

Council

Monday 29 November 2021, 09.00am

Video-conferencing meeting via Zoom

Minutes

Present Members:

Mr Victor Chu CBE (Chair); Mr Ayman Benmati; Professor Stephanie Bird; Professor Jonathan Butterworth; Dr Alun Coker; Dr Martin Fry; Dr Andrew Gould; Ms Lindsay Schoepfer; Lord Sharkey; Dr Michael Spence; Mr Philip Sturrock MBE; Mr Osman Teklies; Dr Justin Turner QC; Baroness Valentine; Ms Sarah Whitney.

Apologies:

Mr Dominic Blakemore

Attendees:

For Minutes 24-52: Ms Charu Gorasia, Chief Financial Officer

For Minutes 34-52: 'U & ODUH *RXG\ & KLHI RI 6WDII 3UHVLGHQW

For Minutes 24-52: Ms Natasha Lewis, General Counsel

For Minutes 24-52: Ms Fiona Ryland, Vice-President (Operations)

For Minutes 24-33: Professor Anthony Smith, Vice-Provost (Faculties)

For Minute 29: Professor Dame Hazel Genn, Vice-President (External Engagement)

For Minute 29: Ms Kirsty Walker, Director of Media Relations

For Minute 29: Ms Susan Acland-

For Minute 36: Ms Hayley Ramsay, Deputy Head of Safety Services

For Minute 37: Ms Clare Foyle, Planning Manager

For Minute 37: Mr Dean Stokes, Director of Planning

Observers:

Ms Tina Harris

Ms Tania Holt

Officer (s):

Ms Olivia Whiteley, Governance Officer

Part I: Preliminary Business

24. Operation of the Meeting

24.1. Owing to the ongoing Covid-19 pandemic, it was not possible to convene a meeting in person of Council. Therefore, members of Council were participating in a video conference, using tools that enable all members to see and hear each other. Action after the meeting.

24.2. Notwithstanding that the meeting was being held by video conference, the Chair reported that, if a meeting had been held in person, a quorum would have been present and that due notice of the meeting would have been properly given to all members of Council.

25. Introduction

25.1. The Chair of Council welcomed Ms Tina Harris and Ms Tania Holt as observers to the meeting. They would be joining Council on 1 January 2022.

25.2. The Chair of Council welcomed Ms Charu Gorasia, Chief Financial Officer, to her first meeting in her role as Chief Financial Officer, which she was attending as part of her induction.

26. Declaration of Interests

26.1. Notwithstanding that they were participating in discussions via video conference instead of in person, the Chair reminded Council members of their obligations to declare the nature and extent of their interests (direct or indirect) in any proposed or existing transaction or arrangement with UCL, and each Council member present confirmed that he/she had no interest in any way in the matters to be considered at the meeting.

26.2. There were no new interests declared.

27. Minutes of the last meeting (2-01)

27.1. Council approved the minutes of the meeting held on 22 October 2021 subject to the following amendments being made:

- a. Exempt from publication, please see confidential minutes.
- b. Exempt from publication, please see confidential minutes.
- c. Exempt from publication, please see confidential minutes.
- d. Exempt from publication, please see confidential minutes.
- e. Exempt from publication, please see confidential minutes.

Part II: Strategic Items for Discussion

28. Confidential: 3 U R Y R Report to Council (2 -02)

28.1. Exempt from publication, please see confidential minutes.

28.2. Exempt from publication, please see confidential minutes.

28.3. Exempt from publication, please see confidential minutes.

29. Confidential: Current Government policy landscape and implications for universities (2-03)

29.1. Exempt from publication, please see confidential minutes.

29.2. Exempt from publication, please see confidential minutes.

29.3. Exempt from publication, please see confidential minutes.

29.4. Exempt from publication, please see confidential minutes.

29.5. Exempt from publication, please see confidential minutes.

29.6. Exempt from publication, please see confidential minutes.

29.7. Exempt from publication, please see confidential minutes.

30. Update on UCU industrial action

30.1. Dr Michael U159.26 5.,

December 2021. Unison were also balloting for strike action on pay between 6 December 2021 and 28 January 2022. These two issues were national issues over which UCL had little control.

