

**GOLDSMITHS
University of London**

COUNCIL

Minutes of the meeting held on 30 November 2010

- Present:** Mr Christopher Jonas (in the Chair), Professor Catherine Alexander, Mr Richard Bolley, Dr Virginia Brooke, Dr Philip Broadhead, Mr Patrick Loughrey, Professor Alan Downie, Ms Althea Efunshile, Mr Rupert Evenett, Mr James Grierson, Professor Mark d'Inverno, Mr Brian Lymbery, Mr Kenneth May, Mr Dick Melly, Baroness Morris, Professor Jane Powell, Ms Cathy Runciman, Ms Mary Stacey, Dr Gareth Stanton, Ms Colleen Toomey, Mr Tom Williams.
- Apologies:** Mr Mark Baillache, Dr Alison Henwood, Professor Simon McVeigh, Ms Bindz Patel.
- In attendance:** Registrar and Secretary (Secretary), Director of Finance, Head of Corporate Governance and Information Management.
- Observers:** Mr Des Freedman (UCU), Mr David Mungall.

*Dr Catherine Alexander was not present for business to which item 22 refers.
Dr Philip Broadhead was not present for the business to which item 23 refers.*

OPEN BUSINESS

1 MEMBERSHIP

Council was pleased to note the following new members joining Council for the current academic year:

Professor Catherine Alexander (*vice* Dr Stephen Cottrell who had been elected by Academic Board to this place but had subsequently left Goldsmiths before taking it up);

Mr James Grierson (Chair of Estates Committee since its inception in 2006);

Dr Alison Henwood (independent member)

Ms Bindz Patel, President of the Students' Union

Ms Cathy Runciman (independent member)

Mr Tom Williams, Students' Union Chair

It was further noted that Mr Jack Barnes had resigned from Council with effect from 31 October 2010 and had been succeeded as Chair of Audit Committee from 1 November 2010 by Dr Alison Henwood. The Council expressed its thanks to Mr Barnes for his service to the College since 2006, especially in his role as Chair of Audit Committee.

2 MINUTES

Resolved:

that the Minutes of the meeting held on 29 June 2010 be approved.

3 STANDING ORDERS

Noted:

the revised Standing Orders in force for all Goldsmiths Committees from 1 September 2010 (10-338).

4 CONFLICT OF INTERESTS POLICY

Noted:

the College's Conflict of Interests Policy, and its potential implications for the obligations of members of Council (10-339).

5 TERMS OF REFERENCE, COMPOSITION AND MEMBERSHIP OF COUNCIL

Noted:

the membership and statement of powers of Council for the academic year 2009-10 (10-513).

6 REPORT ON ACTION TAKEN BY THE CHAIR

Noted:

that the Chair had taken action as follows (10-514):

- (i) To approve the recommendations of a Grievance Committee meeting held on 28 June 2010, the report of which was presented as a separate paper in the Reserved Business of the present meeting (paper 10-523 and item 23 below).
- (ii) To appoint Mr Kenneth May, Mr Brian Lymbery and Professor Frank Bond to serve on a Disciplinary Tribunal held during the Summer vacation 2010.

- (iii) To amend the Standard Composition of Departmental Boards, in the Ordinance on Departmental Boards as follows, with effect for the academic year 2010-11:

~~All full-time academic staff of the Department~~

~~All part-time academic staff of the Department holding posts equivalent to 0.5 FTE or more~~

All academic staff of the Department

- (iv) To amend the General Regulations, with effect for 2010-11, as set out in Appendix A to paper 10-514.
- (v) To amend the Financial Regulations, with effect for 2010-11, as set out in Appendix B to paper 10-514.
- (vi) To amend the Financial Authority Limits, and the terms of reference of Finance and Resources Committee, as set out in Appendix C to paper 514, to bring these documents into line with the revised Statement of Primary Responsibilities approved by Council on 29 June 2010 (Minute 86 refers).
- (vii) To amend the published CUC Code of Practice Compliance statement as set out in Appendix D to paper 10-514.
- (viii) To approve a Biodiversity Action Plan for the College, on the recommendation of Estates Committee (6 July 2010), as set out in Appendix E to paper 10-514.
- (ix) To appoint Heads of academic departments with effect from 1 September 2010, as follows (Appendix F to paper 10-514):

Dr Michael Young as Head of the Department of Music from 1 September 2010 to 31 August 2013.

