
King's College Council Minutes - approved

Date	21 November 2023, 17.00
Location	Council Room, Strand
Present	Lord Geidt (Chair); Nhuoc Lan Tu (Vice-Chair); Professor Shitij Kapur; Alizeh Abrar, Vivek Ahuja; Tom Berry; Dr Hillary Briffa; Paul Cartwright; Donna Catley; Sir Jon Coles; Paul Goswell; Vinay Jha; Sir Ron Kerr; Steve Large; Professor Rachel Mills; Professor Kim Piper; Steven Suresh; Professor Richard Trembath.
Apologies	Dr Natasha Awais-Dean; Clare Sumner.
In attendance	Malcolm Ace, CFO/Vice President (Finance) Professor Mark French, Interim Executive Dean, NMES (item 9.1 (iii)) Keith Zimmerman, Executive Director, SSTP (Item 9.1 (iv)) Lisa Bondesio, Transformation Programme Director, SSTP (Item 9.1 (iv)) Professor Adam Fagan, Vice President (Student Success & Education) (Item 9.1 (iv))
Secretariat	Paul Mould, Deputy College Secretary & Chief Compliance Officer Sheronlyn Balfour, Governance & Compliance Manager Joanna Brown, Governance Manager

1 Welcome, Apologies and Notices

The Vice-Chair welcomed members and attendees to the meeting. The Chair was in attendance via the Teams link, and in the interests of a smooth meeting, Lan Tu (Vice-Chair) was in the Chair.

Apologies had been received from Dr Natasha Awais-Dean and Clare Sumner. Apologies were also noted from the College Secretary, Irene Birrell, and on behalf of Council, the Chair wished her well.

2 Declarations of Interest

Noted.

3 Approval of agenda

As in previous years, the Chair proposed to take the first item of the Finance Committee Report – *the Financial Statements* – and the first item of the Audit, Risk & Compliance (ARCC) Report – *External Audit Report & Management Letter* - one after the other.

It was also suggested that item (iv) of the ARCC report – *Risks to the Student Success Transformation Project* – be dealt with at the same time as item (iv) of the Finance Committee's Report – *Student Success Transformation Programme – Revised Business Case*.

The agenda was approved.

4 Unanimous Consent Agenda (including Minutes of the Previous Meeting) [KCC-23-11-21-04]

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

5 Matters Arising

None.

6 Report of the Chair

The Chair reported on the planned retirement of the College Secretary in July 2024 and that the search for a successor was now underway.

7 Report of the Vice-Chancellor & President [KCC-23-11-21-07]

Council received the President's report, which highlighted current issues and events since its last meeting. These included: Admissions, King's Digital, SUSTech, Campus Futures, PFI insourcing, AI courses, senior appointments, Universities UK FoE Group. The Vice-Chancellor made the following updates to his report:

[REDACTED]

PFI In-sourcing: Facilities Management staff working under the PFI contract at New Hunts House and the Franklin-Wilkins Building would be working for King's College London from next year when the current PFI deal came to an end.

Media Coverage: There had been a big jump in mentions over the last year because of King's School of Security Studies and its mental health initiatives.

Middle east implications: King's had thus far avoided flare-ups on campus and negative media reporting, but this remained an issue for King's. It was a diverse campus with a high proportion of students reporting a Muslim faith and a large number of Jewish students. Feedback from both sets of students was of concern. A number of Jewish students reported feeling unsafe on campus, in relation to flags and chants, and there were also reports of concern from Muslim students in regard to the Prevent duty, in terms of feeling they were being policed. (There had been no Prevent Duty reporting). There had thus far been 50 referrals of student concerns through Report & Support and KCLSU sabbatical officers were actively engaged on this issue. The Vice-Chancellor commended Duty Deans and the Estates staff & Operations oversight group for going above and beyond to maintain the even keel.

- A staff member of Council asked if there would be an official College Policy, or clear direction on who academics could talk to in the face of any uncertainty around academic discussion of this issues. The Vice-Chancellor stated that a paper would be discussed at Academic Board on exactly that.

