
Minutes

The Council is asked to approve the minutes of the previous meeting.

Date 10 July 2024, 17.00

Location LIHE Main Building, St Thomas' Campus

Present Lord Geidt (Chair); Nhuoc Lan Tu (Vice Chair), Vivek Ahuja, Tom Berry, Dr Hillary Briffa, Paul Cartwright, Donna Catley, Sir Jon Coles, Paul Goswell, Professor Shitij Kapur, Steve Large, Professor Rachel Mills, Professor Kim Piper, Steven Suresh, Professor Richard Trembath, and Steve Weiner

Apologies Sir Ron Kerr, Vinay Jha, Clare Sumner

In attendance Malcolm Ace, CFO/Vice President (Finance)
Professor Adam Fagan, Vice President Education & Student Success
Darren Wallis, Director of Students & Education (*for the Community story item*)**Secretariat:**

Irene Birrell, College Secretary

Paul Mould, Deputy College Secretary & Chief Compliance Officer

Joanna Brown, Senior Governance Manager

Sheronlyn Balfour, Governance & Compliance Manager

Dr Sinéad Critchley, University Secretary & Director of Assurance - Observer

The meeting began with a 30-minute community story on careers & employability.

Community Story and Discussion

The Chair welcomed the Vice President (Education & Student Success), the Director of Students & Education, and three King's students to the meeting - Selina Rewane, Michelle Cooke and Mollie Philips - and invited the students to share their experiences of careers and employability at King's. They ranged from a King's alumna to third and fourth-year King's students.

Selina Rewane shared her experience in being supported by the King's alumni team, and the many opportunities she had had of speaking with careers counsellors at King's, who had helped her with applying for a Masters, as well as with CV updates and interview preparation. She now worked with King's Edge, helping to raise student awareness of the opportunities available at King's.

Michelle Cooke, a final year mental health nursing student, chose to come to King's because of its ties to research and to the Institute of Psychiatry, Psychology & Neuroscience (IoPPN). Michelle had not been aware of King's Edge until she arrived at the University but was now a grateful recipient of two King's Edge awards, both pre-qualification. Michelle would be an ambassador for King's College London.

Mollie Philips' first year at King's had been online due to Covid. For her second year she took part in the Principal's Global Leadership Programme, and she now had a placement at Lloyds Banking. This experience had been life changing in terms of personal and professional development. Mollie was now working with the careers department both to raise student awareness, and about the

embedding of employment skills into degree programmes. She was also now considering doing a PhD, which would not have been the case if she had not had experience of the King's Undergraduate Research Fellowship (KURF). KURF involved 4-6 weeks of paid work, which did not have to be directly related to a student's degree programme, and provided undergraduate students the unique opportunity to learn alongside leading academics at King's during the summer. Successful KURF applicants were also enrolled on the King's Experience Research Award, which enabled students to gain formal recognition for their role as Research Fellows.

Members were impressed by the student stories of positive lived experiences and growth. While careers sessions were already built into induction programmes, the Director of Students & Education noted that peer-to-peer recommendations were invaluable. As the University had grown, demand was high, and challenges in this area included knowing what to scale up, and how to promote the wide range of activities to applicants and new students. He confirmed that King's Edge was promoted to students as early as possible. The Vice-Chancellor announced that Mark Peace, Professor of Innovation in Education, would be joining King's from Manchester Met, to lead King's Edge.

1 Welcome, Apologies and Notices

The Chair welcomed members and guests to the meeting.

Apologies had been received from Sir Ron Kerr, Claire Sumner, Viney Jha, and Dr Natasha Awais-Dean.

2 Declarations of Interest

Noted.

3 Approval of agenda

The agenda was approved.

4 Unanimous Consent Agenda (including Minutes of the Previous Meeting) [KCC-24-07-10-04]

The items on the Unanimous Consent Agenda were taken as read and noted or approved as set out in the papers.

Dr Hillary Briffa requested that Staff and Culture Strategy Committee key communication points be shared from the "Thriving Staff Community" Update.

Sir Jon Coles requested the Education Committee Structure, within the Academic Board report to Council, be removed from the Consent agenda.