Professor Beverley Skeggs as Head of the Department of Sociology from 1 September 2010 to 31 August 2013.

- (x) To appoint Mr James Grierson, on the recommendation of Nominations Committee, as a member of Council to serve until 31 August 2013.

7 WARDEN'S REPORT

Received:

a copy of the Warden's address to an Open Meeting held in the College on 17 November 2010 (10-535) and an oral report from the Warden.

The Warden outlined the period of change facing the College due to a major change in the funding framework (see item 11 below), which the College was forming plans to address, including a range of new academic developments put forward by an *ad hoc* working group, the "Blue Skies Group" (see item 10 below), which had been given preliminary discussion at the recent senior staff residential event.

Council noted that the Senior Management Team had established a working group on child care which would be chaired by Professor Linda Pring to consider the future arrangements for support provided by the College to staff who were parents. The Nursery remained open on a transitional basis until summer 2011 for children who had already been attending at the time of the closure decision, and whose parents had not made alternative arrangements. (Minute 83, 29 June 2010, refers.)

8 NEW ACADEMIC BUILDING

Received:

the Executive Summary of the Internal Auditor's report on the New Academic Building, together with the response of the Senior Management Team to the report and an introductory commentary by Audit Committee (10-360R).

The Committee noted that Audit Committee had commissioned Internal Audit to conduct an *ad hoc* review of the New Academic Building project, arising from serious concerns about cost overrun and project governance. Audit Committee's conclusions, based upon the report, highlighted the need to ensure proper investment appraisal; consistent and robust project governance arrangements, including individual accountability for budget and project delivery; and properly resourced project management. It was the view of Audit Committee that the College should not undertake a similar project in the future without these matters having been addressed. It was noted that not all the recommendations had yet been implemented. Audit Committee would be monitoring progress, with a report back to Council later in the session. The capital programme would also undergo a further review by Internal Audit.

Council noted that, in addition to individual accountability for particular projects, the Warden was, as designated accountable officer, ultimately responsible for all projects.

It was noted that although the College was not contemplating a project of similar scale in the immediate future, there were others planned which were of considerable collective importance, and where the lessons learned from this incident could usefully be applied. The project to introduce a new student records system was an important project for the immediate future. However, it was noted that it would be necessary to be sensitive to the need, within a structure of broad common principles, to differentiate appropriately between the project management needs of projects of different kinds (eg IT and buildings).

Recognising the serious problems of financial planning which had occurred, it was noted that the building as actually constructed was generally felt to be fit for purpose and that the Department of Media and Communications valued it as a realisation of coherent plans for the support of its future academic development.

9 ACCOUNTABILITY RETURN TO HEFCE

Received:

- (i) Financial Statements (10-450R), which for the first time included the public benefit statement now required by HEFCE in its role of Principal Charity Regulator;

- (ii) External Auditor's Annual Report (10-452);
- (iii) Draft letter of representation (10-453);
- (iv) Audit Committee Annual Report to Council and the Warden (10-454R);
- (v) Corporate Planning Statement (10-515);

it being noted that the Internal Auditor's report, the Financial Forecasts and the Financial Commentary were for consideration as Confidential Business.

Resolved:

that the Financial Statements for 2009-10 (10-450R), the draft letter of representation (10-453) and the Corporate Planning Statement (10-515) be approved.

Council noted that, based on consideration of the Internal Auditor's Annual Report and its own observations, Audit Committee had given an Opinion that processes for risk management and value for money (economy, efficiency and effectiveness) were only partially effective; however, the Committee considered the management and quality assurance of data submitted to HESA, HEFCE and other funding bodies to be adequate. It was noted that the External Auditors had given a general unqualified Opinion, and had now reached satisfactory completion of their review of Going Concern which had been outstanding at the time of completing their report.

