

Council

9 July 2013

Minutes

Present: Ms J Evans
Mr A Bicknell
Mr M Draper
Professor A Clark
Professor B Gusterson
Ms K Horvers
Professor P Hughes
Mr D Kennedy
Professor P Kopelman
Mr C North
Mr M Owen
Professor F Ross
Mr M Stevens
Ms C Swarbrick
Mr G Turner
Mrs C Wilson

In attendance: Mr M Amer, Student Union President (Elect)
Mr M Bery, Chief Operating Officer
Mrs S Bowen, Secretary and Academic Registrar
Ms M Boylan, Deputy Secretary, University of London (Minutes 80-86)
Mrs W Brewer, Joint Director of Human Resources (Minutes 80- 86)
Professor P Jones, Head of Division of Clinical Sciences
Ms S Trubshaw, Clerk to Council
Mr J Unsworth, Financial and Commercial Director
Mr T White, Director of Strategic Planning

Apologies for absence were received from Dr A Kent, Mr C Smallwood, Professor J Weinberg and Professor Sir Nicholas Wright.

Health and Safety

80. Health and Safety Issues

Received:

A report from the Safety Management Committee, also covering any issues that have arisen since the meeting of Council held on 28 June 2013.

Reported:

- (i) That Dr Vivienne Monk, Divisional Business Manager for the Division of Population Health Sciences and Education, had been appointed as Chair of the Safety Management Committee in succession to Professor George Hall, who had recently retired.
- (ii) That there would be a Health and Safety Executive inspection on 18 July 2013.

81. Remarks from the Chair

Reported:

- (i) That Ms C Swarbrick had agreed to be the Partner Member of Council for the Faculty of Health, Social Care and Education. This would mirror the arrangement with the Board of Governors at Kingston University.
- (ii) That Ms C Wilson had agreed to be the Council Student Ambassador.
- (iii) That Ms Evans thanked Mr Mathew Owen, the retiring President of the Students' Union for his service to Council. Ms Evans felt that Mr Owen had articulated the 'student voice' to great effect and that he would be missed by members of Council. Council wished Mr Owen well in his future career.
- (iv) That Ms Evans noted that this would be her last meeting of Council. Ms Evans reported that it had been a 'great' experience for her, both as a member of Council and also as Chair for the last three years. Ms Evans said that the Graduation Ceremony, which she would be attending on 18 July 2013, was the high point of the year. Ms Evans said that the most difficult decision she felt that Council had had to make during her tenure was the decision to go ahead with the INTO joint venture. Ms Evans noted that the most enjoyable part of her role was working with Council members, both independent members and internal members.

Ms Evans noted that the most important relationship had been working with Professor Peter Kopelman, Principal, who she felt exemplified Nolan's Standards of Public Life. Working with Professor Kopelman had been an excellent experience and she highlighted his determination to ensure a good future for St George's, University of London (SGUL). Ms Evans also thanked Ms Susan Trubshaw, Clerk to Council, for all her help and support over the years.

Mr Graham Turner, on behalf of Council, thanked the Chair for her service to SGUL, and that all members wished Ms Evans well in her future endeavours.

82. Minutes

Received and approved:

- (i) Minutes of the meeting held on 12 March 2013. **Paper Council/5/B**
- (ii) Minutes of the Extraordinary Meeting of Council held on 26 April 2013. **Paper Council/5/C**

Received:

- (iii) Notes of the Council Away Day held on 26 April 2013

Reported:

That Mr Graham Turner had been present at the Council Away Day held on 26 April 2013.

Paper Council/5/D

83. Matters arising from the Minutes

Reported:

There were no matters arising.

Principal's Report

84. Report from the Principal

Received:

A report from the Principal.

Paper Council/5/E

Council Matters

85. Effectiveness Review of Council

Received:

The report and recommendations arising from the Effectiveness Review of Council.

Reported:

In May 2012 HEFCE undertook an Assurance Review of SGUL. This had resulted in the highest level of outcome that the system allowed ie 'Reliance on the accountability information'. HEFCE commented positively on the governance framework in operation within SGUL, on the accuracy of its returns, on the Council's close engagement with risk, and on a number of other pro-forma headings.