5 Matters Arising - Actions Log

There were no matters arising.

6 Report of the Chair

The Chair shared the news that, with sadness, Steve Large, Senior Vice-President (Operations), would be departing King's next year. This information was confidential until 11 July 2024 at which point the College community would be notified.

7 Report of the Vice-Chancellor & President [KCC-24-07-10-07.1]

Council received the Vice Chancellor & President's report, which highlighted current issues and events since its last meeting, which included: Admissions, Israel/Gaza Update, Social Mobility, Vice-Chancellor External Visits, and Media Coverage.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

Student Experience and Satisfaction Surveys

The student experience and satisfaction survey results had been revealed that week. The surveys for PGT and UGT presented good news: PGT had received over 82% positive satisfaction, placing King's in the 2nd quartile of all universities and above average for the Russell Group.

National Student Survey (NSS) – King's had increased engagement to 79% which was above the national average. It was noted that this survey was undertaken in the students' final year. The increased participation was good, but the imperative still remained to change student experience on the ground in a way that was meaningfully visible to students.

Two areas which remained of significant underperformance were Organisational Management and Assessment & Feedback. King's Business School and the Institute of Psychiatry, Psychology and Neuroscience (IoPPN) scores were at the top within King's. Newer undergraduate programmes scored highly but some of the University's more conventional programmes were struggling. Another

area of struggle was clinical placements, which was common across the sector, but adversely affected King's as it was disproportionately heavy in health and clinical placement.

Further results had been received that morning and analysis would need to be undertaken and those results brought back to Council. [ACTION]

Senior Vice President (Academic) – Professor Rachel Mills

Professor Rachel Mills had been awarded a Commander of the Order of the British Empire (CBE) in The King's 2024 Birthday Honours. Professor Mills was a Professor of Ocean Chemistry and had received the award in recognition of her contributions to marine science throughout her career. Professor Mills was congratulated by all Council Members.

8.1 Report of the KCLSU President

The Chair invited the outgoing KCLSU President to provide his last report to Council.

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

KCLSU President Update on other key issues:

- Rent Guarantee Scheme - The first meeting of the working group panel would take place at the end of July 2024
- Mitigating Circumstances (MCF) Policy – there had been an improved response time. Students could expect to hear back from MCF applications more quickly than previously.
- KCLSU activities – the Student Union had seen its highest engagement that year. This had also been reflected in elections.
- Student membership had been notified about the election outcome, and there was some hostility in regard to this.

The Chair put on record the Council's gratitude to the KCLSU President for his achievements and for keeping the KCLSU machinery turning in a time of extreme disruption.

8.2

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

8.3 KCLSU Annual Report 2022-2023
Noted.

9 **Committee Reports**

Council Member, Donna Catley, left the room for discussion of Council and Committee memberships

9.1 **Report of the Governance & Nominations Committee [KCC-24-07-10-9.1]**
The Chair provided the GNC report to Council members on behalf of the GNC Chair.

(i) **Council and Committee Memberships**

The Chair requested Council approval for appointments and reappointments.

(a) **Independent Member Reappointment**

Decision:

That Donna Catley be appointed to a second three-year term as an Independent Member of Council, effective 1 August 2024.

(b) **Appointment of Chair of Staff & Culture Strategy Committee**

Decision:

That Donna Catley be appointed Chair of the Staff & Culture Strategy Committee effective 1 August 2024.

(c) **Reappointment of Finance Committee Co-opted Members**

The Finance Committee Chair noted that Finance Committee co-opted membership had gradually been reducing, and that the Committee would need a Council Member to join this Committee to avoid difficulty with quorum.

Decision:

That Diego Cervantes-Knox, Professor Paul Guest and Debbie Gupta be reappointed as co-opted members of the Finance Committee for second three-year terms effective 1 August 2024.

