**COUNCIL**

**MEETING HELD ON 11th MARCH 2016**

**UNAPPROVED MINUTES**

<table>
<thead>
<tr>
<th>Members</th>
<th>Meeting 1 09.10.15</th>
<th>Meeting 2 27.11.15</th>
<th>Meeting 3 05.02.16</th>
<th>Meeting 4 11.03.16</th>
<th>Meeting 5 06.05.16</th>
<th>Meeting 6 08.07.16</th>
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<td><strong>Officers</strong></td>
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<tr>
<td>Mr Rob Woodward (Pro-Chancellor)</td>
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<td>Mr Roger Bright (Deputy Pro-Chancellor)</td>
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<td>Professor Sir Paul Curran (Vice-Chancellor)</td>
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<td>Sir Brendan Barber</td>
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<td>Dame Lynne Brindley</td>
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<td>Mr Andy Friend</td>
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<td>Professor Iain Gray</td>
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<td>Mr Adrian Haxby</td>
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<td>Ms Philippa Hird</td>
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<td>Ms Janet Legrand</td>
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<td>Dr John Low</td>
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<td>Ms Hunada Nouss</td>
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<td><strong>Staff &amp; Student Members</strong></td>
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<td>Mr Stephen Avery</td>
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<td>Professor David Bolton</td>
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<td>Ms Issy Cooke</td>
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<td>Professor Steve Haberman</td>
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<td>Professor Marianne Lewis</td>
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<td>Ms Mary Luckiram</td>
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<td>Professor Stanton Newman</td>
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**Key:** ✓ In Attendance   A Apologies   P Part Attendance  NM Not a Member  S Sabbatical

**In Attendance**

<table>
<thead>
<tr>
<th>Reason and Meeting Section</th>
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<tbody>
<tr>
<td>Mr Kevin Gibbons</td>
<td>Director, Property and Facilities for Item 11.2</td>
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<tr>
<td>Dr William Jordan</td>
<td>University Secretary</td>
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<tr>
<td>Miss Sarah Lawton</td>
<td>Governance Administrator</td>
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<tr>
<td>Mr Tim Longden</td>
<td>Director, Marketing and Communications for Item 10.2</td>
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<tr>
<td>Mr John Unsworth</td>
<td>Interim CFO</td>
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<tr>
<td>Professor Richard Verrall</td>
<td>Pro Vice-Chancellor (Strategy &amp; Planning) (PVC (S&amp;P))</td>
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Secretary’s note: Ms Philippa Hird left at 10am, Dr John Low left at 11am, and Prof Marianne Lewis arrived at 10am

**MINUTES SECTION A – OPEN FOR PUBLICATION**

**Part One – Preliminary Items**

1. **Highlighted Items**

   Council **agreed** the highlighted items.

   Item 14.1, CGNC Annual Report, would be postponed until May when the Chair of CGNC would be present.

   Item 12.3, People and Planet University League – would be postponed to a future meeting when the PVC, Strategy & Planning, was in a position to provide an update.
2. **Minutes**  
The minutes of the meeting held on 5\textsuperscript{th} February 2016 were approved.

3. **Matters Arising**  
Council noted the table of actions arising from past meetings.

- **Action 2, Minute 7, 10.10.14**: Council would continue to receive an update on USS at each meeting. Communications to staff regarding the 1\textsuperscript{st} April changes in USS and NI contributions continued.

- **Action 3, Minute 8, 28.11.14**: SU newsletters would in future be circulated by email to Council members. This action should now be deleted. [Action]

- **Action 9, Plenary Debrief, 09.10.15**: Eight meetings had taken place to date and the feedback from these meetings had been very positive.

- **Action 14, Minute 2, 05.02.16**: A meeting at UCL was scheduled for 06.04.16 and both the Chair and Adrian Haxby had confirmed their attendance. Lay members were asked to double-check their diaries as it would be beneficial for them to gain a better understanding of other London-based institutions’ thinking around estates issues.

  The PVC (Strategy & Planning) would seek to arrange a meeting at Queen Mary and report back.

4. **Register of Interests**  
Council noted the register of all members’ interests and member of Council agreed to notify the Governance Team of any changes required.

5. **Conflicts of Interest**  
There were no conflicts of interest.

