

College Council Minutes – Approved

Date	22 March 2018, 17.00
Location	IoPPN Board Room, 16 De Crespigny Park, Denmark Hill Campus
Present	Lord Geidt (Chairman); Baroness Morgan of Huyton (Vice-Chair); Professor Brian Holden Reid; Professor Edward Byrne (President and Principal); Mr Michael D’Souza; Dr Angela Dean; The Hon Sir David Foskett; Mr Paul Goswell; Ms Ros King; Professor Sir Robert Lechler; Mr Chris Mottershead; Mr Momin Saqib; Sir Nigel Sheinwald; Mr Andrew Summers; Dr Ian Tebbett; Ms Nhuoc Lan Tu; The Right Reverend Dame Sarah Mullally; Professor Evelyn Welch; and Professor the Baroness Alison Wolf.
Apologies	Mr Steve Large, Vice President (Finance); and Professor ‘Funmi Olonisakin, Vice President & Vice-Principal (International) (standing attendees)
In attendance	<p>Ms Imaan Ashraf, KCLSU Vice President for Welfare and Community (for Item 3) Mr Yousef El-T, KCLSU Vice President for Education (Health) (for Item 3) Ms Tayyaba Rafiq, KCLSU Vice President for Education (Arts and Sciences) (for Item 3) Mr Robin McIver, Deputy Vice Principal, Strategy, Planning & Analytics (for Item 8g) Ms Sarah Guerra, Director, Equality, Diversity & Inclusion (for Item 9) Ms Jennie Younger, Executive Director, Fundraising & Supporter Development (for Item 10) Ms Sophie Hutchinson, Director of Fundraising Strategy & Operations (for Item 10) The Hon Julia Gillard AC, 27th Prime Minister of Australia and Inaugural Chair, the Global Institute for Women’s Leadership (for Item 11) Professor Jennifer Rubin, Professor of Public Policy, the Policy Institute at King’s (for Item 11) Dr Sarah Rawlings, Interim Director of the Policy Institute at King’s (for Item 11)</p> <p>Standing attendees: Professor Jonathan Grant, Vice President & Vice-Principal (Service) Professor Nicola Phillips, Vice President & Vice-Principal (Education) Professor Reza Razavi, Vice President & Vice-Principal (Research)</p> <p>Secretariat: Ms Irene Birrell, College Secretary Ms Joanna Brown, Governance Manager Ms Xan Kite, Director of Governance Mr Paul Mould, Director of Business Assurance Mr David Newman, General Counsel & Director, Legal Services</p>

1 Welcome, apologies and notices

The Vice-Chair, Baroness Morgan, was in the Chair and welcomed to the meeting the KCLSU Sabbatical officers and Ms Jennie Younger, who, with the Chairman’s agreement, was attending the meeting as an observer.

No conflicts of Interest had been declared in advance of the meeting.

2 Approval of agenda

Council approved the agenda.

3 KCLSU Current Issues

a) KCLSU President & Sabbatical Officers report [KCC_18_03_22_03b]

The President of the King’s College London Student Union (KCLSU), Mr Momin Saqib, introduced his colleagues: Vice President for Welfare and Community, Imaan Ashraf; Vice President for Education (Health), Yousef El-T; and Vice President for Education (Arts and Sciences), Tayyaba Rafiq. The KCLSU Sabbatical Officers highlighted a number of issues for discussion:

- Whether the university would increase international fees to make up for any decrease in domestic fees.
- How the 40% increase in business school fees balanced with the university’s values and principles, and the justification for this fee rise. The sabbatical officers queried whether there had been a similar increase in student experience and value for money.
- Lobbying for increased government funding for higher education on behalf of students.

