
College Minutes - Approved

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

Date 13 July 2022, 17.00

Location 8th Floor (North) Bush House, Strand Campus

Present Lord Geidt (Chair); Nhuoc Lan Tu (Vice-Chair); Vivek Ahuja; Dr Hillary Briffa; Paul Cartwright; Sir Jon Coles; Michael D'Souza; Paul Goswell; Sir Ron Kerr; Steve Large; The Rt Revd and Rt Hon Dame Sarah Mullally; Kat Thorne; Clare Sumner; Zahra Syed; Professor Richard Trembath, Professor Guy Tear; and Professor Evelyn Welch

Apologies Donna Catley

In attendance Mohd Yasir Khan, INCOMING KCLSU President – observing
Shagun Bhandari, INCOMING KCLSU VP Education (Postgraduate) – observing
Mike Curtis, Interim SVP (Academic), Standing attendee
Annie Kent, CFO/Vice President (Finance), Standing attendee
Rebecca Seling, KCLSU VP Education (Postgraduate) Standing attendee until Privy Council decision on second student member of Council
Simon Cruickshank, Chief Accountant (item 8 – full meeting)
Nick O'Donnell, Director of Estates & Facilities (for item 8.2 & 8.3)
Keith Holihead, Chief Surveyor (item 8.2)
Professor Adam Fagan (VP Education) (items 8.4, 9.2 and 9.3)
Richard Salter, Director of Analytics (for item 9.2)
Gabiella Tamas, Director of Finance & Resources, KCLSU (item 10.3)

Secretariat:

Irene Birrell, College Secretary
Xan Kite, Director of Governance
Joanna Brown, Governance Manager

1 Lan Tu, Vice-Chair of Council welcomed members to the confidential session of the meeting.

Governance & Nominations Committee

(In-Camera Confidential session for non-executive members of Council only, excluding the Chair)

(i) Re-appointment of the Chair (PRIVATE & CONFIDENTIAL)

Clare Sumner, Chair of the Governance and Nominations Committee introduced the report and recommended re-appointment of the Chair for a third three-year term.

Decision (unanimous):

That the re-appointment of Lord Geidt as Chair of Council effective 1 August 2022 for a term of up to three years, be approved.

Remaining items approved and noted on the Unanimous Consent Agenda (at Item 5):

- (ii) Council and Committee Membership Recommendations (approved)*
 - (iii) Appointment of members of the Staff and Culture Strategy Committee (approved)*
 - (iv) Communications re Council*
 - (v) Update on Council Vacancies*
 - (vi) Composition of the Academic Board*
 - (vii) Committee Meeting Dates Changes*
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- (viii) *Away Day Agenda*
 - (ix) *Council Calendar of Business*
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Lord Geidt, executive members of Council, and standing attendees and meeting observers joined the meeting

2 Welcome, apologies and notices

The Chair welcomed members and attendees to the meeting.

3 Declarations of Interest

No notice of conflicts of interest had been received. Members confirmed that the currently published register of interests was accurate and that there were no conflicts of interests in relation to any of the agenda items.

4 Approval of agenda

The agenda was approved, with the minor change of bringing Item 9.2 (NSS and PTES Results) up the agenda to be discussed alongside item 8.4 (Breakthrough Investment in Students and Education).

5 Unanimous Consent Agenda (including Minutes of the Previous Meeting) [KCC-22-07-13-05]

Council Member (and Chair of the Audit, Risk & Compliance Committee), Paul Cartwright, requested that two items on the Actions Log [KCC-22-07-13-05.3] be removed from the Unanimous Consent Agenda, and that action points should not in general be placed on consent particularly if any were red.

LIHE FBC: Action: The Chair (ARCC) suggested this project could be a good candidate for review of benefits two to three years out against what was promised: The SVP (Operations) reported that this project was going well. There were some pressures on the budget, but not at a level that was concerning. The action had been to review the benefit delivery two years in, which would be a year from completion, and the SVP (Operations) offered to provide as much information on the project in the meanwhile as Council would like. The Chair of ARCC was keen for Council to receive regular update reports on the major capital and strategic projects in progress within the next six months [ACTION].

Financial Outlook and Risks: Action: The Finance Committee to receive a report on the Research Deficit Plan from the Vice-President (Research), which it would then report to Council: The SVP (Operations) stated that Council would receive a report in the autumn for strategic discussion. There were plans to increase cost recovery and these were being absorbed in the strategy refresh discussions.

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

6 Matters Arising from the Minutes

None.