- b. Last academic year there had been a national pay bargaining award of a 1.5% increase which was awarded on 1 August 2021. UCL had budgeted for a 2% increase; the remaining 0.5% was invested into the London Living Allowance with an increase of 7.8%. It had been argued by the University and College Union and UNISON that the pay award was below inflation and therefore constituted a pay cut.
- c. An initial period of UCU Industrial action would take place between 1 ±3 December 2021. Action Short of Strike would also take place and would

Confidential: Annual Report and Financial Statements (2-07)

32.4. Exempt from publication, please see confidential minutes.

32.5. Exempt from publication, please see confidential minutes.

32.6. Exempt from publication, please see confidential minutes.

Audit Committee Annual Report 2020 -21 (2-08)

32.7. , Q WKH DEVHQFH RI WKH & KDLU RI \$XGLW & RPPLWWH of Audit Committee, introduced the Audit Committee Annual Report 2020-21.

The following key points were made during the presentation:

a. Audit Committee found the process for drawing up the accounts to be sound and could be relied upon. Audit Committee met privately with EY who had been satisfied that there had been full cooperation with the audit process. Audit Committee considered the draft opinion, the management representation letter, and the corporate governance statements.

b. Audit Committee were satisfied that there were adequate and effective internal controls in place during the year for:

i. risk management, control and governance;

ii. economy, efficiency and effectiveness (VFM);

■ the management and quality assurance of data submitted to HESA, and other bodies; and

iv. corporate governance.

c. KPMG had prepared a report which was attached as an appendix to the Audit Committee Report. The Head of Internal Audit Opinion was that

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framework of governance, risk management and control.

32.8. The following key point was made during the discussion:

a. In response to a question, the Vice-President (Operations) confirmed that room had been made on the audit programme for department-level audits. UCL East audit on financials would be put back a year as it was not quite ready yet for review. A management review of the Transforming Our Professional Services (TOPS) programme would be undertaken; a review could be undertaken by KPMG if found necessary.

32.9. Council received the Audit Committee Annual Report.

33. Confidential: Unpausing the Capital Programme (2-09)

33.1. Exempt from publication, please see confidential minute.

33.2. Exempt from publication, please see confidential minute.

33.3. Exempt from publication, please see confidential minute.

34.

- d. Counter Terrorism and Security Officers (CTSO) would be conducting an on- VLWH LQVSHFWLRQ RI WKH VHFXULW\ RI 8 & / ¶ V KR substances. No formal report had been received yet.

36.2. The following points were raised in discussion:

- a. In response to a question on whether advice had been provided to heads of academic units that they could release results of the investigation where appropriate, the Chief People Officer confirmed that the results of the investigation could be released as the main purpose of investigations was to learn lessons and prevent future incidents. The Chief People Officer would double check whether this advice had been provided to

50. To receive the following reports:

Annual Assurance on Quality and Standards (2 -30)

50.1. Council received the report and noted the assurance of compliance with the Office for Students (OfS) conditions as described.

Confidential: Litigation Summary (2 -31)

50.2. Exempt from publication, please see confidential minutes.

OfS Standing Report (2 -32)

50.3. Council noted the OfS Standing Report.

Confidential: UCL Seal Report (2 -33)

50.4. Exempt from publication, please see confidential minutes.

Action Taken by the Chair Report (2 -34)

50.5. Council received a report on action taken by the Chair since the last report to Council. In accordance with discussions at the Council meeting of 22 October 2021, the following action had been taken by the Chair:

a. Approved the minutes of the meeting held on 13 September subject to a number of changes being made.

b. Approved the reporting of the Strategic Risk Register to Council on a twice-
W K H 3 U S R e p o r t t o C o u n c i l .

c. Approved the appointment of Ms Tina Harris as a member of Audit Committee from 1 January 2022 for the duration of her term as a Council member.

d. Approved the appointment of Ms Christine Ohuruogu as a member of Nominations Committee from 1 January 2022 for the duration of her term as a Council member.

e. Approved the proposed changes to the Constitution of Honorary Degrees and Fellowships Committee with immediate effect.

f. Approved the proposed change to the Constitution of Nominations Committee.

g. Approved the proposed changes to the Regulations for Management.

50.6. Exempt from publication, please see confidential minutes.

Confidential: Council Business Plan 2021/22 (2 -35)

50.7. Exempt from publication, please see confidential minutes.

51. Committee Minutes

Confirmed minutes Academic Board, 2 June 2021 (2-36)

51.1. Council received the confirmed minutes of the Academic Board meeting held on 2 June 2021.

Confidential: Confirmed minutes Academic Board, 15 July 2021 (2-37)