

College Council Minutes – Approved

Date	24 January 2019, 17.00
Location	The Council Room (Room K2.29), Strand Campus
Present	Lord Geidt (Chair); Baroness Morgan of Huyton (Vice-Chair); Professor Edward Byrne (President and Principal); Mr Michael D’Souza; Dr Angela Dean; Mr Paul Goswell; Professor Brian Holden Reid Ms Ros King; Mr Ahad Mahmood; The Right Reverend and Right Hon. Dame Sarah Mullally; Sir Nigel Sheinwald; Dr Ian Tebbett, Ms Nhuoc Lan Tu; Professor Evelyn Welch and Professor the Baroness Alison Wolf.
Apologies	The Hon Sir David Foskett; Mr Andrew Summers; Professor ‘Funmi Olonisakin (standing attendee) Jessica Oshodin (attendee for item 3).
In attendance	<p>Standing attendees: Professor Sir Robert Lechler, Senior Vice President & Provost (Health) Mr Chris Mottershead, Senior Vice President (Quality, Strategy & Innovation) Baroness Bull, Vice President & Vice-Principal (London) Professor Jonathan Grant, Vice President & Vice-Principal (Service) Professor Nicola Phillips, Vice President & Vice-Principal (Education) Mr Steve Large, Vice President (Finance) Mr Robin McIver, Deputy Vice-Principal (Strategy, Planning & Analytics)</p> <p>In attendance for item 3: Vice President - Education (Health), Hannan Badar; Vice President Welfare, Robert Liow; Vice President - Education (Arts & Science), Mohamed Salhi; Vice President Activities and Development, Shaurya Vig</p> <p>In attendance for item 7.3: Director of Internal and UK External Relations, Ms Maxine Taylor and Director of Corporate Communications, Ms Annabel Chalker</p> <p>Secretariat: Ms Irene Birrell, College Secretary Ms Xan Kite, Director of Governance Mr Paul Mould, Director of Business Assurance</p>

1 Welcome, apologies and notices

The Chairman welcomed members and attendees to the meeting.

2 Approval of agenda

Council approved the agenda. The Chair noted that there were two reserved items on the agenda, 9.1 Report on the Royal Brompton Hospital and 9.1 Report of the Remuneration Committee, and that the paper for the latter had been made available only to the non-executive members of Council and would be discussed at the end of the meeting when the executive members would be asked to withdraw.

Item 9.1 on the Royal Brompton Hospital would be taken after item 3 in the order of the agenda. Baroness Morgan declared an interest in this item and would withdraw for its discussion.

3 KCLSU Sabbatical Officers Report [KCC-19-01-24-03]

The KCLSU Officers presented an update on the projects arising from their priorities first presented to Council on 26 September 2018. The projects fell into four areas: (i) Organisational: objectives undertaken by KCLSU e.g. new KCLSU Strategy, NSS review; (ii) Accessibility: objectives related to increasing D&I and well-being of our students; (iii) Academic Experience: objectives related to the learning experience of our students; and (iv) Engagement: objectives related to communication and partnership that would benefit our students.

Council members raised the following points in discussion:

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- Council members asked how the six year plan would be implemented through successive annual sabbatical appointments. The KCLSU had achieved buy-in from a large number of students for issues that would affect future groups, had incorporated flex to allow for successive leaders to introduce amendments, had incorporated a three-yearly review into the implementation plan and a month long handover between successive sabbatical officers, and the process would be supported by the executive officer who was a fixed term employee.
 - Council members asked what plans KCLSU had to address the issue raised in the NSS responses around the way in which the union represented student interests. The current KCLSU sabbatical officers had begun a review of student representation and hoped that the next officers would implement the recommendations arising. The review addressed both structures for representation and education on what it means to be a representative.
 - Council members asked for more information on the extent to which KCLSU was working with the senior executive team on space. The union and KCLSU were working jointly to secure more space, particularly for postgraduate students, but KCLSU was also seeking more effective uses for the space it already occupies. Each sabbatical officer was working closely with the senior executive with responsibility for their area with a view to getting sign-off on initiatives. The Principal reported that King’s had had a very good relationship with the KCLSU for several years but the approach of this year’s team has been exemplary in the area of strategic planning and thinking
 - The KCLSU President reported that benefits were being seen from the use of increased levels of student data/statistical information collation following the example set by the University of Amsterdam student government as this enabled immediate consultation on issues as they arise. Council members asked for reports of headline results of student surveys as they would provide very useful context for its consideration of proposals.