7 Report of the Chair

7.1 Charter & Statutes Amendments [KCC-22-07-13-07.1] (PRIVATE & CONFIDENTIAL)

Council had approved the motion below and had been provided with notice of this second request for approval of proposals to amend the Charter and Statutes, at its meeting on 12 May 2022, in accordance with the special resolution requirements.

As reported at the May meeting of Council: The Amended Supplementary Charter and the revised Statutes require the approval of the Privy Council. The amendments proposed had been approved by Council at meetings held over the last two years. The initial proposal was to gain “university title” along with many other colleges of the University of London. Additional amendments included one substantive change to the Statutes to reconfigure the membership to allow a second

student to serve on Council. All Government department approvals are now in place in order that the proposals can be put forward to the Privy Council.

Decision:

Council **approved by Special Resolution** to petition Her Majesty:

- (i) for an Amendment Supplemental Charter in the form attached at Annex 1a to this paper to amend and replace the College's existing Supplemental Charter of 2009 subject to any amendments required by Her Majesty; and
- (ii) for amendments to the Statutes in the form attached at Annex 2a to this paper, and to request that Her Majesty approve the revision of the Statutes as noted subject to any amendments required by Her Majesty.

*Remaining items **approved** and noted on the Unanimous Consent Agenda (at Item 5):*

*07.2 Ordinances amendments (**approved**)*

07.3 Council and Committee dates 2023/2024

8 Finance & Estates Proposals [KCC-22-07-13-08] (PRIVATE & CONFIDENTIAL)

8.1 Draft Budget 2022/2023 (PRIVATE & CONFIDENTIAL)

The Chair of the Finance Committee and the Vice President Finance presented the discussion points. In summary the budget 2022/2023 was a one-year transitional budget towards future planning. The Vice-President (Finance) noted that this was a strong budget generating close to 4% operating margin - investment funding was predicated on a growing margin over the planning period of 4-6%. The Strategy Refresh would report in September. The forward financial plan provided at this meeting articulated the financial gap that will need to be met to get to 6%. A three-year budget plan targeting 6% margin would be presented in the Autumn term.

The Finance Committee Chair discussed concerns raised by the Committee, including: inflation scenario modelling; the need for more detailed cost analysis and modelling to support effective strategy/operational choices and decision making; a clearer understanding of what was necessary, what was discretionary, and the serious and plausible plans for getting to a 6% margin; ensuring that appraisals enabled proper prioritisation; consideration of capacity to do a few things well rather than many things scattered across the organisation; and an understanding of why the previous year's level of growth had not created the intended margin.

Longer term planning stretching from five to ten years would further test scenarios for future sustainability. The 2022-2023 budget was a necessary one-year re-balancing exercise following unexpected student growth resulting from government decision making and the pandemic. The 2022/23 budget provided a shift to a more sustainable position in the context of rising inflation, for which advice was currently being sought.



The Chair of the Finance Committee proposed the draft Budget 2022-2023 for approval subject to the conditions within the motion.

In the discussion, the following points were raised:

- The Strategic and Capital Investment Fund (SCIF) would be a separate fund, reported separately in management accounts.

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- Cost management needs to feature far more predominantly in the presentation of strategy with capital investment needed explicitly indicate how they will contribute to raising margins to 6%.
 - As scenarios changed, Council should receive short and timely reports.
 - Academic Board had received and been largely supportive of reports about student success. Two of the recent strike issues had been pay and gender inequality, and in order to have student success, staff needed the resources to deliver on education.

Decision:

- (i) That in principle approval be provided of the 2022/23 Revenue Budget at an operating margin of 3.9%, £45m, and allocation of the Strategic and Capital Investment Fund (SCIF), £22m, funded from reserves.
- (ii) That the Executive Team present the total forward developing Strategy Refresh financial plan to the next Finance Committee providing more detail establishing clearly what is discretionary, what is truly investment related coupled with a strategic cost management programme so the Council can be clear about the choices it is making. Given inflationary pressures and cost increases a broad range of scenarios starting closer to 10% will be needed to test affordability, with options and priorities to achieve target margin improvement with as necessary drop off points to meet potential future affordability challenges.

8.2

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Decision:

That Council approve the acquisition of Bush House South-West Wing on a 'buy and hold' basis at a cost of £102m (£85m + VAT).

8.3 Newcomen Street/Block 9 Extension Incubator (PRIVATE & CONFIDENTIAL)

Council received a report providing a summary of progress on the potential redevelopment of the Newcomen St and Block 9 Extension buildings on the Guy's and St Thomas' campuses respectively, as commercially led and managed incubator facilities to support the development of the campuses as centres for Life Sciences innovation. Incubator space was a key component of our Life Sciences commercialisation strategy. The Finance Committee and the Estates Strategy Committee had both considered the proposals and the Committee Chairs recommended the proposals for approval.