- The KCLSU campaign for a more flexible payment system was still unresolved. Many other Russell Group institutions of similar size and structure were leading the way on flexible payment plans for all students, and King's could do more.
- The living bursary had helped but only for domestic students. There was widening participation, but low-income students often had a lesser student experience due to the financial pressures. The increase of financial pressure on students correlated directly with student wellbeing. As had been raised frequently in the past, often students had to choose between an active role in the university community and taking jobs to support themselves. Management should factor student wellbeing into its tuition fee review.
- Students expect transparency and to be consulted before big decisions are made, for example the medical school, which had not received highly in student satisfaction scores, changed placement allocations to a one-year in, one-year out model without properly consulting students. Students felt it had been a reactive measure, that it had been imposed, and it had not been popular.
- Yousef El-T had recently mediated discussions between the student occupants at the James Clerk Maxwell Building and the Senior Management Team (SMT). SMT had agreed to have an open meeting with the students and Yousef El-T reported that students felt it had been a move in the right direction.

The Vice-Chair thanked the student leaders for their presentation, noting that:

- Fee setting was done nationally, and there was a government review currently ongoing. King's was not in a position yet to respond on fees. It was noted that King's student community included more low-income students than most other Russell Group institutions. It was recognised that King's needed to continue to look at ways to lessen the burden.
- Fees for international students were higher, but they were also comparable to those at other institutions, and these students did know the fees before they decided to come to the UK and to King's. Facilities were provided by the UK tax payer for UK students, so there was an intellectual argument for fee differential, though it was recognised that there was still a need to find ways of improving support for the international cohort.
- King's would continue to focus on the Sanctuary programme.

Mr Saqib introduced his standing KCLSU President report. In addition to the updates set out within the report, Mr Saqib stated that Freedom of Expression consultations were ongoing and he looked forward to the conclusion of the review. He noted that the KCLSU elections had taken place and the results were on the KCLSU webpages.

The Principal acknowledged the work of departing KCLSU Chief Executive, Mo Wiltshire, and acknowledged her contribution to the College over the years.

b) **KCLSU Articles of Association Amendment** [KCC_18_03_22_03a]

The proposed amendments to the KCLSU Article of Association were intended to bring the KCLSU articles into compliance with the model articles produced by the National Union of Students. The proposed changes had been approved by KCLSU members through its Annual General Meeting and had been reviewed by the College's General Counsel, and were now put to the Council for approval.

Decision

That the proposed changes to the KCLSU's Articles of Association, as set out in the appendices to the report, be approved.

4 Unanimous Consent Agenda (including Minutes of the Previous Meeting) [KCC-18-03-22-04]

The Pensions Report in the Finance Committee Report (Item 8(g)(3)) was removed from the Unanimous Consent Agenda in order that the Principal could speak to recent news.

Decision

That the remaining reports on the Unanimous Consent Agenda, including the Minutes of the Previous Meeting and the Actions Log, be taken as read and noted or approved.

5 Matters Arising from the Minutes

There were no matters arising.

6 Report of the Chairman

There were no items to report.

7 Report of the President & Principal

Items for Consideration

a) Summary Report on Key Issues [KCC_18_03_22_07a]

The report of the Principal outlined key current issues. The Principal took his report as read and provided updates to two items within his report – the Pensions/Strike update and the Israel Society Student Event. During the

ensuing discussion of the industrial action, the Bishop of London declared an interest in that her son was a student at King's.

Pension/Strike Update see also Item KCC-18-03-22-08(g)(3):

The Principal stated that Appendix 3 of the Finance Report (as removed from the Unanimous Consent Agenda) had set out the baseline of the issues. However, it had been rendered obsolete by recent events. Earlier in the week, Universities UK had announced a high-level review into the methodology and processes used in determining the valuation of the USS pension scheme undertaken in September 2017. It was a very complicated issue and the review would influence the next evaluation in three years. The timeframe was potentially difficult as the consultation process meant it would take 90 days from time of a proposition to a resolution and the pension regulator's deadline was before this.