6. **Items Specially Brought Forward by the Chair**  
The Chair welcomed John Unsworth to his first Council meeting as Interim Chief Financial Officer.

  The Chair thanked lay members who had volunteered to attend meetings of Senate.

  The Chair also thanked lay members of Council who had attended graduation ceremonies in January and reminded lay members that he looked to them to try to attend one graduation ceremony a year.

7. **Council Calendar**  
Council received the rolling Council Calendar and the following points were noted:

- On the evening of 5\textsuperscript{th} May there would be a Chair’s dinner. Lay members were all encouraged to attend if their diaries permitted.

- The next meeting of SIPCo was scheduled for 21\textsuperscript{st} April. Lay members were reminded that they had an open invitation to SIPCo meetings. In light of the decisions Council would be asked to take in the coming months it would be beneficial if lay members could attend SIPCo meetings whenever this was possible.

- The Annual Meeting of the Court would be held on 12\textsuperscript{th} May. Lay members of Council were warmly invited to attend. Past members of Council and the former University Secretary would also be invited to this meeting (and also the Council Plenary Dinner on 7\textsuperscript{th} July).
8. **Vice-Chancellor’s Report**

The Vice-Chancellor highlighted several items from his report. In discussion the following points were noted:

- On 1st March, Professor Andrew Jones had assumed office of PVC (Research & Enterprise), Mr John Unsworth had assumed the office of Interim Chief Financial Officer, Professor Laurence Solkin had assumed the office of Interim Dean of the School of Arts and Social Sciences and the Deputy Vice-Chancellor (DVC) Professor David Bolton had assumed the office of DVC and Provost.
- Statistics for formal staff grievances recorded over the past three years were noted. In future such data would appear in the Annual HR Report.
- With regard to the JNCHES Pay Negotiations 2016/17, four of the five unions had submitted an initial “national claim” of a 5% increase, UNISON had submitted a subsequent claim of 5% or £1,000, whichever was the greater.
- In January in Cass Business School, Professor Jo Silvester had been appointed as Deputy Dean and Professor Gianvito Lanzolla as Head of the Faculty of Management.
- The Cass MBA had been ranked 37th in the world by the *Financial Times* Full-Time Global MBA 2016 rankings, an increase of eight places.
- The City Law School, in partnership with CILEX Law School, would support the delivery of the first solicitor apprenticeship under the Government’s new Trailblazers Apprenticeship in Law initiative, at ITV. The Vice-Chancellor thanked Ms Philippa Hird for her involvement.
- In the School of Arts & Social Sciences, Professor Susan Franks had been appointed as the Head of Journalism.
- The University’s action plan for HEFCE to meet its obligations in relation to Prevent had been completed.
- Since October there had been a further increase in academic engagement with City Research Online (CRO).
- The University had reached agreement with the UCU which would enable it to offer Academic Education contracts to new members of academic staff.
- An informal network of Southern universities, in which City had been invited to participate, had been set up last year to share relevant data and best practice, e.g., in relation to the Prevent agenda. The network included Brunel, Essex, Goldsmiths and Royal Holloway among others. The touch points between members of the network would be mainly at Director level.
- In line with the Universities UK position, City had made clear its support for continued EU membership. This position reflected the University’s goals in education and research, and in particular, its desire to continue attract the best students from across the EU and to develop research partnerships across the EU.

**Decision**

Council approved City’s support for continued EU membership.

*This item is continued in Section B of the Minutes, Closed Business.*

9. **President of the Students’ Union Report**

The President highlighted several items from her report. In discussion the following points were noted:

- The Student Union (SU) Governance Review continued. In November 2015 it had been resolved by the Union’s Board of Trustees that the SU should change from an *Unincorporated Charity* to a *Charitable Company (Limited by Guarantee)* with a target implementation date of 1st August 2016. The
University Secretary noted that the target date was ambitious but that he was working with the Director of Student and Academic Services to help ensure that the review was brought to a speedy and satisfactory conclusion.