There were no recommendations arising from the report. HEFCE did suggest that an external effectiveness review could be undertaken, to add to the good practice of performance review meetings between the Chair of Council and individual members. It was agreed that a relatively 'light touch' external review would be undertaken, given the overall positive outcome of the HEFCE Assurance Review.

The review consisted of three key elements:

- (a) A questionnaire
- (b) A desk review of the documentation circulated to Council members, plus scrutiny of the website particularly the pages relating to Governance
- (c) Discussions with the Chair and the Clerk to Council, and observation of the meeting held on 12 March 2013.

The review provided extensive evidence of good practice. Amongst the exemplary practices associated with the workings of the Council the following were noted:

- (1) The practise of regular meetings between the Chair and individual members and the subsequent publication of brief notes of the main points.
- (2) The practice of pre-meeting talks and workshops on topical matters.
- (3) The quality of the documentation. The papers were well written and comparatively succinct. The cover sheets directed Council members to the associated strategic aims and risks relevant to the matter under discussion.
- (4) The high quality of the physical production of the paper work.
- (5) The commitment to regular Away Days.
- (6) The commitment to open advertising of vacancies and a detailed induction programme.
- (7) The routine inclusion of risk management on the Council Agenda.

The smooth operation of committees and governance was also noted, and the fact the governance systems ensured that information and matters for consideration were received in a timely manner. The robust nature of operational matters allowed Council time and energy to focus and discuss key issues.

Two matters had arisen following analysis of the questionnaires namely:

- Were members of Council challenging enough?
- Did Council members have sufficient insight into academic activity?

Additionally It was noted that the resource supporting Council was small (0.5fte in comparison to an average of 1.5fte in other HEIs). Implementing any recommendations would in most likelihood involve additional resources, and this would need to be taken into account.

Finally there was a note of caution that the fine line between governance and operational management needed to be observed, particularly in a small and minimally resourced institution where the boundaries could easily become blurred.

The following points were noted:

- (i) That in comparison to other HEIs SGUL operated in a complex environment. It was small, specialist, based in London, had varying accountability demands, and had to engage with two paymasters, HEFCE and the NHS in a challenging funding environment. It was felt that it would be difficult of find a harder operating context for an institution of higher education.
- (ii) That it was suggested Council members should be more challenging in its comments on key issues. It was noted that members were more challenging when there was more time available such as during Council Away Days.
- (iii) That it was suggested the agenda should focus on key issues, and that there should be a plan of the issues to be discussed during the year, to ensure that all matters were covered. This would enable the Chair to focus the discussion at each meeting.
- (iv) That it was suggested papers should be shorter (maximum two sides of A4) with additional information included in appendices. Key issues should be highlighted and the action required by Council should be clearly indicated.
- (v) That it was suggested by the Dean of Research and Enterprise, that meetings could be arranged with individual Council members to discuss the current restructuring if this would be helpful.
- (vi) That it was suggested there should be a briefing on Academic matters prior to the Council meeting on 22 October 2013.
- (vii) That it was noted that the SGUL Council papers were relatively short in comparison to other HEIs.
- (viii) That it was felt that the papers were the right balance and length, they could be cross referenced and were easy to read. It was felt that more care needed to be taken not to lose the range and depth of the papers, and that perhaps more items could be starred.
- (ix) That Council members had a considerable amount of statutory and regulatory duties, and these were mainly discharged via the provision of papers to Council. The subsequent minutes being used as evidence that Council was discharging its duties effectively. Council minutes and papers were used for a wide range of audit purposes, from HEFCE through to External Audit.
- (x) That it was noted that many Council members were involved in additional committees and activities at SGUL which increased their understanding and knowledge of range of areas. Traditionally governing bodies were not involved with academic activities (in the same way as the law does not interfere in matters of academic judgement) as these powers were usually delegated to Senate or other senior academic body.

- (xi) That it was further reiterated that balance needed to be kept between involvement of Council members in activities, and its interference in operational matters.
- (xii) That it was suggested that Council members could be 'sign posted' to other background information. It was noted that Council members were regularly invited to SGUL events.