Decision:

That the following be approved:

- (i) The intent to award long-leases on two derelict spaces, Newcomen St at Guy's and the Block 9 extension at St Thomas', to become commercially-led and managed incubator facilities to support the development of the campuses as centres for Life Sciences innovation; and
- (ii) Initiation of detailed negotiations with preferred partner We Are Pioneer Group (WAPG).

8.4 Breakthrough Investment in Students and Education

The Chair brought Item 9.2 (NSS and PTES results) up the agenda to discuss together with item 8.4 (Breakthrough Investment in Students and Education). See below.

8.5 NSS and PTES Results [KCC-22-07-13-09.2] (PRIVATE & CONFIDENTIAL)

The Vice President (Education) presented the National Student Survey (NSS) and Postgraduate Taught Experience survey (PTES) Results for 2022. The NSS results were disappointing. The proposals for improvement, as set out in the report, would take time: there had been strategies in the past but not a comprehensive approach. PTES results showed a substantial recovery in satisfaction, up ten percent on the previous year.

During discussion points raised included:

- The level of data for NSS went down to course level and could be analysed in various ways.
- If some departments were doing things well (such as communication, timetabling, organisation and providing assessment feedback to students) then why could others not do the same? It was proposed that rigorous management of existing processes was needed rather than spending money on new systems.
- King's did most badly in the NSS on organisation, management and assessment feedback. The current underlying systems were directly connected to organisation and management.
- The work had not yet been done to really understand what the triggers were for the scores of individual issues. Another element was culture; it was possible to feel a difference between departments and the impact of programme leads.

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- The KCLSU President requested to know how the NSS score conversation with the KCLSU would be approached.

The Director of Analytics noted that he had been analysing the NSS data, and the same issues, for ten years. Over these years, some of the poorest performing departments had improved dramatically and there had been other departments that had done the reverse. He stated that the lack of base line consistency was the real challenge. There were reams of detailed comments in the NSS feedback, and he commented that very often the things that were problematic were personal to the individual rather than systemic issues.

(8.4) Breakthrough Investment in Students and Education (PRIVATE & CONFIDENTIAL)

Council received a report seeking approval for the funding of the first two phases of a transformational programme focussed on student success, which would require an overall investment of c£80m over the next five to six years: costs of £12.6m for phase one and £700,000 for enabling works for phase two. Funds would come from the initial Strategic and Capital Investment Fund (SCIF) 2022/2023 budget. The transformation programme was a key element of the College's strategy refresh, 'Strategy 2026'. Its scope was the infrastructural dimensions of delivering education, getting the basics right while simultaneously creating a platform for innovation.

The Vice President (Education) stated that the transformational programme was not just about NSS: the investment was about wholly improving King's systems across the student experience, for which there had been years of underinvestment. In doing so it was fully expected there would be a dividend in NSS. However, NSS needed a quicker fix. This investment proposal was about something more fundamental and was the work of many months and should be judged in terms of benefits from the investment from day one. Priority projects for phase one would be the implementation of a mobile student app and replacement of the existing tutor dashboard, both in order to drive efficiencies and improve the student experience.

During discussion points raised included:

- Some members were not convinced that technology was the solution. The London School of Economics and Imperial College London had been able to turn around their NSS results in short order. Had that been the result of technology?
- Members noted the NSS results framed a complex set of issues that had been discussed for many years. In addition to tech improvements, there was an emotive need to meet that followed the life cycle of the student and provided support at each stage. Students should feel as uplifted all the way through their degree as they do the day they graduate.
- A member related that in conversations he had had with students, their complaints seemed to him to be fixable. The NSS issues required engagement and emotional connection, not just tech. Other members agreed that personal experience seemed to be key.
- A staff member commented that the solutions presented in the proposal, though focused on tech, would help free staff, particularly academic staff, from many of the overly-bureaucratic tasks that took time away from their ability to engage with students and demonstrate that the university staff care for them.
- The KCLSU President voiced concern that KCLSU had not, in their view, been properly consulted about the project proposals, noting that KCLSU was all about student voice, and queried whether the Student Union had been empowered enough to capture the student voice in an effective way. She noted that KCLSU had been denied increased funding but that budget was available for these proposals. She queried whether KCLSU was truly seen as a genuine partner. Consequently, she would have difficulty approving this proposal.
- Members suggested that they needed more clarity about: requested to know:
 - what issues the proposal was intended to solve;
 - what issues technology in particular was going to solve;
 - what were the milestones along the way that would show progress; and
 - what the quicker NSS fixes might be.