The KCLSU President concluded with a report that the union had seen success in the “she should run” campaign and that the elections for the new sabbatical officers would be held imminently and the results announced within a month.

*Mr Hannan Badar, Mr Robert Liow, Mr Mohamed Salhi and Mr Shaurya Vig left the meeting at this point.
Baroness Morgan left the meeting for the following item*

9.1

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

- █ [REDACTED]
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- █ [REDACTED]
- █ [REDACTED]

[REDACTED]

[REDACTED]

Baroness Morgan rejoined the meeting at this point

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- 4 Unanimous Consent Agenda (including Minutes of the Previous Meeting)** [KCC-19-01-24-04]
Decision
That the reports on the Unanimous Consent Agenda, including the minutes of the 27 November 2018 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 Chair**
Items for Consideration

Education Act – KCLSU Code of Practice [KCC-19-01-24-06]
Council considered revisions to the KCLSU Code of Practice which put into effect the requirements of the Education Act 1994 with respect to oversight of student unions by university governing bodies. The Code had the status of a Council policy and the revisions were largely editorial amendments introduced at the suggestion of the College's Legal Counsel.

The one substantial change clarified that the external auditors for KCLSU are appointed by its Trustee Board, not by the Audit, Risk & Compliance Committee.

Decision

Council approved the revised KCLSU Code of Practice.

7 Report of the President & Principal
*Items for Consideration***7.1 Summary Report on Key Issues [KCC-19-01-24-07.1]**

The report of the Principal outlined key current issues. The Principal provided the following comments on his report:

- Brexit: the university was providing all possible support to staff and students including individual counselling as needed.
- Trade Union Activity: enthusiasm for strike action over the 2018-19 pay round was not as high as seen in recent times and the executive had been working on a number of programmes concerning staff conditions including professorial pay banding which was having positive effect.
- Augar Review: The interim report of the Review of Post-18 Education and Funding was expected to be published in late February and the latest estimate was that a cut in headline undergraduate fees would be introduced with a cap of £7,500 with backfill for science subjects. King's should be able to manage this within the £10m allocated for this eventuality in the budget.
- USS Pension Update: King's, along with the vast majority of university employers, had confirmed its support for the recommendations of the Joint Expert Panel, subject to the need for further information on risk and its implications. The university had joined with the Sector in raising reservations about the high expense backstop and had instead proposed that the regulatory timetable be further stretched to finalise the 2017 valuation in line with the recommendations of the JEP. The outcome of this consultation was awaited.
- Times Higher Education Subject Rankings: King's had broken into the top 100 for the first time in Physical Sciences with a ranking of 90th in the world and 10th in the UK. This was a major achievement and showed progress in the direction of the strategy.
- Pedestrianisation of Strand: Westminster Council (WCC) had now approved the funding for the project to pedestrianise a stretch of the Strand, from Waterloo Bridge to Surrey Street.

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- A recent Sunday Times article had named King's as fourth on a list of eight universities hosting an allegedly high number of meetings with radical speakers on campus. The article was not credible and the executive team had taken the decision not to respond at present.
- Positive responses had been seen following meetings with Jewish community leaders from the Board of Deputies in response to the series of difficult events with Israeli speakers experienced in 2018. A series of measures had been put in place and King's was seen as leading the Sector in this area by the Jewish community. The Vice President (Service) has been refining the policies on freedom of speech drawing on the world-leading Chicago Principles on this matter and the President of Chicago University, Professor Bob Zimmer, was visiting King's to speak on this topic the following day.

