It had proved particularly difficult to attract University Teaching Officers to membership of the Board which created an unfortunate imbalance in representation. The terms of reference for the Board were set out in Statute A VII; it was for the Board to determine how it carried out its responsibilities within these broad parameters. It was suggested that a failure to recruit to the Board might reflect a wider lack of engagement by the Regent House in matters of governance. The introduction of electronic ballots might be beneficial in this regard. It was agreed that information about the number of people signed up to receive Reporter alerts and statistics about hits on the on-line Reporter should be provided to the Council.

**63. Joint Report of the Council and the General Board on proposed amendments to the process for appeal under the Schedule to Statute C in the case of non-confirmation of appointment**

The Council, at its meeting on 24 November 2014, had received the preliminary report of the Working Group on a Limited Review of the Septemviri; had noted the General Board's approval of the recommendations; and, for its part, had welcomed the recommendations of the Working Group to establish a more proportionate process for an appeal to the Septemviri by a probationer against non-confirmation of appointment. A Joint Report of the Council and the General Board was received. The General Board had considered the Joint Report at their meeting on 11 February 2015. Subject to a typographical correction and the deletion of paragraph 4(c), the Board had signed the Report.

Professor Karet, as a member of the Working Group, reported that the proposed changes were intended to make the process more tractable and efficient to the benefit of both the appellant and the University. It was noted that the Septemviri was empowered only to adjudicate on whether due process had been observed; it did not consider questions of academic judgement. Non-confirmation of appointment at the end of the probationary period was regarded as a dismissal under the Schedule to Statute C (formerly Statute U); it was therefore necessary for the University to have in place an internal appeal process which could be completed to allow the appellant, if he or she chose to do so, to go to an Employment Tribunal.

A question was raised about the way in which the panel would inform itself about the merits of a particular case. It was agreed that the Report should be referred back for consideration on this specific point.

**Action:** Registry, Draftsman

**64. General Board**

The unconfirmed minutes of the General Board's meeting on 14 January 2015 were received.

**PART B: MAIN BUSINESS**

**65. Planning and Resources  
Planning and Resources Committee**

The minutes of the meeting of the Planning and Resources Committee held on 21 January 2015 were received. The Senior Pro-Vice-Chancellor reported.

The Committee had received a paper on the governance arrangements for the proposed Old Press/Mill Lane Development. Four Colleges (Darwin, Pembroke, Queens' and St Catharine's) had indicated an interest in developing student accommodation on the site. The Committee had agreed that, subject to agreeing a Heads of Terms arrangement with the Colleges which would cover precedent conditions for a joint development, a Joint Project Board for the site should be established. It would be chaired jointly by the Senior Pro-Vice-Chancellor and the President of Queens' College. The Joint Board would replace the Site Development Board which would be suspended until the Joint Board had completed its work and brought forward proposals for the development of the site. If Heads of Terms could not

be agreed or the Joint Project Board could not agree on a mutually acceptable scheme, the Joint Project Board would be abolished and the Site Development Board would take forward consideration of a University development scheme.

The Committee had also undertaken its routine review of University Composition Fees. It had been decided, as a point of principle, that there should be a minimal Home/EU MPhil fee level for taught courses from 2016-17. The fees for some such courses were currently low by comparison with undergraduate fee levels and with the market.

## **66. Audit Committee**

The minutes of the meeting of the Audit Committee held on 15 January 2015 were received. In the absence of the Chair of the Committee, Dr Good reported.

The Committee had undertaken its annual review of the performance of the external auditors and had agreed that the auditors provided a high quality of service and represented good value for money. Although the external auditors had been in post for six years, the Registry had received confirmation from HEFCE that market testing rather than full tendering was acceptable. The Committee had agreed that this was preferable. The Council approved the Grace for the reappointment of PricewaterhouseCoopers LLP for the financial year 2014-15.

The Committee had received the Committee of University Chairs (CUC) Higher Education Code of Practice which had been published in its final form in December 2014. There were no changes which caused particular concern with regard to the University's current governance arrangements.

It was noted that the Committee had received an internal audit report about cyber security and a presentation on the subject by the Director of University Information Services (UIS). The Committee had accepted some but not all of the recommendations in the audit report. It had considered the Director of UIS's presentation to be comprehensive and informed. It was noted that the Information Commissioner considered the University to be a single entity for the purposes of data protection and security; the variability in systems and support across institutions therefore represented a risk in terms of cyber security. It was important that the University took seriously the risk of cyber security and responded proportionately. There was consensus across the Information Strategy Committee, the PRC and the Heads of School that the UIS's approach with regard to structure and organisation was appropriate.

## **67 North West Cambridge**

The Pro-Vice-Chancellor for Institutional Affairs reported. Most of the construction works on building lots were proceeding well. However, as reported at the meeting on 19 January 2015, there were some problems around the site-wide infrastructure contract. It now seemed likely that these would lead either to delays or to increased costs. The Executive Team was working to quantify and minimise these as soon as possible. A report would be brought back to the Council at its next meeting.

There continued to be good progress in the construction of the school.

## **68. University employment Human Resources Committee**

The minutes of the meeting of the Human Resources Committee held on 29 January 2015 were received. The Pro-Vice-Chancellor (Institutional Affairs) reported.

The Committee, at the request of the Council's Business Committee, had reviewed the presentation of the staff statistical information published annually in the Reporter. The Committee had recognised the need to present the information transparently but not in such a way as to make it possible to identify individuals.

The Committee had also received an update report on negotiations about the Universities Superannuation Scheme (USS) and the related industrial action. 39% of UCU members had voted in the recent ballot on the proposed changes to the USS and on whether to resume the suspended marking and assessment boycott. 67% of those who had voted had agreed to accept the new proposals. The formal sixty day members' consultation would start in March 2015 with a view to implementing the new arrangements in April 2016. The USS would provide the University's Pensions Office with individually addressed letters to send to existing members. Letters would also be sent to all staff who were eligible to join the scheme. It was intended that there would be a series of roadshows. Information, including a modeller, would be available on the USS website where individual members could submit responses to the consultation. The Pensions Working Group would collate and submit any responses provided directly to the Pensions Office.

In the course of discussion, it was noted that some HEIs had publicly disputed the assumptions on which the proposed changes to the scheme were based. The Council was reminded that the Pensions Working Group (PWG) had submitted a robust response to the USS consultation questioning some of the assumptions for the scheme's technical provisions and recovery plan in respect of the 2014 actuarial valuation. In particular, the PWG had indicated that the proposed assumptions were overly prudent. The USS Trustee had not accepted the various representations in this regard.

It was noted that the Colleges, as separate legal entities, would be responsible for consultation with their own employees. However, College employees would be welcome to attend the roadshows. There was currently no guidance from USS with regard to staff holding two USS pensionable salaries.

In response to a question about the HR Committee's role in respect of actions arising from the REF results, the Pro-Vice-Chancellor (Institutional Affairs) reported that it was proposed that there be a review of various processes including: recruitment and appointment; probation management; and staff review and development.

Vice-Chancellor  
16 March 2015