Council Member, Donna Catley, returned to the meeting

(ii) **Search for Chair of Estates Strategy Committee - Update**

At its June meeting GNC had received a comprehensive report from the search consultant and had offered views as to who might be short-listed. The GNC search panel had met on 10 July 2024, immediately prior to the Council meeting. The selected candidate's appointment would be subject to GNC recommendation and full Council approval. Council Members would receive an email consultation including a full report of the process along with the candidate's information. It was emphasised that all members would need to offer a view. *[Secretary's note – Jon Zehner was approved as the new Estates Strategy Committee Chair following email consultation with Council Members on 12 July 2024]*

It was noted that the ordering of the process was to assure continuity, with the imminent departure of outgoing Chair, Paul Goswell, and as the academic year came to an end.

The need for ensuring diversity and finding ways to encourage female candidates into the work of the committee was discussed, and reported as an ongoing challenge in the industry.

The remaining item of the Governance & Nominations Committee report had been noted under the Unanimous Consent agenda: (iii) Committee Vacancies

9.2 Report of the Finance Committee [KCC-24-07-10-9.2]

The Chair of the Finance Committee introduced items discussed at the meeting held on 19 June.

(i) Draft Integrated Planning Process 2024-2027 and 2024-2025 Budget Setting

Finance Committee had considered and approved the detailed budget for 2024/2025 and the indicative financial planning and targets for financial years 2025/2026 and 2026/2027. A brief summary of faculty operational plans had been added to the report submitted for Council approval.

Finance Committee were supportive of the work carried out in relation to the Integrated Planning Process (IPP). Going forward they would like to see more academic and research matters coming through. The Vice-President (Finance) stated that the £40m impact on tuition fees in the 2023/2024 academic year had largely been mitigated and the University was almost back to the expected operating target. Since the Finance Committee report was circulated, the position had improved marginally in May and again in June. It was a long-term process: increasing operation surplus towards a 7.5 percent turnover over a five-year period would allow the University to sustain £100m investment annually for academic endeavours. Hitting benchmarks each year should provide confidence to forward spend, and this would become increasingly important.

The main driver of change in the University's financial position was that it could increase the number of international students, and that the increase in fees from the previous year did not seem to have had a deterrent effect. There was an increasing risk in the assumptions around international students. The impact on the University this year had been stress tested and there was confidence that the University would be able to withstand a similar scenario next year: it would be painful but absorbable. Significant further work was needed around a worse scenario of a significant change in international student recruitment.

Decision:

That the IPP report and the budget proposal for the 2024-2025 financial year be considered, and that it be approved, that:

1. The budgets for 2024/2025 be adopted.
2. The indicative financial targets for 2025/2026 and 2026/2027 be adopted, and that this informs the 2025 student recruitment activity.
3. The parameters around minimum cash holdings and maximum net debt:income ratios (see para 50-52) be adopted as part of King's financial sustainability model.
4. The more intensive work on understanding our cost structures be endorsed with the scope and ambition of the project available for Council consideration.

(ii) Advanced Therapies (AAV): Outline Business Case (OBC)

The Senior Vice President (Health) presented the Outline Business Case for Advance Therapies.

Both Finance Committee and the Estates Strategy Committee had considered and recommended the AAV OBC to Council for approval. Finance Committee recommended that the Audit, Risk & Compliance Committee focus on the risk areas at the appropriate time, as the risks were not just FoLSM (Faculty of Life Sciences & Medicine) business, but a matter of University reputation. Council was asked to consider the final Outline Business Case for a capital

investment of £10.7m in Advanced Therapies AAV vector. The strategic case was approved in March 2023, and the investment requirement has been supported by the University Executive.

The Senior Vice President (Health) noted that this was a strategic objective shared across all of King's health partners, and that it was unusual to have this type of co-investment. These facilities would be for a particular viral vector, to be used in humans for the first time. Assurance was provided that the area of Advanced Therapies is highly regulated with external oversight.

The Vice President (Finance) reported that the issue of the sunk costs had been resolved, and therefore the overall amount being requested was £550K less, and would be £10.2m, and not £10.7m, as set out in the paper.

Decision:

That the Outline Business Case and investment in the Advanced Therapies Strategic Programme, be approved, and that the investment proposal of £10.2m (including a contingency of £600,000) be supported, to be funded from the Strategic & Capital Investment Fund (SCIF).