The strike had been very divisive and damaging to morale, although the impact on and levels of support among students had been quite varied across campuses. Collectively, and at the urging of Professor Byrne, there had been discussion mediated by ACAS to find a compromise, which had been endorsed by King's senior team and other employers but turned down by the union. He reported that if nothing changed, the requirement to address the pension deficit would cost King's at least £25 million. The Principal had written an open letter to UUK and UCU urging a further review and more transparency, and an extension to the current consultation period. If a better offer could be negotiated through ACAS, Council input would be needed on an urgent basis. A member noted that in that event, it would be very helpful to have more in-depth background information on the range of options.

The Provost & Senior Vice-President (Arts & Sciences) remarked that despite the turmoil, the College's business continuity plans had worked well, and all staff involved deserved thanks. She noted particularly the exceptional response and patience shown by the Director of Operations (Estates & Facilities), Tristram Slater, and the security team.

Related to the strike, but also in protest against other concerns, a number of students had occupied part of the James Clerk Maxwell Building on 14 March. Throughout the occupation, senior management had focused on the safety of the students involved and had been engaging in respectful dialogue with them. In response to a request for a meeting with the Principal, a panel meeting had been held on 22 March 2018 with the students and the Principal and members of the senior team, mediated by a sabbatical officer from KCLSU.

A member suggested that the protests and occupation were perhaps indicative of a sense among students that their voices had not previously been heard and that there could be lessons to learn once the immediate situation was resolved. In response to a question on what had been done for students during the strike, and particularly those taking exams, Council was informed that there had been a very large operation to manage assessments in particular. The approach had been not to cancel but to mobilise the mitigating circumstances regulations.

The Senior Vice-President (Operations) noted that one of the issues raised by the occupiers was the outsourcing of cleaning staff. This was a complex issue and the timeline for bringing the cleaning staff back in-house was constrained by contractual arrangements. This would be a difficult and lengthy process and a more in-depth discussion at Council in the near future would be useful.

Referring to the protesters who had been in the hallway at the start of the meeting, the Principal noted that Professors Welch, Wolf and Holden Reid had met with them briefly. Professor Wolf provided the meeting with a summary of the discussion with those staff members, which had focused on the actual pension issue and a more general sense of alienation between staff and management. There was concern that while there had been focus on mitigating the impact of the strike on students, the impact on staff of either the strike or the pension proposals had not been adequately considered. Staff were keen to have Council understand the sense among employees that they were at the "bottom of the list" with students and buildings being prioritised over their needs and welfare. The pension issue was only one example of what was, in their view, poor communication between staff and senior management and Council. There is a desire for a greater staff voice on Council with elected staff representation. Professor Welch reported that she had promised those protesting that she would provide them with a summary of the report of their concerns to Council and that a meeting would be arranged between the members of staff and some members of Council. She asked that members interested in participating in such a meeting speak with her after this meeting.

Council noted the issues and concerns raised and agreed they would be considered as part of the wider discussions to be held on the staff survey and governance review.

Israel Society Student Event/Freedom of Speech

The recent incident at King's in which a lecture given by a former Deputy Prime Minister of Israel was disrupted had caused concerns within the Jewish community that their community and freedom of speech at King's was under attack. A subsequent event hosted by the Libertarian Society at which masked protesters had violently stormed into the meeting and at which staff had sustained injuries had resulted in a decision to postpone temporarily all high-risk meetings at the College. The Principal and colleagues were holding a series of meetings with senior members of the Jewish community to address their concerns. External investigations of both incidents had been

initiated, and police had been requested to lay charges where appropriate. Professor Grant was heading up a joint working group of KCL and KCLSU to consider the text of a College statement on freedom of speech and review policies and practices in place for identifying high-risk events and mitigating risks while protecting the rights of all to freedom of speech.

The KCLSU President reiterated statements he had made elsewhere that what had happened was unacceptable and noted that he looked forward to the outcome of the policy and process review.