Agreed:

- (1) That key areas of discussion would be flagged in the agenda.
- (2) That a template and guidance for Council papers would be produced, including the length and format as set out in (iv) above.
- (3) That prior to the meeting of Council to be held on 22 October 2013, there would be a briefing on Education matters.
- (4) That, on request, one to one meetings with Council members would be arranged with the Dean of Research and Enterprise to discuss the restructuring in more detail.
- (5) That additional sources of information would be flagged up to Council members throughout the year.
- (6) That following the retirement of the Chair, the Vice Chair would oversee the implementation of the recommendations.

Paper Council/5/F

86. Personal Reviews of Council Members

Received:

A report from the Chair of Council.

Reported:

That a number of action points had been flagged up following reviews with eleven members of Council. It was noted that the proposed timescales were extremely challenging but the executive team were asked to progress the actions as quickly as resources would allow. The outcomes reflected those of the Effectiveness Review, and included requests for more data, more options when discussing strategic plans, a greater degree of urgency in pursuing matters and improved communications. Additionally, the reviews reflected the desire of Council to have more time for debate on key matters.

Ms Kea Horvers, elected staff member of Council, noted that a number of anxieties had been raised by members of staff. These centred on the growing number of joint appointments (as part of the Shared Services agenda), and the mechanisms that were in place to protect SGUL in cases of conflict of interest, for example where the interests of the partner organisation might be put before those of SGUL.

It was noted that all joint appointees had separate line management and reporting lines with regard to both parts of their appointment. Where there were commercial implications the appointee would be expected to declare a conflict of interest and excuse themselves from any discussions and decision making. It was suggested that there should be a joint protocol for handling communications around these issues should they arise.

Paper Council/5/G

Supporting the Strategic Plan

87. Strategic Futures

Considered:

Report from the Strategic Futures Project Steering Board including the Strategic Futures Risk Register and the timeline and implementation plan.

Reported:

- (i) That it had been agreed that there would be four Institutes:
- Education Institute
 - Heart & Brain Institute
 - Infection & Immunity Institute
 - Public Health Institute
- (ii) The posts of Foundation Institute Directors had been advertised and interviews were underway. Professor Nigel Brown had been appointed as the Foundation Director of the Education Institute. Once these appointments had been completed other actions could be taken forward including the development of centres within the Institutes, and the appointment of the Heads of Centres.
- (iii) A set of draft criteria had been developed to assess staff contribution. These were being used to support decision making regarding the populating of each institute. At the moment staff had been divided into three groups:
- Staff who have a clear role in an Institute
 - Staff who could be in one or other of the Institutes
 - Staff who could not be allocated to an Institute and whose posts were potentially at risk of redundancy.

Further conversations were underway to allocate staff in the second group. Posts that were included in the third group were also being given further consideration in the light of the need for 'business as usual' for the next academic year, and the increasing/decreasing requirements for various academic programmes. It was likely that there would be two review phases, the first phase would be completed by the end of the calendar year, and a second phase at the end of the 2013-2014 academic year.

- (iv) It was noted that there were clear job descriptions for the Foundation Institute Directors including performance objectives, and metrics by which these objectives would be measured. The Deans would assess the performance of the Institutes on an annual basis, and a more in-depth review would be undertaken every three years. Additionally all individual members of staff would have performance objectives. An enhanced system of performance management would be put in place, and the consequences of not meeting performance targets would be clearly set out.
- (v) It was noted that Institute communications were an important element of the job descriptions for Foundation Institute Directors.
- (vi) Steps were being taken to mitigate any risk to teaching, by phasing the review process as set out in (iii) above. It was noted that the quality of teaching at SGUL had been commended by the GMC, and that this excellence would be maintained.
- (vii) It was suggested that the restructuring programme would create much additional work for Human Resources. It was noted that additional resources had been engaged to manage the project.