- The SU was currently developing a new Strategic Plan and was currently consulting stakeholders on what they would like to see from the SU between now and 2020. As part of the strategic planning process, the SU was undertaking a “Segmentation Project”, which would enable the SU to base decisions on a knowledge of what students wanted, rather than, as at present, on informed guesswork.
- In the recent SU Elections there had been 30 candidates and 1,592 students had voted. The new Full-time Officer Team would comprise (from July 2016): President – Yusuf Ahmad; Vice-President Education – Zain Ismail; and Vice-President Activities and Development – Sheikh Shahamat Hassan.

Council congratulated the successful candidates and it was agreed with the current SU President that Yusuf would “shadow” her where possible and the Governance Team would invite him to future Council and other relevant meetings. [Action]

**Part Three – Major Items for Discussion or Decision**

10. University of London

10.1 Update on Progress with Joining the University of London

Council received an update on the processes required to enable City University to join the University of London on 1st August 2016. Council noted that an additional process which would run in parallel to the timetable was required to ensure that City remained eligible for HEFCE funding following its change of status.

It was noted that if there were delays which made it impossible to petition the Privy Council at its April meeting, to petition in May would lead to a probable date for accession to the University of London of 1st September 2016.

Council had already delegated to CGNC the power to make any minor changes which may be required to the text of the Charter and Statutes; and had delegated to the University Secretary in consultation with legal advisers responsibility for the wording of the petition to the Privy Council.

10.2 New City of London Logo

The Director of Marketing and Communications presented Council with a copy of the proposed new City University of London logo.

**Decision**

Council approved the new logo.

11. Vision and Strategy 2026

11.1 First Draft of the Vision and Strategy 2026

Council considered the first draft of the Vision and Strategy 2026 (V&S26) document. In discussion the following points were noted:

- The strategy represented the next step in a massive transformational change within a generation at City. The level of ambition and the sense of excitement this should generate needed to come across more strongly in the next draft of the document.
- A stronger sense of City’s unique position as a University that was both ‘student centred’ and ‘research inspired’ would be helpful. It was also important to convey a sense of ‘the City way’ of handling new subject areas such as English.
• The current draft looked at the moment to offer more a ‘supply side’ rather than a ‘demand side’ strategy. Students and the student experience City planned to offer them should be more to the fore. The commitment to all staff working at City should also be more evident.
• The language of the new values should figure in the opening statement.
• There was scope to increase the focus on business and entrepreneurialism in the document (this had been apparent in individual School plans).
• Overall, the document should be re-ordered and edited to give it more punch, clarity, distinctiveness and excitement.
• The draft V&S26 document would be presented at Senate on 16th March and subsequently published within City for consultation in the lead up to Council’s final consideration at its May meeting.
• A series of School and Professional Services roadshows jointly led by the Vice-Chancellor and Dean or Professional Service Director were scheduled for May.

The Chair encouraged members to send any detailed drafting comments to the University Secretary who would collate and pass on to the PVC, Strategy & Planning. The next draft would be circulated all members of Council in time for them to comment before it was discussed at the 21st April meeting of SIPCo. [Action]

11.2 Emerging Estates Investment Plan – Update
Council considered the emerging Estates Investment Plan update and in discussion the following points were noted:
• It was vital that new space was developed to support the planned increase in taught student numbers beyond 2019-20. One logical option would be to develop the Sebastian Street site. Work could commence in the summer 2016 and be completed in time to meet the anticipated demand.
• More space was also required for student activities, especially during core hours. At present, Societies and student groups could not book space on the main campus before 4pm. This adversely affected the student experience.
• The Library would require development as student numbers increased. The current plan was for incremental improvements, but it would be worth also considering the case for a dedicated and state of the art student centre and library.
• Plans for the Cass Business School required further development. Ideally the School, or the greater part of it, would be located on a single site. The possibility of fundraising from alumni to help achieve this outcome was being explored. But City did not currently have the capability to launch a fundraising campaign on the scale that would be required.
• The case for relocating the City Law School to Sebastian Street, where it would occupy half the planned new building should also be considered further. There was a case for the Law School to have a dedicated building of its own. The market study, which was currently underway, of the effect on recruitment of leaving the current site at Gray’s Inn Place should be taken into account. The lease for Gray’s Inn Place was due for renewal in 2018 was also a consideration. Even if relocation to Sebastian Street went ahead the new building would not be ready by 2018, so in that case City would seek to negotiate a short term extension to the current lease.
• The emerging forward estate plans would mean City’s taking on debt. This would in turn mean that the University needed to be confident in its ability to grow and generate the income necessary to service the debt.