The Principal stated that King's would continue to promote freedom of expression within the law and the right to peaceful protest. Providing an environment for open and uncensored debate on issues, even when controversial and conflicting views were likely to be aired, was an integral way that King's could create an open and inspiring place to learn and was an essential role for all universities.

Lord Geidt arrived and assumed the Chair.

b) Update on subject-based TEF [KCC_18_03_22_07b]

The Vice President & Vice-Principal (Education) introduced her report on subject-based TEF. This report was considered reserved business, was confidential to King's and should not be circulated outside Council.

King's had received its data for year three of the Teaching Excellence Framework (TEF) exercise including details of King's performance and benchmarks for each indicator at a subject Level. Subject-level TEF would be in play in 2020. The Office for Students (OfS) were testing two approaches (Models A and B) for assessing teaching excellence across disciplines. King's was not participating in this pilot, so the analysis provided in the report was for information only. Based on TEF Year three data, King's would be in a better position if Model A were adopted. The data received had not been a surprise, but nevertheless presented a challenge. It was not enough to aim for incremental improvement – decisions would need to be bold on those areas relevant to the NSS. The VP (Education) was holding meetings with all of the Faculties and Deans and would develop clear plans on the approach and what to accelerate within the Education Strategy in the short term. They would be working on the assumption that OfS would adopt Model B. Important factors to bear in mind were:

- It was important to remember that it was not just about how King's performed, but about the performance of all other institutions participating in the TEF and the subsequent benchmark. There was need to be proactive in addressing concerns with the process with the Government.
- A key challenge was not to fall into a short-term trap at the expense of medium to long range plans.
- A number of programmes were being tracked internally, as if they were participating in the pilot.
- It was important to remember that the data was based on two rounds ago, and so would not have picked up on any improvements.

Items on Consent

c) Diversity and Inclusion Steering Group meeting [KCC_18-03_22-07c] (noted)

8 Reports of the Committees

a) Academic Board [KCC-18-03-22-08a]

The Chairman proposed, and it was accepted, that the Academic Education Pathway item [08a Annex 1] be rescheduled into the Council Away Day agenda.

Decision

That the discussion on Academic Education Pathways be rescheduled to the Council Away Day agenda of 15 May 2018.

The remaining items from Academic Board were on the consent agenda and were all noted:

- (i) Report of the College Education Committee
 - (ii) Report of the College Assessment and Standards Committee
 - (iii) Report of the Programme Development and Approval Committee
 - (iv) Report of the College Research Committee
 - (v) Report of the College Innovation Committee
 - (vi) Report of the College International Committee
 - (vii) Report of the KCLSU President
 - (viii) Report of The Dean
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b) Nominations Committee [KCC-18-03-22-08b]

(i) Finance Committee Membership

The Council was requested to approve the reappointment of Peter Clarke and Andrew Scott to the Finance Committee as co-opted members for three-year terms effective 1 August 2018.

Decision

That Peter Clarke and Andrew Scott be reappointed to the Finance Committee as co-opted members for three-year terms effective 1 August 2018.

The remaining items from the Nominations Committee were on the consent agenda and were all noted:

- (ii) Reappointment of Investment Subcommittee Members
- (iii) Update on student recruitment to the Investment Sub-Committee
- (iv) Skills Matrix
- (v) Upcoming vacancies
- (vi) New Charity Commission Guidance

c) Audit, Risk & Compliance Committee [KCC-18-03-22-08c]

Items on Consent (all noted)

- (i) GDPR Readiness Programme Board update
- (ii) Enterprise Risk Management update
- (iii) Internal Audit Plan 2018-19
- (iv) Internal Audit work update
- (v) Procurement Strategy and Services
- (vi) Risk presentations and discussion: Providing governance oversight for legal and regulatory compliance management and Education Strategy update

d) Estates Committee [KCC-18-03-22-08d]

(i) Engineering Proposals

The proposal with respect to the Strand/Quad Engineering project was for approval but was presented jointly with the Finance Committee and was dealt with under the Finance Committee Report [KCC-18-03-22-08g].