In discussion, Council members asked about the impact on King's of the pedestrianisation of the Strand. The Vice President (London) was leading a working group on the matter and was closely involved with developments with Westminster City Council, London and the local area. She reported that the ambition was to design the space to reflect the nature of the area, showcasing culture and education. The design was being drafted by community artists in consultation with the academic community. The area would remain a thoroughfare and many issues were under discussion including for example taxi drop-off arrangements for theatres. There was good alignment between Westminster City Council and the Mayor of London on the matter. Council noted that Somerset House was now the seventh largest attraction in London. It also noted that the question of opening up access through the Strand Campus would require consideration with particular regard to different security arrangements.

7.2 Curriculum Review [KCC-19-01-24-07.2]

The Vice Principal (Education) introduced the report which provided preliminary information on the major review to be undertaken of King's portfolio of modules and programmes. The review would aim to reduce the overall size and complexity of the current portfolio of programmes and modules whilst maintaining the strength and vibrancy of the academic environment for both staff and students. It would be a major institutional undertaking which would require the time, attention and leadership of colleagues right across the institution. The most intensive phase of work would take place in academic years 2018-19 and 2019-20, and all decisions would be fully implemented within three years. Full proposals on the parameters, criteria and process for the Review would be considered by Academic Board on 6 February. The paper reported on feedback received from the King's community and proposed next steps for implementing the central case.

This was a major review required to address the incredibly complex curriculum which had grown in King's. The aim was for a substantial proportion of decisions to have been taken by the summer 2019. Some were to be implemented immediately including the removal of some modules, but others would take longer where restructuring design was required. A 2-3 year implementation process was anticipated, but with a clear indication of scale to be seen in the summer of 2019.

The review will cause significant disturbance for some academic staff, but informal responses received through Heads of Department showed general support for the process. Some Departments were already engaged in the process of module simplification, for example in War Studies, and this experience would be shared. Constructive discussions were underway.

In discussion Council Members raised the following points:

- The inclusion of all modules with an enrolment number of up to 20 in the review appeared to contradict the recent announcement that postgraduate modules would have a threshold of 20 students. In response it was noted that the threshold for inclusion in the review had been the subject of detailed discussion and a decision had been taken to ensure a comprehensive review by causing all modules with enrolments up to 20 to be considered, but to allow faculties and departments to make the case for individual modules with smaller enrolments to be retained.
- The paper stated that some modules with an enrolment number below 20 would be retained because they had "compelling academic, strategic or legacy value" and Council members asked who would be the final arbiter on these matters. The review had been designed to ensure that academic ownership was paramount and the Provosts, Executive Deans and their leadership teams would oversee the work and take decisions at faculty level which would be judged for validity by a central Curriculum Commission and then presented to Academic Board for final sign-off.
- Current figures showed that the number of modules at Kings had increased by around 95 per year in recent years and Council members asked how this growth would be addressed in future. The review aimed to result in a culture change with new processes which would ensure that the simplified curriculum was maintained with faculty-level decision-making being key to the change.

Council would receive regular updates on the progress of the project. An outline of the approach to the new curriculum would be presented at the next meeting.

Decision:

Council approved a motion to give its formal support for the aims of the review.

7.3 Communications Update [KCC-19-01-24-07.3]

The Director of Internal & UK External Relations and the Director of Corporate Communications introduced a discussion on changes planned for internal and external communications. Communication efforts would be integrated across King's, focusing on priorities through matrix reporting and mentoring by the new role of Director of Corporate Communications. Management of the impact of social media and reputation management in the hands of the 30,000 members of King's were priority areas to address.

During discussion the following points were raised:

- The university's core customers were on social media all the time.
- Social media was concerned with dialogue rather than the traditional broadcasting that King's had engaged in in the past and members had struggled to link to King's through some social media tools like Twitter. Social media required constant attention and provided an opportunity for engagement and thought leadership.
- Advice was available from highly sophisticated users on matters such as when to pick your moment to get involved in social media dialogue or when to respond. King's could learn from its students' expertise in this area and this was to be the topic of the King's 100 students panel.