Council noted that Audit Committee and the Internal Auditors had both recognised work currently in hand to resolve the problems identified in internal control, which in particular had affected capital project management as well as risk management and value for money activities.

It was further noted that the current uncertainties about future pension liabilities represented a substantial risk factor outside the control of the College.

Council noted that it would be important to revisit the management issues raised by the Annual Accountability Return documentation and the New Academic Building report in the context of its consideration of the new Strategic Plan in the Spring term, and to consider prioritisation of strategic developments in order to avoid overstressing limited resources.

10 STRATEGY REVIEW

Received:

an oral presentation by Dr Catherine Alexander, accompanied by a summary document (10-541).

Council noted in outline the proposed approach to knowledge and culture change based around four "pillars", namely:

- Knowledge Production
- Student Experience
- London and International Presence
- Financial sustainability

It was noted that the distinctiveness of the College was primarily expressed in the "Knowledge Production" pillar. It would be necessary for the College to give greater emphasis to its existing activities at world class level. As a small institution it should adopt a measured approach to expansion, building on existing strengths, while at the same time seeking to take advantage of opportunities in the external environment. For example, government incentives to develop STEM subjects should be analysed in terms of the College's capacity to grow any such activity in coherent integration with existing provision.

It was suggested that in the further development of strategy, an attempt should be made to be more externally focused, with consideration of reputational issues and the College's public benefit obligations.

Council noted that "financial sustainability" should be broadly conceived and incorporate restructuring directed towards efficiency gains.

Council agreed that it would be useful to continue discussion of the strategy review issues at an informal meeting before the formal consideration of the Strategic Plan at the end of the Spring term. It would be noted that the new Strategic Plan would be based on a synthesis of existing strategies.

11 THE FUTURE OF UNIVERSITY FUNDING

Received:

a report from the Registrar and Secretary summarising recent national developments and their implications for the College (10-516).

12 MINUTES OF AUDIT COMMITTEE

Received:

the minutes of the meetings of Audit Committee held on 12 October 2010 (10-517) and 11 November 2010 (10-518).

13 CARBON MANAGEMENT PLAN

Resolved:

to approve a revised Carbon Management Plan (10-388), on the recommendation of Estates Committee (26 October 2010).

14 STUDENTS' UNION FINANCIAL STATEMENTS

Received:

the financial statements of the Students' Union (10-424R).

15 PROCUREMENT STRATEGY

Resolved:

to approve the draft Procurement Strategy (10-307R).

16 ACADEMIC STAFF PROMOTIONS

Received:

a list of promotions of members of the academic staff with effect from 1 September 2010 (10-519).

17 ANNUAL REPORTS OF COMMITTEES

Received:

reports on the activities of Committees in 2009-10 as follows:

(i) Strategic Aim Committees

- Aim 1: Academic Development Committee (10-520).;
- Aims 2 & 6: Research and Knowledge Transfer Committee (10-467);
- Aim 3: Learning, Teaching and Quality Committee (10-496);
- Aim 4: Student Committee (10-428);
- Aim 5: Equality and Diversity Committee (10-405);
- Aim 8: Estates Committee (10-385R) and Information Management and Systems Committee (10-419R);
- Aim 9: Human Resources Committee (10-521).

Noted:

that Aim 10 (Communications, Alumni and Stakeholders: External Relations and Development Committee) was not currently on an Autumn term reporting cycle to Council and had last reported in March 2010; Aim 7 (Finance: Finance and Resources Committee) involved reports to every meeting of Council in line with the financial year and major financial developments; there was currently no specific annual report on Aim 11 (Management and Administration).

(ii) Other Committees

Remuneration Committee (10-527);
Audit Committee (10-464: see item 9 above).

18 FORTHCOMING MEETINGS

Resolved:

to approve the following dates for meetings of Council in 2011-12:

29 November 2011
29 March 2012
19 June 2012

19 MEDIA RELATIONS

In view of increasing press interest in the affairs of the College, the Chair reminded Council members that among their formal obligations (approved by Council On 10 December 2003) was:

to avoid representing the views of the College to the media without consultation with the Registrar and Secretary.