Paper Council/5/H

Agreed:

In accordance with the Scheme and Statutes (2008), the membership of the Redundancy Committee was confirmed as follows:

Redundancy Committee Membership:

Mr Michael Draper (Chair)
Dr Steve Bevan
Dr Val Collington
Ms Catherine Swarbrick
Mr Graham Turner

In attendance: Mrs Wendy Brewer, Joint Director of Human Resources

Finance and KPIs

88. Finance Committee Report

Received:

A report from the Chair of the Finance Committee.

Reported:

- (i) That the Finance Committee had reviewed the budget for 2013-2014 and had considered that the forecast surplus of £121k was insufficiently resilient, and had asked that the forecast be reviewed with the aim of generating a surplus in the order of £1 million. Following further discussions the figure of £0.5 million had been accepted as the target surplus for 2013-2014. A number of measures had been put in place to achieve this surplus.
- (ii) That it was noted that there was still some concern with regard to the bank covenant, but the generation of a more substantial surplus in 2013-2014 would mitigate the risk in relation to the covenant.
- (iii) That following a meeting between the Chairs of the Finance Committee and Council, the Chief Operating Office and the Finance and Commercial Director it had been agreed that the fees for the Halls of Residence would not be increased in 2014-2015 if the Students' Union were able to reduce operating costs by 10%.

Paper Council/5/1

89. Financial Forecasts

Considered:

The five year financial forecasts for submission to HEFCE.

Reported:

The following points were noted:

- (i) That investment had been included to support the Research Strategy, and for the development of research post REF2014.
- (ii) That a capital budget of £3 million had been included.
- (iii) That a contingency of £200k had been included in each year of the forecasts.
- (iv) That there was still a degree of uncertainty around a number of issues, including the level of government funding, the level of research funding, and any further restrictions on student numbers.
- (v) That there was a level of uncertainty with regard to the possible number of redundancies following the restructuring programme.
- (vi) That the delivery of income from the INTO project was slower than had been previously expected, and that further investigation was being undertaken in

conjunction with INTO regarding the barriers to achieving the target student numbers.

- (vii) That discussion was underway with Santander with regard to drawing down the remainder of the loan.

Agreed:

That the Financial Forecast for 2013-2014 to 2016-2017 were approved for submission to HEFCE.

Paper Council/5/J

90. Key Performance Indicators

Received and considered:

The Key Performance Indicators.

Reported:

That the principal change from the last report received by Council, at its meeting on 12 March 2013, was the status of the Academic Health Science Centre (AHSC) which had moved from green to amber. A strategic alliance with King's Health Partners was being concluded in recognition that a more formal associate partnership arrangement in the AHSC was not achievable at this stage (Minute 96 refers).

Paper Council/5/K

The Student Experience

91. Report from the Students' Union

Reported:

- (i) That the Student Union Elections had been conducted electronically, for the first time, between 10-14 July 2013. This had increased the accessibility for students on placements and had increased the turn out overall.
- (ii) That the Student Awards evening had taken place on 26 June 2013.
- (iii) That the Students' Union Annual General Meeting had been held the previous week.

Further reported:

It was not clear to members of Council if the student body was aware of the impact of the NSS results on the various league tables. Research had shown that the NSS metrics had a large impact on a number of league tables, and it was felt that this impact should be explained to all students completing the Survey.

92. University League Tables

Received:

A report on the recent University league tables and summary of NSS action plan.

Agreed:

That the item on the University League Tables would be discussed further at the meeting of Council to be held on 22 October 2013, when the results of the NSS 2013 would have been received.

Paper Council/5/L

Branding

93. Branding Project

Received:

A report on the Branding Review.

Reported:

That the Branding review was underway. Adrian Day Associates had been engaged to help with the branding. This included the development of the brand narrative, key messages and the articulation of a clear brand hierarchy. A schedule of meetings, interviews and presentations had taken place. Further work would be undertaken on brand positioning, messages and initial brand architecture, and subsequently the development of a visual identity and guidelines. In addition a Communications Strategy was being developed.

Agreed:

That the item on the Branding Project would be discussed further at the meeting of Council to be held on 22 October 2013.