- Some King's academic staff had a very large social media presence but not necessarily searchable through King's.
- Council should have a social media voice and engage in advocacy in that arena linked to communications strategies. Members required more knowledge on current work to share and comment on.
- The transformation of the central communications function was now complete and the next steps were to connect that with the broader King's community and achieve greater understanding of the wider picture.
- Across the university there is a lot of twitter and social media activity involving researchers, but in almost every case it was a member of professional staff who was keeping this running. The resource needed for this should not be underestimated.

Council asked that the Communications Team liaise with its members and report back on progress and the changes that it should be seeking and should expect at a later meeting.

7.4 Modern Slavery Act 2017-18 Annual Statement [KCC-19-01-24-07.4]

This item had been approved as part of the Unanimous Consent Agenda.

8 Reports of the Committees

8.1 Academic Board [KCC-19-01-24-08.1]

Items for Consideration

(i) Academic Board Review – Commentary on the White Paper recommendations

The Academic Board discussed the recommendations at its meeting of 10 December 2018 and has recommended to Council that they be approved, with the exception of recommendation 2. The proposal that someone other than the President & Principal chair the Academic Board was the most controversial and had not been wholly supported by the members of the working group. The Academic Board has suggested that a decision on this recommendation be deferred to allow for more discussion and for the impact of the other proposed changes to be determined.

The item would be considered under the report of the Governance and Nominations Committee, Item 8.2.

Items on Consent (all noted)

- (ii) Report of the College Education Committee
- (iii) Report of the College Assessment and Standards Committee
Report of the Programme Development and Approval Committee
- (iv) Report of the College Research Committee
Report of the College Innovation Committee
- (v) Update on Pension Matters
- (vi) Report of the Acting Dean

8.2 Report of the Governance & Nominations Committee [KCC-19-01-24-08.2]

Items for Consideration

(i) Membership Renewals Decision

Council approved the reappointment of members as follows:

- Baroness Morgan to a third term as member and continuing as Vice-Chair of Council to 30 July 2022
- Mr Michael D'Souza to a second term as member and Honorary Treasurer to 30 July 2022
- Ms Lan Tu to a second term as member to 30 July 2022

(ii) Draft Away Day Agenda

The Committee proposed an agenda for the May Away Day that was structured around two key issues for substantial discussion: great teaching in a research-intensive university; and financial sustainability.

- Members wanted to have a discussion about the balancing of research and teaching and also noted that great teaching did not necessarily equate with student satisfaction with great teachers. It was suggested that award-winning teachers from within King's might contribute to the day.
- It was suggested that the first session focus on great education in a research-intensive university rather than great teaching.

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- [REDACTED]
- The session on financial sustainability should cover each of the strategic priorities including the professional strengthening project and not just financial management.
 - Boundaries would need to be set for the afternoon discussion on financial sustainability to include issues of trade-off and choice. The size and shape work, and ways in which difficult decisions are made and delivered on could be the starting point for the discussion.

Decision

Council approved the general outline of the away day to be held on 8 May 2019, noting that the speakers would be determined taking account of the comments made at the meeting.

(iii) **Revised Meeting Schedule 2019-20**

Council considered the outline revised meeting schedule for 2019-20 arising out of a number of changes proposed by the governance review and the following factors reflected in the schedule:

- Council meeting six times each year, twice in each semester.
- Council Away Day to be held at the start of the first semester (when there is usually least regular business).
- Council meetings at the start of the 2nd and 3rd semesters to have a strategic focus.
- Council committee meetings scheduled to feed into the second Council meeting in each semester.
- Two of the five Academic Board meetings to have a strategic focus outside of routine business.
- Introduction of two joint meetings of the Finance and Estates Strategy Committees scheduled so that they feed into the strategic Council meetings.
- One Council or Committee meeting to be held in any one week wherever possible.
- Two-week clear gap between Committee meetings and Council to allow for report approval.
- Keep clear of school holidays for meetings and meeting preparation wherever possible.