The remaining items from the Estates Strategy Committee were on the consent agenda and were all noted:

- (ii) Overview of Estates and Facilities matters
- (iii) Asset Ownership Structure and Financing the King's Estate
- (iv) Special Development Projects
- (v) Student Residences – Summary of various active projects
- (vi) Draft London Plan and Draft New Southwark Plan
- (vii) Hunting Licences Update
- (viii) King's Residences – Annual Report 2016-2017
- (ix) General Update on Acquisitions and Disposals
- (x) Estates Operations Update
- (xi) Capital Projects Dashboard

e) Chairman's Committee [KCC-18-03-22-08e]

Items on Consent (all noted)

- (i) PLuS Alliance Briefing
- (ii) Health Initiatives in China

f) Governance Committee [KCC-18-03-22-08f]

- (i) University of London Act and formal amendments to Charter & Statues
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The Council received and was asked to approve amendments to the College's Charter and Statutes, proper notice of which had been given in accordance with Ordinance B1.

Decision

That the proposed amendments to the College's Charter and Statutes, as attached to the report, be **approved**.

- (ii) Draft Away Day Agenda

The Chairman proposed, and it was accepted, that the College Secretary would circulate the draft Council Away Day agenda to Members, and obtain feedback, by email.

Decision

That the draft Council Away Day agenda be circulated and discussed by email.

The remaining items from the Governance Committee were on the consent agenda and were all noted:

- (iii) Council Conflict of Interest Policy
- (iv) Governance Review Update
- (v) Informal Consultation Processes/future of Chairman's Committee
- (vi) FOI Exemptions/Publication of Minutes and Papers

g) Finance Committee [KCC-18-03-22-08g]

- (i) Strategic Investment in Engineering

The Chairs of the Finance Committee and the Estates Strategy Committee presented this item on behalf of their committees. The Estates Strategy Committee and the Finance Committee were jointly making this recommendation. The proposal with respect to the Quad/Strand Engineering was for approval in principle.

Both Committees had discussed three issues under this item: a business plan overview for general and electronic engineering, a specific proposal for approval with respect to developing the Strand Quad, and a report on recent developments in Biomedical Engineering. With respect to the Strand Quad, the Finance Committee had noted that the project would be brought back for final sign-off once the tendering results were known and there was a more detailed understanding of costs. [REDACTED]

[REDACTED] The Estates Strategy Committee would monitor the project as it developed.

The Chair of the Finance Committee stated that renovating works on the Quad would be necessary regardless of whether this project proceeded. [REDACTED]

[REDACTED] The Engineering School would be project-based and interdisciplinary and so being situated next to the Business School and other areas would be advantageous; this location was the best option for now. The teaching space developed in the Quad would be designed to be multi-purpose, so that should engineering be moved off-site in future, the space would be readily usable for other disciplines.

Decision

That the development of:

- (a) the infrastructure and public realm (primarily the surface, shell and infrastructure under the Quad courtyard) to protect the asset value and ongoing operations of the Strand campus; and
- (b) 'the Quad' (specifically meaning the two floors of King's space between SHEW, the Strand and King's buildings, and beneath the courtyard that connects these three buildings), to accommodate growth in teaching General and Electronic Engineering, and to develop one basement floor of the adjacent Macadam building to accommodate associated research,

be approved in principle.

- (ii) Pensions Update
This item had been removed from the unanimous consent agenda and referenced in Item 7, the Principal's report.