(iii) Student Futures

The Senior Vice President (Operations) presented the report, which had received robust debate at Finance Committee. Student Futures (previously named the Student Success Transformational Project) was a multi-year transformational programme being delivered across three phases between 2022-2027. The programme was now seeking Council approval for the scope, investment and expenditure plans required for Phase 2.

Phase 2 continued the work to build operational resilience, improve service effectiveness and would lay the groundwork for Phase 3. While the majority of financial benefits would be delivered in Phase 3, it was anticipated that the indicative cashable benefits for Phase 2 would be circa £1.6m in the next 18 months. A range of non-financial and qualitative benefits had been identified and would be tracked and monitored through the programme.

Finance Committee had been keen for the benefits and the business plan to be better articulated and had advocated for an academic lead to maintain the link with faculties and provide coherence to the whole project. Academic oversight would be led by Professor Michael Escudier, and the Senior Vice President (Operations) also invited a member of Council to jointly Chair the Assurance Board. *[ACTION]*

The Senior Vice President (Operations) would also seek more engagement from the Student Union.

During discussion, points raised included:

- The transformation expert initially appointed from outside King's to run the project had produced a compelling and shared vision, but the gap between where King's was now and where King's wanted to be was much more complex and nuanced than anticipated. A lot of work was needed in fixing basic operations before the transformation work could begin, and it had been recognised this was better done in-house.
- The continued focus on growth versus ongoing issues with organisational management and workload, which had been a focus of industrial action.
- The University was in the midst of a massive transformation of assessment and feedback, and a key driver of this was to release time for academics and for research.
- It was acknowledged that there was too much complexity in the curriculum. While current systems did provide staff many freedoms around timetabling, there was an argument it provided timetabling complexity and too much choice.
- There was not a correlation between size of cohort and student satisfaction. There were large programmes where student satisfaction was high. However, there was a need to provide better support to programme leads in how to manage larger cohorts.

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- Council requested assurance that the project was now spending appropriately, and being realistic about what could be delivered in 12 months' time, given the changes that had to be made. The Senior Vice President (Operations) stated that the challenges were much better understood today than 18 months ago. The programme had been simplified and focus would be on a smaller number of core improvements where there was confidence about delivery. For example, the governance in the first phase had not been right. Lessons had been learned and additional oversight was being implemented, and there was now much clearer buy in from the faculties. Finally, there was an expectation from both the Finance Committee and the Audit, Risk & Compliance Committee to review progress each quarter. [ACTION]

Decision:

That the Student Futures Phase 2 Business Plan, including the investment request of £12m from the Strategic & Capital Investment Fund, be approved.

The following items of the Finance Committee report had been noted under the Unanimous Consent agenda:

- (iv) *Management Accounts Period 9*
- (v) *Projection to Year End Financial Statements*
- (vi) *Treasury Management Policy and Cash Investments*
- (vii) *King's Tuition Fee Bandings 2025/2026*

9.3 Report of the Estates Strategy Committee *RESERVED* [KCC-24-07-10-9.3]

The Chair of the Estates Strategy Committee introduced items discussed at the meeting held on 13 June.

(i) Advanced Therapies (AAV) Outline Business Case

Approved at Item 9.2 (ii) above.

(ii) Virginia Woolf Building (VWB) Exit

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

[REDACTED]

The following items of the Estates Strategy Committee report had been noted under the Unanimous Consent agenda:

- (i) Champion Hill Equity Release
- (ii) Courtauld Institute of Art/152-158 Strand
- (iii) Heat Decarbonisation Plan (HDP)
- (iv) Report of the Director of Estates & Facilities
- (v) Major Project Status Report

9.4 Report of the Audit, Risk & Compliance Committee [KCC-24-07-10-09.4]
The Chair of the Audit, Risk & Compliance Committee presented his report

(i) Annual Report of the Fundraising Ethics Review Group

The Audit, Risk & Compliance Committee had scrutinised the annual report and were assured the University was receiving money from ethical people and places, and was asking the correct questions.