The Chair noted that the draft Estates Investment Plan showed clearly the stark reality of the decisions required of Council in the next few months.
12. Progress in Implementing the Strategic Plan

12.1 Strategy Implementation Progress Report
Council noted the report which set out the current status of individual projects within the three overarching Work Streams of Academic Excellence, Research and Enterprise and Succeeding with Students. Council also noted the top risks, issues and dependencies associated with each of the three Work Streams.

12.2 Strategic Estates Projects Progress Report
Council received the Strategic Estates projects update report and noted that all projects were on track.

13. Finance

13.1 Mid-Year Forecast 2015/16
Council noted the Mid-Year Forecast which set out the current position. Within a range of +/- £1M the University was on target to deliver a financial surplus of £9.1M subject to some further decisions. In discussion, the following points were made:

- Factors which could yet impact on the Final Forecast were: costs relating to the INTO Joint Venture; adjustments following the receipt of the HEFCE Funding Letter; and a currently unknown adjustment to the LPFA pension liability.
- Cash reserves continued to decline as building works continued to be funded from cash reserves. A short-term unsecured credit facility might be necessary. Approval in principle for this would be sought from Council at its May meeting.

13.2 Update on Financial Plans to 2020-21 and Funding Options
Council noted the update on the Financial Plans and funding options to support City’s Investment proposals and borrowing capacity. In discussion the following points were noted:

- QMPF had been appointed to advise City on options for financing its proposed estates investment plan. The implementation of a preferred funding solution was not within their current remit.
- The amount it would be possible for City to borrow would be determined in the light of HEFCE guidance (which required explicit consent from HEFCE for borrowing above 5x average EBITDA) and the requirements banks would impose surrounding the ratio of debt to income.
- To service borrowing of that magnitude a surplus of 8% would be required. Current plans yielded a surplus of 5-6%. All Schools would need to play a part in increasing the planned surplus. The scope for further cost reduction should also be explored.
- A private placement was a path well-trodden within the sector for raising funds of the order of magnitude sought by City. This therefore looked to be the base case for City, but a formal assessment of range of options would be carried out.
- Borrowing would require a change in the management culture at City. It would inevitably increase the discipline at the University around the generation of cash and the delivery of the growth promised in the Vision & Strategy.

13.3 Investments Report
Council noted the report on investments and their performance. A revised Investment Policy would be considered by SIPCo in April and submitted to Council for approval at its meeting in May 2016. [Action]

13.4 Change of Directorships
Council approved the proposed changes required to University Directorships,
following the departure of the Chief Financial Officer, Stephen Avery.

14. Governance Matters

14.1 Corporate Governance and Nominations Committee Annual Report
This item was postponed to the May meeting.

14.2 Honorary Award Nominations
Council approved the candidates for honorary awards.

This item is continued in Section B of the Minutes, Closed Business.

14.3 Re-appointment of Professor Iain Gray
Council approved the re-appointment of Professor Iain Gray as a member of Council for a period of three years ending on 31.03.19.

14.4 Appointment of Senior Elected Senator
The Chair, on behalf of Council, thanked Dr Oliver Kerr, who was stepping down from the role, for his service. Council approved the appointment of Dr Rachel Cohen as the Senior Elected Senator.

Part Four – Other Items for Decision without Discussion Members noted they should star an item in this section if they wished it to be discussed.

15. Strategic Estates Metrics - Update
Council noted the update.

16. City of London Academy Islington Annual Report
Council noted the Annual Report.

Part Five – Items for information and not to be discussed unless starred.

17. Minutes for Note
17.1 Senate, 09.12.15
17.2 Strategy, Implementation and Performance Committee, 21.01.16
17.3 Corporate Governance and Nominations Committee, 16.02.16

18. University Events
Council noted the list of upcoming events.

19. FOI Review
Council agreed the open/closed/restricted classification of items for the meeting as set out in the agenda.

20. Date of Next Meeting
Friday 6th May 2016.

Part Five – Short Meeting of Independent Members

21. Short Meeting of Independent Members
There was a short meeting of the Independent Members, which was not minuted.

Rob Woodward
Pro-Chancellor and Chair of Council
March 2016.