The remaining items from the Finance Committee were on the Consent agenda and were all noted:

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- (iii) Pipeline of Key Strategic Issues
 - (iv) Financial Matters
 - (v) Investment Matters
 - (vi) Staffing Matters
 - (vii) Estates Matters
 - (viii) Research matters

9 Equality, Diversity & Inclusion [KCC-18-03-22-09]

Sarah Guerra, Director, Equality, Diversity & Inclusion presented her report which included key components of an internal analysis of equality, diversity and inclusion at King's conducted over her first year in office. There has, historically, been a lack of general process and policy at King's in this area and there is room for improvement in managing risks and costs with the collection and analysis of key data in future. Ms Guerra's proposed areas for improvement were:

- Accountability – ensuring goals are identified for the institution as a whole;
- Oversight and Governance – Agreeing what information is needed to allow effective oversight and to give Council assurance of effective risk management; and
- Key inclusion risk areas – adding race and disability as areas for focused attention.

In answer to members' questions, it was noted that the current HR system was the main barrier to collecting and analysing the data needed for Athena Swan and for adequate tracking of race-based disparities. There were also difficulties in some areas of the College in establishing diverse selection panels for staff vacancies.

It was agreed that a breakfast briefing would be scheduled so that members of Council could have a more in-depth look into the work of the Equality, Diversity & Inclusion team and a more considered discussion of Council's role in achieving better outcomes in this important area.

10 Fundraising Campaign [KCC-18-03-22-10]

Jennie Younger, Executive Director, Fundraising & Supporter Development; and Sophie Hutchinson, Director of Fundraising Strategy & Operations were in attendance to present an update on fundraising and development of the new fundraising campaign. Members had received a report from Fundraising & Supporter Development with their agenda papers, which had included an appendix on Charity Trustee guidelines.

Ms Younger reviewed the four major projects already in the pipeline and others under development. The campaign goal was £750 million, of which £109m had been raised already. The timeframe of autumn 2018 was ambitious and might possibly be stretched to the end of this year/beginning of next. The campaign would play on the essence of the King's brand which might be defined as a bold commitment to get things done – hence the "We do what it takes" strapline. A breakfast briefing would be scheduled for members interested in learning more about the campaign in particular and fundraising in general.

With respect to the Charity Trustee CC20 guidelines, it was noted that these set out six principles that charity trustees should follow in order to comply with the law relating to the management and control of their fundraising:

- plan effectively
- supervise your fundraisers
- protect your charity's reputation, money and other assets
- follow fundraising laws and regulation
- follow recognised standards for fundraising
- be open and accountable

Council members, in their role as Trustees of King's College London, were requested to be aware of these revised guidelines for Trustees of Charities.

In answer to a question it was noted that Internal Audit carried out audits of the fundraising team and compliance with the requirements of the Charity Commission. A report of an upcoming audit would be presented to Council at its November 2018 meeting.

11 The Global Institute for Women's Leadership [KCC-18-03-22-11]

The Chairman welcomed to the meeting the Hon Julia Gillard AC, 27th Prime Minister of Australia and Inaugural Chair, the Global Institute for Women's Leadership, Professor Jennifer Rubin, Professor Public Policy, the Policy Institute at King's; and Dr Sarah Rawlings, Interim Director of the Policy Institute at King's to present the report on the new Global Institute for Women's Leadership.

Julia Gillard stated that women faced significant barriers at every stage of their careers including accessing leadership roles. The Institute's aim was to address the significant policy study gap in this area, deepen the evidence base and bring global research into action to better understand and mitigate the causes of women's underrepresentation in leadership positions. The work would start at the launch of the Institute on Wednesday, 4 April 2018. She gratefully acknowledged the university's financial support for the initiative. The King's Fundraising

and Supporter Development team would be working closely with the Institute on potential opportunities for philanthropy.

Response from Council members was highly positive, with the additional suggestion from the Bishop of London to have discussions with the Church, which now has a higher number of female Bishops than ever before.

12 Any Other Business

The College Secretary noted that the Office for Students registration was due by 30 April 2018, and that as there was no Council meeting scheduled before then, it was proposed to proceed via Chairman's Action to sign off the submission.

The Chairman declared the meeting adjourned at 7.45pm.

Irene Birrell
College Secretary
March 2018