Decision

Council approved the outline revised meeting schedule for 2019-20 and noted that finalized dates would be circulated in due course following consultation with committee chairs.

(iv) **Statutes Amendment – ex officio posts**

Council considered the proposed amendment to the Statutes concerning the allocation of staff seats on Council which had been first approved on 27 November 2018. Current processes for Statute changes required that any such changes be considered at two successive meetings of Council.

The amendment allowed for the creation of ex officio seats on Council for officers other than the Principal and the President of the KCLSU.

Decision

Council approved the following proposed amendment to paragraph 2 of the Statute:

Current Language:

2. Other than the Principal and President and President of the Students' Union who shall serve for the period of their respective offices, members shall be appointed for a period of three years and shall be eligible for reappointment up to a maximum normally of three terms of three years or nine years in total in any one capacity.

Proposed Language:

2. Other than any ex officio members, who shall serve for the period of their respective offices, members shall be appointed for a period of three years and shall be eligible for reappointment to a maximum normally of three terms of three years or nine years.

This amendment would be added to others already approved for consideration by the Privy Council once amendments to the University of London Act are finally approved.

(v) **Academic Board Review Recommendations**

As part of the governance review conducted last year, the Governance Committee established a working group, chaired by Chris Mottershead, to conduct a review of the Academic Board. The working group's mandate had been two-fold: (i) To consider ways of improving the operations of the Academic Board so that it more effectively met its statutory responsibilities; and (ii) to consider ways of improving the connectivity between Council and the Academic Board.

The working group's final report recommended the following: (i) a restatement of the Board's mandate in the Ordinances to more clearly and fully articulate its key responsibilities; (ii) that consideration be given

to a proposal that the Board be chaired by a senior member of academic staff rather than by the President & Principal, and that the independent chair become a member of Council; (iii) that the composition of the Board be revised to reduce the number of ex officio members of the management team and increase the number of members elected from among the broader university community (iv) that the Board's subcommittee structure be streamlined and be given more delegated authority with a view to conducting the work of the Board more efficiently, reducing the need for multiple approvals on routine items of business, and creating formal linkages with Faculty-level executive and academic committee structures; (v) that the content and style of meetings be changed to allow greater opportunity for input into strategic decisions at earlier stages in their development; (vi) that more effective means be found to communicate the work of the Board to the broader university community, one of which would be to make the Board's papers readily available to members of the College community prior to each meeting.

The Chair of the Governance & Nominations Committee reported that, at its 10 January meeting, the Committee had held an extensive discussion on the report of the working group. It had determined that there were several issues that should be discussed by the full Council before actions were taken on the recommendations in the report that require Council approval. The Academic Board had also discussed the recommendations at its meeting on 10 December 2018 and has recommended to Council that they be approved, with the exception of recommendation 2 concerning the chair position (see minute 8.1(i) above). GNC provided a commentary on the issues that it wished to raise for further discussion: clarity of the mandate of the Academic Board; size and effectiveness; executive membership of the Board; and connectivity between Council and the Academic Board. It proposed that members of elected staff from the Academic Board should fill three of the staff member positions on Council.

In discussion the following points were raised:

- One of the initial objectives of the review had been to make Academic Board smaller and more dynamic, but staff challenged the level of representation with domination of executives which had resulted in the proposal as set out with a greater proportion of representative staff including post doctoral and professional staff as well as increased numbers of students. Members of Academic Board were content with the proposal, but Council noted that it would remove some senior staff with significant responsibility in the area from the membership.
- Members welcomed the notion of staff from a range of backgrounds who were elected members of Academic Board becoming members of Council. The process for these appointments would need to be clear, clearly communicated and demonstrably secure.
- Council noted that all members of the Board should be involved in the election to membership of Council as this would foster a stronger sense of representing the full university. It was important that, once on Council, these members acted in their own right and not as representatives of particular constituencies.
- Members noted that there was strong support from Academic Board for Executive Deans and some Heads of Departments to be members of the Academic Board.
- Council members noted that the proposed wording for the mandate of Academic Board was too broad and could result in duplication of the work of the executive and the Council. There needed to be more clarity about where the Board had authority to act and where it would be advisory to Council
- Attention should be given to the style of meeting and ways to get discussion and value from and for members.