[REDACTED]

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8 Report of the KCLSU President [KCC-23-11-21-08]

Council received the KCLSU President's report, which introduced the 2023-2024 sabbatical officers, officer objectives and team priority campaigns.

KCLSU main priorities this year were the rent guarantee scheme and tuition fee instalments. After hearing about Australian competition in the Vice-Chancellor's report discussion, the KCLSU President noted that Australian fees are cheaper and payable in instalments and that UCL and LSE both offered three month instalments of tuition fees and rent guarantee schemes. In London students were often required to pay six months rent up front. The Chair of the Estates Strategy Committee urged the KCLSU to liaise with the Chief Financial Officer and the Senior Vice President (Academic) on KCLSU proposals regarding fee instalments and rent guarantee schemes. Council requested to be kept updated on those discussions. [ACTION]

The Israel/Palestine conflict was complex. He noted that as a charity, KCLSU had to keep a line in accordance with its charitable objectives and could not be seen to take a side as some students would like to see. KCLSU was pleased to know the College was finding a way to address these issues.

Reports of Committees

9.1 Report of the Finance Committee [KCC-23-11-21-09]

(i) Financial Statements 2022-2023 and Auditor's Management Letter

This was an item considered by both the Audit, Risk & Compliance Committee (ARCC) and the Finance Committee. The Chief Finance Officer updated Council on the KPMG External Audit statement, and that while no significant control issues had been raised, it had not yet been concluded. To date there were no further recommendations as a result of the external audit work but discussions were in progress about a further potential recommendation around research income processes and controls. Queries over research income were expected to be resolved soon and should not hold up the signing date.

The Chairs of Finance Committee and ARCC reported on consideration and approval of the Auditor's Letter of Management Representation. The Finance Committee had been through the accounts in detail and the Chair recommended them for approval. Preparation and publication of the Financial Statements is a regulatory requirement for the University and the results show a solid financial performance, in line with the marginal over-performance against budget shown in the monthly management accounts.

Decision:

(i) **That the Consolidated Financial Statements 2022-23 be approved and that Council adopt the going concern assumption for the 2022-23 financial statements.**

(ii) **That the External Auditors' Report for the year ended 31 July 2023 and the letter of management representation from the University to the external auditors, be approved.**

(ii) Five-Year Financial Forecast to Office for Students (OfS)

The Chief Financial Officer presented the Five-Year Financial Forecast. The OfS requires the annual submission of five-year financial forecasts (current year plus next four years) by regulated institutions, and approval of the forecasts by the institution's Council.

The Chair of the Finance Committee recommended the Five-Year Financial Forecast for approval but first requested assurance on the two violations on USS covenants set out in the

report. The Chief Financial Officer clarified that this would probably not change but was not considered a concern as King's was in a healthy position with enough money in the bank and it was an anomaly to fail on a cash metric when the balance sheet was strong.

Decision:

That the Five Year Financial Forecast for submission to the Office for Students (OfS), be approved.

(iii) King's Interdisciplinary Science (Phase 1) – Full Business Case

This was an item considered by both the Estates Strategy Committee (ESC) and the Finance Committee, and both were in broad support of the project, which was to permit financially sustainable growth in natural sciences research, education and impact. Professor Mark French, Executive Dean (Interim) of the Faculty of NMES presented. There were three phases designed into KIS, and Council was being asked to approve Phase 1, which would enable the project to begin. Phase 2 was aspirational and very long term. Phase 1.5 was the Minimum Viable Product for building a sustainable chemistry department and an options appraisal for this proposal would return to Council in approximately one year's time.

King's had been interested in growing science for a long time across a broad coalition of faculties, primarily the Faculty of Natural & Mathematical Sciences and the other Health faculties - though not exclusively the health faculties. Phase 1 would allow for a flagship interdisciplinary natural sciences degree, two MSc programmes, the recruitment of c65 academic staff and new interdisciplinary research centres across faculties. The investment would be used to grow the Chemistry Department, bringing medical and maths statisticians together.