Paper Council/5/M

Governance

94. Revision of the scheme and Statutes

Considered:

The final report of the Scheme and Statutes Steering Group, and the revised Scheme and Statutes.

Reported:

That the final report summarised the information that had been received by Council in the previous two reports made by the Scheme and Statutes Steering Group. The next and final step would be for the proposals to amend the Scheme and Statutes to be approved by the University of London. It was noted that the Trade Unions had raised some last minute objections to the wording of Statute 25, and therefore the proposals would have to be approved subject to the agreement of the wording of Statute 25 by the Trade Unions.

The Chair of the Scheme and Statutes Steering Group thanked Mr Michael Draper, who chaired the group, and Ms Trubshaw for her hard work on behalf of the Steering Group and her excellent management of the project.

Agreed, in accordance with Sections XVII and XXI of the Scheme, the following Special Resolution:

The revised Scheme and Statutes were recommended *nem con* for approval by the University of London, subject to the agreement of the wording of Statute 25 by the Trade Unions.

Paper Council/5/N

Research

95. Research Excellence Framework

Received;

A report on preparations for the submissions to the Research Excellence Framework.

Paper Council/5/O

Partnerships

96. Memorandum of Understanding with King's Health Partners

Received:

A revised version of the Memorandum of Understanding with King's Health Partners.

Reported:

That it was noted that it was proposed in Section 6 that 'St George's' contribute £250,000 in 2013-2014 to support the development of the Strategic Alliance and the associated work programmes. It was noted that this could be provided either 'in kind' or in cash. In addition the contribution would be split between SGHT and SGUL.

It was noted that an example of an immediate benefit to St George's had been the development of a joint CLARHC. This had only been possible because of the strategic alliance.

It was felt that the level of contribution needed to be defined more clearly, indicating the split between SGHT and SGUL (which should be based on relative turnover), and that the benefits of the partnership should also be clearly set out.

Agreed:

That the Memorandum of Understanding with King's Health Partners be approved subject to the agreement of the division of the contribution between SGHT and SGUL, and that SGUL's financial contribution should not be greater than £50,000.

Paper Council/5/P

97. International Developments

Received;

(i) A report on International Developments.

Paper Council/5/Q

(ii) Minutes of the International Committee, the INTO/St George's Joint Venture Board and the University of Nicosia Steering Group were reported to SPARC on 19 June and are available to Council Members on request.

Equality and Diversity

98. Single Equality Scheme

Considered;

The Single Equality Scheme Action Plan.

Reported:

That the production of the Single Equality Scheme Action Plan had followed extensive consultation with both staff and students, including formal committee meetings and informal focus groups. It was planned to implement the actions set out in the scheme over the next three years. A report would be made against the scheme on an annual basis and a review of the scheme will be conducted at least every three years.

Agreed:

That Council approved the Single Equality Scheme Action Plan.

Paper Council/5/R

Audit

99. Audit Committee

Received:

A report from the Chair of the Audit Committee.

Reported:

That the Audit Committee had agreed that Council should receive, at least once a year, the full set of Risk Management reports and that members of Council should be invited to discuss risk in more detail on a regular basis.

Paper Council/5/S

100. Risk Management and Efficiency Committee

Received:

- (a) The Summary Risk Register
- (b) The Key Risk Indicator Table and commentary on changes to the risk scores following the meeting of the Risk Management and Efficiency Committee on 23 May 2013.

Reported:

That further consideration was being given to how Council could become more informed and more involved with Risk Management processes.

Paper Council/5/T

Human Resources

101. Human Resources Committee

Received:

A report from the Chair of Human Resources Committee.

Reported:

Personal Reviews

That it was noted that essentially 68% of personal reviews had been completed. The aim was to complete 100% but this had be set against the background of restructuring that was currently underway.

Paper Council/5/U

Matters for Approval

102. Award of an Honorary Title

Approved:

- (i) The appointment of Professor Marek Malik as Emeritus Professor of Cardiac Electrophysiology with effect from 1 August 2013 on the condition that Professor Malik's employment ends by agreement on 31 July 2013.
- (ii) The appointment of Professor George Hall as Emeritus Professor of Anaesthesia with effect from 1 May 2013.