Regarding quick fixes and the NSS results, the Vice President (Education) stated work had already started on specific issues. Data revealed that programmes with placements did worst. Discussions were

being had with those programme providers about how make their students feel properly supported while on placement. Conversations had also commenced with LSE and Imperial, which indicated that moving the dial on a few things would make a difference. Going forward, he confirmed it would be key to ensure that the data informed practice, and to be responsive to students through their whole student journey. He agreed that more needed to be done with KCLSU in capturing the student voice effectively and that a variety of ways for doing so should be explored.

The Director of Analytics stated that two of the main NSS issues were organisational management and teaching. If things were good in the classroom and labs, students tended to forgive a lot. It was also a reasonable expectation on the part of students that if they provide information to one part of the institution it would be shared across the institution. This was where improvement to technologies would assist as it would free up academics' time to better support students.

The Principal stated that the transformational programme was not all about tech solutions and that a lot of effort was going into other issues. He also stated that if the KCLSU did not feel they had been adequately engaged then other ways would have to be found of engaging with them on both the NSS and a longer student success strategy.

He noted that the Council Away Day agenda included a session on student success. He proposed that as part of that session, Council be presented with a more precise plan as to how to address student concerns, including how the student voice was captured (noting that while KCLSU was a strong voice there were other student voices to consider too). He stressed that the NSS work could not be delayed and proposed that the Council Away Day be presented also with detail about how next year's NSS was being addressed for their assurance.

The Chair proposed approval of the expenditure for sufficient resource to keep the project moving forward with a fuller report and proposal to be presented to Council in September. Members agreed to this solution.

Decision:

That the expenditure of sufficient resource be authorized to keep the Student Success Transformation Programme moving forward pending a fuller consideration in September.

9 Report of the President & Principal

9.1 Summary Report on Key Issues [KCC-22-07-13-09.1] (PRIVATE & CONFIDENTIAL)

The President & Principal presented his report to Council. He took his report as read and updated Council on embargoed



Regarding a question raised during the Finance discussion by the KCLSU President about student enrolment, the Principal stated that undergraduate enrolment could be adjusted through clearing but that there was not the same opportunity for postgraduate enrolment.

9.2 NSS and PTES Results [KCC-22-07-13-09.2]

Covered above with Item 8.4.

9.3 Access and Participation Plan Variation 2023/2024

Council reviewed and noted the amendment to regulatory condition requested by the OfS in accordance with its new expectations commencing 2023/24. There would be no change to

overarching targets and the investment plan would be updated to reflect the latest student numbers, fee income and allocation of financial support (bursaries).

10 Report of the KCLSU

10.1 Report of the KCLSU President [KCC-22-07-13-10.1]

The KCLSU President presented her final report of the academic year and invited the KCLSU Vice President (Postgraduates) to report on recent successes, which included winning the national society volunteering award and the provision of free graduation gowns for students impacted by industrial action.

10.2 KCL/KCLSU Relationship Agreement [KCC-22-07-13-10.2]

The President & Principal presented the KCL/KCLSU Agreement. It reflected the reality that time was lost each year in getting to know the new KCLSU leadership and for the KCLSU officers to understand ongoing issues. The Agreement would keep issues moving forward from one administration to the next.

The KCLSU President commended the Agreement as an important piece of work and stated that whether it was a success or failure depended on being genuine partners. It required resource allocation, communication, and in an ideal world, would facilitate improving the student experience. All of this could only be achieved with genuine commitment.

Decision:

That the KCL/KCLSU Relationship Agreement be approved, subject to the agreement of the KCLSU Board of Trustees.

10.3 KCL/KCLSU Memorandum of Understanding [KCC-22-07-13-10.3]

The Senior Vice President (Operations) presented the KCL/KCLSU Memorandum of Understanding (MoU) as a straightforward document that described how the university worked with the KCLSU on operational, finance and estates matters.

The KCLSU President read out a pre-prepared statement from KCLSU regarding concerns about the ongoing negotiation of the block grant [attached at Annex 1 to the minutes]. The KCLSU Director of Finance & Resources asked for more certainty about the medium-term financial stability of the Student Union. The Union had had cash reserves in the past but Covid had changed this. The areas the Union wanted to improve were all student facing, for example Guy's Bar and cafeteria facilities.

The Vice President (Finance) stated that next steps regarding budget development had been agreed with the KCLSU, including the amount of budget for this year. The university would maintain dialogue with the Student Union and continue to analyse how best to move forward for the future.

Decision:

That the 2022-23 Memorandum of Understanding with the KCLSU be approved.

11.1 Report of the Audit, Risk & Compliance Committee [KCC-22-07-13-11.1]

The Chair of the Audit, Risk & Compliance Committee introduced the report.