The Chair of ESC stated that ESC believed this to be a laudable project but that the estates elements would need to return to the Committee as the property implications of the individual capital projects materialised.

The Vice-Chancellor highlighted the graph in the papers demonstrating that King's was exceptional in health, humanities and social science but below average in engineering and natural sciences. He stressed that this project was a "must do" in order to maintain King's standards: building science at King's back up to the desired reputation would enhance multidisciplinary research across all faculties and draw on existing strengths in other disciplines. The Senior Vice President (Academic) echoed this: KIS was aligned to King's strengths and strategic priorities.

Decision:

- (i) That Phase 1 of the long-term plan be approved in principle by Council, as outlined in the Full Business case at a total net cost to King's of £34M, with individual capital projects being submitted to the Estates Strategy Committee for review and approval with respect to estates elements.**
 - (ii) That Council notes ongoing options appraisal/scoping work for Phase 1.5/2, with outcome of the appraisal expected within c12 months.**
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(iv) Student Success Transformation Programme (SSTP) – revised Business Case & Item 9.2(iv) Risks to the Student Success Transformation Project

Council received and noted an update report on developments in the Business Case and planning for SSTP and the Chair of ARCC reported on the discussion from the Audit, Risk &

Compliance meeting on risks to the project. The ARCC discussion had included monitoring of mitigations and assurance processes, programme governance and programme methodology and the Executive Director of SSTP would provide a quantified list of risk activities for discussion at ARCC's March meeting.

(v) Investment Subcommittee Annual Report

The Chief Financial Officer presented the report which described the investment performance and other stewardship issues of the King's College London endowment investment fund.

(vi) Management Accounts Month 2, 2023-2024

[REDACTED]

(vii) Treasury Management Proposals (removed from the Unanimous Consent Agenda)

[REDACTED]

The remainder of the Finance Committee's report had been noted on the Unanimous Consent Agenda:

- (viii) Bush House South West Wing – Update*
 - (ix) Champion Hill Deal – Update*
 - (x) Organisation of the Finance and Procurement Directorate*
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9.2 Report of the Audit, Risk & Compliance Committee (ARCC) [KCC-23-11-21-09.2]

The Chair of ARCC presented the items before Council.

(i) External Audit Report & Letter of Management Representation

This item had been dealt with in conjunction with the Financial Statements at item 9.1(i).

(ii) Development of the Board Assurance Framework

The need for a Board Assurance Framework (BAF) for Council had been identified for some time, but its progress had been delayed due to a number of operational factors. The recent Governance Review, conducted by AdvanceHE, further supported the development of a BAF at King's, acknowledging that a sound assurance mechanism is a central plank of good governance. A BAF would formalize what already happened around assurance in a systematic way and provide formal assurance that controls were operating properly. The BAF would be presented to Council over the year – it would be a piecemeal approach, and iterative, to ensure that things not right first time could be reworked appropriately. Particular parts of the risk profile would be allocated to the appropriate committees of Council to scrutinise and ensure they were being addressed properly. The role of ARCC would change: compliance matters would still be seen at ARCC but its main concern would be the integrity of the process and ensuring that the right controls were in place, that risks made sense and that the right things were coming forward and being scrutinised in the right way. In effect, ARCC would be the Secretary for the BAF on behalf of Council.

There would also be an oversight group, membership to be determined, made up of a small number of independent members and representatives of the Executive. KPMG had agreed to assist during the tender process, but it might be possible to rely on internal resources. The Chair of ARCC reported very good progress within a short timeframe.

Decision:

That the Council approve the recommendations set out in the BAF update paper.

(iii) Annual Report of the Audit, Risk & Compliance Committee

The ARCC Annual Report was noted.

*The remainder of the Audit, Risk & Compliance Committee's report had been **approved** or noted on the Unanimous Consent Agenda:*

(iv) *Annual Statement regarding the Prevent Duty (approved)*

Decision: That the Council approve the Annual Prevent Statement for the year ended 31 July 2023.

(v) *Annual Research Integrity Statement (approved)*

Decision: That the Council approve the Annual Research Integrity Statement for the year ended 31 July 2023.