103. Council Appointments

Reported:

- (i) That Ms Gemma Hobcraft had resigned from Council with immediate effect.
- (ii) That Council had agreed that Mr Don Kennedy would take up his membership when the next casual vacancy on Council occurred. Mr Kennedy would replace Ms Hobcraft for the remainder of 2012-2013, and would be appointed for a term of three years with effect from 1 October 2013 until 30 September 2016.

Approved:

- (iii) On the recommendation of the Nominations and Honorary Awards Committee, the following Independent Members for a further term from 1 October 2013 until 30 September 2016:

Mr Graham Turner
Professor Sir Nicholas Wright

- (iv) The appointment Mr Graham Turner as Vice Chair with effect from 1 October 2013 until such time as the new Chair is appointed, when the role will be considered further in light of the changing needs of Council.

Matters for Report

104. HEFCE's Annual Assessment of Institutional Risk: St George's Hospital Medical School

Reported:

That based on the accountability returns submitted to HEFCE for 2011-2012, HEFCE has assess that at this time SGUL was **not at higher risk**.

Paper Council/5/V

105. Fitness to Study and Practise

To report:

1. The conduct of a final year BSc Physiotherapy student was considered by a Hearing Committee in July 2012 under the formal stage of the Fitness to Study and Practise procedure. The Committee agreed that the student should repeat his final year in full subject to conditions. The student accepted the conditions set by the Committee and returned to the programme in October 2012. Following the recommencement of his studies, the student's conduct was again the cause of concern and his case was referred back to a Hearing Committee in April 2013. The Hearing Committee agreed to terminate the student's registration with immediate effect because the student had breached the conditions attached to the student's continued enrolment. The reasons for the Committee's decision is set out in full in the report of the Hearing Committee.
2. The conduct of a year two PgDip in Physician Assistant Studies student was considered by a Hearing Committee under the formal stage of the Fitness to Study and Practise Procedure in February 2013. The Hearing Committee agreed to terminate her registration with immediate effect for the reasons set out in full in the report of the Hearing Committee.
3. **Under 3.2.4 of the Fitness to Study and Practise Procedure, the findings and decisions of a Hearing Committee shall be reported to the next meeting of Council.**

106. Minutes of Meetings

Committee	Date of Meeting	Available from:
Audit Committee	11 June 2013	By email from s.trubshaw@sgul.ac.uk
Risk Management Committee	23 May 2013	By email from s.durkin@sgul.ac.uk
Finance Committee	6 June 2013	Paper Council/5/W
SPARC	27 March 2013 16 April 2013 20 May 2013 19 June 2013	By email from s.trubshaw@sgul.ac.uk
Senate	10 June 2013	By email from d.baldwinson@sgul.ac.uk
Human Resources Committee		By email from mbentley@sgul.ac.uk

107. Actions by the Chair

Reported:

That the Chair had reviewed two student cases since the meeting held on 12 March 2013

HEFCE and other External Matters

108. HEFCE Letters and Consultations and other External Consultations for Information

Received:

A report on HEFCE letters and consultations and other external consultations, with responses to date.

Paper Council/5/X

109. Dates of meetings 2012-2014

Tuesday 22 October 2013
Tuesday 26 November 2013
Tuesday 17 December 2013
Tuesday 18 March 2014
Friday 11 April 2014 – Away Day – Venue to be confirmed
Tuesday 8 July 2014
Tuesday 21 October 2014
Tuesday 25 November 2014
Tuesday 16 December 2014

110. Any other Business

Thanks to the Chair

Reported:

On behalf of Council, Professor Peter Kopelman, thanked the Chair, Ms Judith Evans, for her support for SGUL, both as a member of Council for six years, and as Chair of Council for a further three years. Professor Kopelman noted that it had been a pleasure to work with Ms Evans, and he had drawn on her wise counsel and expertise gathered from senior appointments at British Airways, Sainsbury and Homebase. Ms Evans had made a valuable and lasting contribution to SGUL. A retirement dinner would be arranged for Ms Evans in the Autumn.

ST/22 July 2013