Decision:

That the report of the Fundraising Ethics Review Group for the 2022-2023 Year, be approved.

(ii) Annual Fundraising Compliance Report

The Chair commented on the report being more to do with legal compliance than regulatory issues. It included plans for new systems for the following year.

Decision:

That the annual fundraising report for the 2022-23 Academic Year, be approved.

(iii) Board Assurance Framework (BAF)

The aim was to have the BAF embedded by December 2024. The process of allocating various parts of risk management structure to the relevant committees was ongoing.

(iv) Cyber Security update

There had been discussions in relation to standards within cyber security. Academic communities were protective of their independence. There was a need to reconcile their independence and the University's mitigation of this risk. A further update would be considered at the Committee's November meeting. **[ACTION FOR ARCC]**

(v) Risk Presentations

The ARCC Chair reported he was working with other committee chairs to ensure there was consistency.

The following items of the Audit, Risk and Compliance Committee report had been noted under the Unanimous Consent agenda:

- (i) Annual Internal Assurance Plan 2024-25
- (ii) Compliance Assurance – Annual EDI Report

9.5 Report of the Academic Board

(i) Freedom of Expression – Code of Practice

With universities due to be bound by the provisions of the Higher Education (Freedom of Speech) Act and any related guidance issued by the Office for Students from 1 August 2024, ultimate responsibility for compliance with the Act would lie with the University's governing body. The

Senior Vice President (Academic) noted that the annex to the Code of Practice – the draft policy statement on Academic Freedom at King’s, was still draft, but was not obligatory. It was the Code of Practice document itself that was due to be in place by 1 August 2024.

Council received assurance that the Code of Practice that Council was being asked to approve, was in line with other institutions, if not leading the way.

Sir Jon Coles queried the intention of the words “*in relation to protected characteristics*”, and following discussion it was agreed that these words would be removed from the approved Code of Practice.

Decision:

That Council the Freedom of Expression Code of Practice, be approved, subject to the words “in relation to protected characteristics” being removed.

(ii) Academic Board Membership and Standing Committee – Ordinances Amendments

The Senior Vice President (Academic) introduced the report which proposed amendments to the membership and structure of Academic Board, which in turn required amendments to the College’s Ordinances.

Decision:

- (i) That the proposed changes to the Academic Board’s Membership as set out in Annex 2A, be approved;
- (ii) That the dissolution of the College International Committee, the College London Committee and the College Service Committee, be approved; and
- (iii) That the consequent changes to the Ordinances, as set out in Annex 2B, be approved.

(iii) College Education Committee (CEC) Restructure

This item was discussed following removal from the Unanimous Consent Agenda.

It was clarified that the College Education Committee restructure had taken place independently of the Governance Effectiveness review. A major area for further work, coming out of the Governance Review, was the relationship of work between Council and Academic Board. These broader questions would return to Council in November 2024. It was the intention that the next cycle of Academic Board would start responding to the Board Assurance Framework. There were five assurance areas that the Board Assurance Framework would seek from the Academic Board, three to do with education and two to do with research. Academic Board met five times a year, so most of its assurance work rightly took place in the College Education Committee and the College Research Committee.

Decision:

That the proposed amendments to the College Education processes, structure and terms of reference be approved as an interim measure, pending any changes arising from alignment with the BAF.

The following items of the Academic Board report had been APPROVED or noted under the Unanimous Consent agenda:

- (iv) King’s Student Protection Plan (*APPROVED*)
 - (v) JEI SUSTech Student Protection Plan (*APPROVED*)
 - (vi) Degree Outcomes Statement
 - (vii) Strategic Discussion on the Financial Health of the Higher Education Sector and the impact on King’s Academic Strategy
 - (viii) Student Terms & Conditions 2024-2025
 - (ix) Report of the Academic Board Operations Committee
 - (x) Report of the College Education Committee
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- (xi) Report of the College Research Committee
 - (xii) Election of Associates of King's College (AKC)
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10 **Any Other Business**
None.

11 **Adjournment**
The Chair adjourned the meeting at 19:34.

Lord Geidt - Chair of Council
July 2024