Decision

There was clear endorsement for the proposal that the three seats on Council not filled by members of the Senior Executive be filled by members elected by and from the Academic Board.

There was not clarity with respect to the final wording of the mandate or with respect to the number of members of the executive who should sit on the Board. [Secretary's Note: Subsequent to the meeting it was agreed with the Chair of the Governance & Nominations Committee and the Chair of Council that both these issues should be discussed further by the Governance & Nominations Committee at its next meeting, perhaps with input from the Academic Board.]

Items on Consent (all noted)

- (vi) University of London Act Update
- (vii) Independent Membership Search Update
- (viii) Process for Selecting Staff members

8.3 Report of the Joint Meeting of the Finance and Estates Strategy Committees [KCC-19-01-24-08.3]

Item for consideration

(i) Financial Position

The joint meeting had considered the overall financial position of King's, its ability to support further investment and progress being made around metrics.

(ii) Development of the Quad

The joint meeting had then considered a recommended capital investment of [REDACTED] into the Quad to secure the asset and maintain campus operations and to accommodate the first growth phase of 21st Century Engineering. The proposals had previously been approved in principle at: RERC on 2 March 2018 and 10 December; Estates Strategy Committee on 28 February 2018; Finance Committee on 8 March 2018; and Council on 22 March 2018.

The joint meeting had declared absolute support for the Quad project going ahead. Its primary debate had been around affordability and it had concluded that it was affordable with the caveat that we have a debt facility that we could draw on if needed to maintain sufficient reserves of cash.

In discussion the following points were noted:

- The project made sense in terms of the estate as it would be utilising space owned by King's and currently unusable and the Quad would be a significant image asset.
- Risks considered by the joint meeting included the risk of scope and design change and assurance had been received from the Executive Dean that would not happen as it had been well thought through and had academic buy-in.
- A further risk raised had been the risk of going into an existing and aged structure, but significant and satisfactory work had been undertaken to identify and mitigate those risks.
- A third risk was the covenant of the contractor and approval would be agreed based on receiving further information about the covenant of the contractor or satisfactory guarantee of the parent company.
- The project looked quite expensive from a construction perspective but had been through a proper tendering process and included contingency. There was a very thorough project management process in place, but Estates Strategy Committee would be kept well informed through a monthly report of expenditure against budget, anticipated further expenditure against budget, and the timetable for the project.
- It was intended that works would commence early in 2019 and conclude in time for teaching to commence in September 2021.

Decision

Council approved the following recommendations subject to establishment of a facility to ensure cash flow, receipt of the contractor guarantee information and monthly expenditure and timetable reports:

- (i) To proceed with the following works at an overall cost of [REDACTED], to be ready for Sept 2021:
- a) infrastructure works to protect the asset base and ongoing operations of the Strand campus which will develop the infrastructure and public realm (primarily the surface, shell and infrastructure under the Quad courtyard); and
 - b) works to develop 'the Quad' (specifically meaning the two floors of King's space between Somerset House East Wing (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.
- (ii) To delegate authority to the Chief Finance Officer to make an additional [REDACTED] of unallocated reserve available to the Quad development should this be justifiable.

9 Reserved Items

Items for consideration

All staff members other than Professor Holden Reid, Baroness Wolf and the College Secretary left the room for the following item.

9.2 Report of the Remuneration Committee [RESERVED - KCC-19-01-24-09.2]

The Chair reminded members that this item was reserved to non-executive members of Council and should not be discussed or disclosed outside the meeting.

10 Adjournalment

The Chairman declared the meeting adjourned at 19:30pm.

Irene Birrell
College Secretary
January 2019