Noted:

that the briefing provided by the College to the Department for Business, Innovation and Skills in relation to recent parliamentary questions would be circulated to members of Council.

[Secretary's Note: this was circulated as paper 10-528]

CONFIDENTIAL BUSINESS
Exemptions 36 and 43 of the Freedom of Information Act apply for one year

20 FINANCIAL FORECASTS AND COMMENTARY

Received:

- (i) the Financial Forecasts, together with a commentary on the forecasts for Council members (10-446);
- (ii) the submission to HEFCE of the Financial Commentary (10-447), together with the information in the forecast tables from paper 10-446.

Council noted that the Financial Forecasts and Commentary would be submitted to HEFCE by the main Annual Accountability Return deadline of 1 December 2010. However, HEFCE's unprecedented decision to give institutions the option of delaying the submission of their forecasts until Spring 2011 indicated the uncertainty in the present position, which inevitably made forecasting an extremely challenging activity. It was noted that the College had applied to HEFCE for moderation funding for the transitional year 2011-12 but that in the event of this not being forthcoming, cash reserves would cover the resulting deficit, and planned actions would be reviewed again.

It was agreed that shared services would be an option worth serious investigation (which might including shared services within a University of London framework), and that the possibility of shared services should be given somewhat greater emphasis in the Commentary submitted to HEFCE.

Resolved:

- (i) that the Financial Commentary (10-446, together with sections 4 and 5 of 10-447) be approved for submission to HEFCE, with minor adjustments in the light of discussion at the meeting;
- (ii) that the information contained in the Financial Forecast tables attached to paper 10-446 be approved for submission to HEFCE.

Exemption 31 of the Freedom of Information Act applies for at least two years

21 INTERNAL AUDIT ANNUAL REPORT

Received:

the Annual Report of the Internal Auditor for 2009-10 (10-464).

RESERVED BUSINESS

22 APPOINTMENT OF HEADS OF DEPARTMENT

Received:

- (i) a paper giving details of appointments to Headships of departments due from 2011-12, together with the compositions of the relevant appointment panels and those recommendations which had been available at the time of circulation of the agenda (10-522);
- (ii) an oral report from the Warden on recommendations agreed since agenda circulation.

Resolved:

- (i) that the following be appointed Heads of academic departments for the period 1 September 2011 to 31 August 2014:

Anthropology: Dr Catherine Alexander
Computing: Professor Robert Zimmer
English and Comparative Literature: Dr Tim Parnell
Media and Communications: Professor Nick Couldry and Dr Natalie Fenton.

[Secretary's Note: The start date for Professor Robert Zimmer was subsequently changed to 1 May 2011 by Chair's Action]

- (ii) that Dr Richard Noble's current term of office as Head of the Department of Art be extended to 31 August 2012, and that he be eligible in due course for reappointment for a further term.

Noted:

that it had proved impossible to bring a recommendation for the Headship of the Department of Drama to the present meeting of Council, but that it was expected that this appointment could be made at the March 2011 meeting.

23 GRIEVANCE OF A MEMBER OF THE ACADEMIC STAFF: ACTION TAKEN BY THE CHAIR

Noted:

- (i) the report of a Grievance Committee meeting held on 28 June 2010, together with the Committee's recommendations, which had been approved by the Chair on behalf of Council to enable the appropriate actions to be taken (10-523);
- (ii) correspondence from the aggrieved member of the academic staff (now a former member of the academic staff) (10-536).

Resolved:

- (i) that Council's support for the actions taken by the Chair on its behalf, in approving the recommendations as listed in paper 10-523, be affirmed;
- (ii) that Council's thanks be expressed to the Grievance Committee for the substantial task which they had undertaken in dealing with the case, for which the evidence had been particularly complex and voluminous;
- (iii) that individual members of Council should not enter into correspondence with the aggrieved person in the case, and should refer any correspondence received to the Registrar and Secretary;
- (iv) that the unacceptably long delays in dealing with the Grievance in question be recognised as primarily the fault of the College, and that steps be taken to ensure that future grievances were dealt with more expeditiously.