(i) Annual Report of Fundraising Operations

Decision:

That the annual report of the Associate Director of Fundraising Operations, be approved.

(ii) Annual Report of the Fundraising Ethical Review Group

Decision:

That the annual report of the Fundraising Ethical Review Group be approved.

(iii) Audit, Risk & Compliance Committee Effectiveness

Noted.

(iv) External Audit Tender Update

Noted.

(v) Cyber Security Update Report

The Chair noted that the situation was better than it had been but that there was a continued need for the university to have the right information for assurance it was on the right course regarding cyber security. He requested more time on this topic at a future meeting.

Remaining items noted on the Unanimous Consent Agenda (at Item 5):

(vi) Annual Internal Audit Plan 2022/2023

(vii) External Audit Plan for 2021/2022 Financial Statements

(viii) Internal Audit Update

(ix) Compliance Report

(x) Risk presentations and discussions: Fundraising Risks; and Reputation management

11.2 Report of the Fellowships & Honorary Degrees Committee [KCC-22-07-13-11.2]

The Chair asked that the report be taken as read and asked members to inform the College Secretary of any substantive changes needed. Absent any such changes, the items in the report would be considered approved.

Remaining item noted on the Unanimous Consent Agenda (at Item 5):

(i) Court of Benefactors

11.3 Report of the Finance Committee [KCC-22-07-13-11.3]

The four items for approval were discussed at Item 8 (Finance & Estates Proposals):

(i) Draft Budget 2022/2023

(ii) Bush House South-West Wing

(iii) Newcomen Street/Block 9 Extension Incubator

(iv) Breakthrough Investment in Student and Education

Remaining item noted on the Unanimous Consent Agenda (at Item 5):

(v) Financial Statement Reporting Pack and Forecast Debt

(vi) Principal's Report and Strategy Refresh Report

(vii) Financial Statement Accounting Issues 2021/2022

(viii) Chief Finance Officer Report

11.4 Report of the Estate Strategy Committee [KCC-22-07-13-11.4]

The two items for approval were approved at Item 8 (Finance & Estates Proposals):

(i) Bush House South-West Wing

(ii) Newcomen Street/Block 9 Extension Incubator

Remaining item noted on the Unanimous Consent Agenda (at Item 5):

(iii) Business Plan Framework for ESC

(iv) Champion Hill Redevelopment

(v) Strand and Waterloo Masterplanning

(vi) Major Projects Programme Level Report

(vii) Report of the Director of Estates & Facilities

(viii) Major Projects Status report - governance

11.5 Report of the Academic Board [KCC-22-07-13-11.5]

Items noted on the Unanimous Consent Agenda:

- (i) Student Terms & Conditions*
- (ii) The Strategy Refresh*
- (iii) Update on King's People & Culture Strategy*
- (iv) Celebrating Cultural Competency*
- (v) Academic Board Sub-Committee reports*

All Executive Members bar the Principal, and all meeting attendees left the meeting.

11.6 Report of the Remuneration Committee [KCC-22-07-13-11.6]

The report was presented by the Vice-Chair of Council and taken as read.

12 Adjournment

There being no other business, the Chair adjourned the meeting.

Lord Geidt

July 2022



Statement to King's College London, College Council meeting

13th July 2022

KCLSU welcomes the renegotiation and agreement of the joint Memorandum of Understanding (MoU) between the University and the Union for the coming academic year 2022/23.

In agreeing this year's MoU, KCLSU would like to put on record with the College Council the concerns expressed by our Chair of Finance, Audit & Risk Sub-Committee, and also our Senior Leadership Team, regarding the ongoing negotiation of the block grant. To maintain and grow, where required, essential services to students at King's, KCLSU is putting forward a deficit budget for the approval of our Board of Trustees at the end of July. However, given these costs are recurrent, this is a not a sustainable position for KCLSU in the medium term.

Under the Education Act 1994 King's College London has a statutory duty to ensure that the Union is held to account for its finances. The Union therefore works alongside King's College London in ensuring the affairs of the Union are properly conducted and that the educational and welfare needs of the Union's Members are met.

However, within the MoU, King's also undertakes to ensure *that "arrangements exist for the approval of the KCLSU block grant (MoU s8.1)"*. KCLSU requests that a review of these arrangements be undertaken to put in place a sustainable funding model for 2023-24 and beyond. The key objective being to safeguard the ongoing delivery of Union services and experience for students, meeting the expectations of the University and the needs of students at King's and, following approval of the Relationship Agreement, effectively work in partnership to improve key areas such as Voice and Representation.

ENDS