(vi) *Annual College Safeguarding Report (approved)*

Decision: That the Council approve the Annual College Safeguarding Report for the year ended 31 July 2023.

(vii) *Internal Assurance Update*

(viii) *Compliance Assurance Update*

(ix) *Risk presentations and discussions (also discussed at item 9.1(iv))*

9.3 Report of the Estates Strategy Committee [KCC-23-11-21-09.3]

(i) King's Interdisciplinary Science – Full Business Case

This item had been dealt with at Item 9.1(iii).

The remaining Estates Strategy Committee reports had been noted on the Unanimous Consent Agenda:

(ii) *Residences Strategy*

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- (iii) *Advance Viral Vectors*
 - (iv) *Bush House South West Wing – short update*
 - (v) *Major Projects Status Report*
 - (vi) *Report of the Director of Estates & Facilities*
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9.4 Report of the Staff & Culture Strategy Committee [KCC-23-11-21-09.4]

All Staff & Culture Strategy Committee items had been noted on the Unanimous Consent Agenda:

- (i) *Staff Survey*
 - (ii) *Student Success Transformation Programme*
 - (iii) *Role of the Committee*
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9.5 Report of the Academic Board [KCC-23-11-21-09.5]

(i) GKT School of Medical Education Branch Campus

Council received a proposal to establish a branch campus of King's medical school at University of Portsmouth (UoP). The Vice-Chancellor commended the proposal as win-win. It would build on the existing relationship between King's Dental School and UoP, placing 50 of King's home medical students in Portsmouth: they would legally remain King's students. This would allow for 50 additional overseas medical students to attend King's. It was noted that the approval of the Department of Health and Social Care was pending, but anticipated. Qualified Portsmouth trained doctors would help the NHS to recruit doctors in a shortage area without the UK government paying for it.

There would be operational risk in opening another clinical training site, especially where the hospital had not previously been involved in training, but there was an excellent precedent with the Dental School, and recruitment risks were low. Also, UoP had sound clinical experience from their very well regarded pharmacy degree.

Points made during discussion included:

- Students would be on the four-year PG cohort, so would be experienced already.
- The students from King's Faculty of Dentistry, Oral & Craniofacial Sciences enjoyed the Portsmouth campus.
- Plans had originally been for 34 students.
- King's had engaged with colleagues at the University of Southampton to provide assurance: concern had been expressed about this project impacting their ability to maintain sufficient numbers. [REDACTED]
- The Chair of Council further noted that the withdrawal of the Navy Medical Services left Portsmouth in its current medically deprived state and that it was apt that King's, with its strong history in defence studies, would be stepping into the breach.

Decision:

That the establishment of the GKT School of Medical Education Branch Campus be approved, noting that it would be subject to the approval of Department of Health and Social Care.

(ii) Ongoing Conditions of Registration for Office for Students 2022-2023

Council received the annual report to be submitted to the Office for Students providing academic quality assurance and adherence to conditions of registration.

The Vice-Chancellor noted that the only item that needed attention was that King's had been exceeding on its numbers of firsts, but this was a cross sector issue.

Decision:

That the annual report on Ongoing Conditions of Registration be approved for submission to the Office for Students (OfS).

(iii) Research Concordat Action Plan

Council received a report required by Universities UK with respect to adherence to the Research Concordat, and improving research culture. King's was competitive in this space with progressive practices.

Decision:

That the progress report on the 2022-25 Action Plan Against the Concordat be approved for submission to UUK.

9.6 Report of the Governance & Nominations Committee [KCC-23-11-21-09.6]

The appointment of an independent co-opted member of the Audit, Risk & Compliance Committee had been approved on the Unanimous Consent Agenda.

10 Any Other Business

None

Executive members of Council, excepting the Vice-Chancellor, and all non-members of Council other than the Deputy College Secretary, left the meeting.

11 Report of the Remuneration Committee – RESTRICTED

12 Adjournment

The Chair adjourned the meeting at 19:15.

Lord Geidt

November 2023