

MINUTES OF THE PROCEEDINGS

at the sixty-first Meeting of the

COUNCIL OF THE IMPERIAL COLLEGE OF SCIENCE, TECHNOLOGY AND MEDICINE

The sixty-first Meeting of the Council was held in the Library on Level 1 of the Dyson Building, South Kensington Campus, Imperial College London at 10:00 a.m. on Friday 17th May 2019, when there were present:

Sir Philip Dilley (Chair), Mr. C. Brinsmead, Mr. I. Conn, Mr. T. Courtauld, Mr. J. Cullen, Professor S. Eisenbach, Professor A. Gast (President), Sir Jonathan Michael, Ms. S. Murray, Dame Alison Nimmo, Dr. M. Safa, Professor J. Sanders, Mr. M. Sanderson, Professor I. Walmsley (Provost), Professor J. Weber, Mr. C. Williams and Mr. J. Neilson (Clerk to the Court and Council).

Apologies

Professor N. Brandon, Mr. R. Tomkies, Professor F. Veloso and Professor T. Welton.

In attendance

Dr. M. Edwards (Director of Strategic Planning) (for Item 8), Mrs. S. Waterbury (Vice-President, Advancement) (for Item 11), and Mr. J. Hancock (Assistant Clerk to the Court and Council).

ITEM 1 – MINUTES

Council – 15th February 2019

1. The Minutes of the sixtieth meeting of the Council, held on Friday 15th February 2019, were taken as read, confirmed and signed.

ITEM 2 – CHAIR'S REPORT

2. The Chair provided members with a brief report, noting in particular the success of the Postgraduate Graduation Ceremonies, which had been held at the Royal Albert Hall on 8th May. These were always very special and enjoyable ceremonial occasions, especially for the graduates and their families.

ITEM 3 – PRESIDENT’S REPORT

3. Opening her report the President, Professor Alice Gast, said that in February Israel Ruiz, Executive Vice President and Treasurer of MIT, had visited the White City Campus and made a presentation to the UKRI Board, which had also held its Board Meeting at the Campus. In March the President’s Address, which had focused on the College’s international scope, had been well received by policymakers and the rest of the research community. Former Universities’ Minister Jo Johnson and Paul Blomfield MP had since tabled a cross-party amendment to the Immigration Bill which took up the College’s call for the post-study work visa period to be extended to two years. The President had also co-hosted a roundtable discussion with the Mayor of London on the continuing international competitiveness of the London HEIs.
4. The President then reported on important openings at the College. At White City, the Interaction Zone had been opened in April. The Mayor of London, Sadiq Khan, had also conducted the formal opening ceremony for the Molecular Sciences Research Hub (MSRH) as part of a wider celebration of the history of chemistry at the College to coincide with the 150th anniversary of the creation of the Periodic Table (ChemFest). She reminded members that the MSRH was the UK’s most significant scientific development since the opening of the Francis Crick Institute, and the largest investment in a university building in 21st century London. Then on 13th May the Dyson Building, housing the College’s Dyson School of Dyson Engineering had been opened officially by the President and the Head of the Dyson Foundation, Lydia Beaton.
5. On 8th May the College had held its Postgraduate Graduation Ceremonies, at which some 3,800 graduates had been presented in 3 ceremonies at the Royal Albert Hall. The ceremonies had been preceded by the Spring Honours Dinner held at the Institute of Directors for 150 guests. These dinners, a recent innovation, not only celebrated the recipients of College honours, but were an excellent way of connecting with distinguished alumni and benefactors.

ITEM 4 – PROVOST’S REPORT

6. The Provost, Professor Ian Walmsley, congratulated Professor Charles Bangham, Professor of Immunology in the Faculty of Medicine, on his election as a Fellow of the Royal Society. He also reported that Professor David Sharp, NIHR Professor of Neuroscience, had won a major research grant of £20M from the MRC, the Alzheimers Society, and ARUK, to establish a Research and Technology Centre that applies AI and robotics to enable people with dementia to live safely and independently in their own homes. The new Centre would be based in the Uren Building at White City, and would partner with the University of Surrey.

7. Professor Walmsley then reported that a search committee had been established to recruit the next Dean of the Faculty of Natural Sciences to succeed Professor Tom Welton. Professor Lesley Cohen had agreed to chair the Search Committee, which would also include external membership. A new Director of the College's Central Biomedical Services had also recently been appointed; Rob Floyd was an expert technician with significant management experience and considerable knowledge of the College's research needs and context. Finally, the Provost said that the College's technology transfer operations had now moved in-house as part of the College's Enterprise Team reporting to the Vice-Provost (Research and Enterprise). The new team would be set an ambitious agenda for growth, and would be developing a sustainable and expandable business model for technology transfer as well as realising some early successes from College research. Work was also now underway on setting up an oversight board and venture funding advisory group.

ITEM 5 – REPORT FROM DEPUTY CHAIR

8. The Deputy Chair of Council, Mr. John Cullen, reported on progress with the search for a new Chair to succeed Sir Philip Dilley. The Search Committee had agreed an initial shortlist, and informal meetings would be held with all the potential candidates. A final shortlist of candidates to be invited to interview would then be prepared. He hoped that it would be possible to complete this process soon, with interviews to be held in June. A recommendation for appointment would then be made to the Council in July. All being well, he hoped that the new Chair would be able to take up appointment from the beginning of 2020.

ITEM 6 – WHITE CITY CAMPUS SYNDICATE REPORT

9. The Chair of the White City Campus Syndicate, Dame Alison Nimmo, provided members with an oral report on the Syndicate's most recent meeting held on 7 May 2019. Progress with the various works on site was going well, with the ScaleSpace buildings in particular progressing very well and at a fast rate. The Syndicate had also agreed new terms of reference, which included a new focus on the development of the ecosystem at White City, as well as masterplanning. The new terms of reference, which would be discussed in detail later in the meeting, also served to clarify the Syndicate's relationship with the Finance Committee. However, the main business of the meeting had been an update on masterplanning for the south side of the Campus. The College was in discussion with the local authority on its affordable housing offer and a draft s.106 Head of Terms, but it was hoped both would be resolved in time for the masterplan to be considered for outline planning approval in July. The Syndicate had also received a presentation from the masterplanners, Allies & Morrison, on the developing infrastructure plan and timetable for

the South site, including the likely timescale for the construction of the bridge over the Central Line. There was still much to be done to meet the College's ambitious timetable, but the team was working very hard, and was well aware of the challenges ahead.

ITEM 7 – AUDIT & RISK COMMITTEE REPORT (PAPER A)

10. The Chair of the Audit & Risk Committee, Mr. John Cullen, presented Paper A, and also reported orally on the Committee's most recent meeting held on 9 May 2019. The main issues discussed by the Committee at that meeting had been the aggregation of strategic risks, the preliminary results of the staff survey and risks around staff retention, and finally partnership risks. On this latter point, the Committee had recognised that identifying and establishing high value relationships with external partners was both an opportunity and a risk, and that sometimes risks had to be taken to get the best partners.
11. Some of the College's most significant partnerships were with its NHS Trusts, and the risks inherent in these relationships were queried. The Dean of the Faculty of Medicine, Professor Weber, said that the College's relationships with its partner Trusts, and particularly with the Imperial College Healthcare NHS Trust, were closer and more fruitful than they had ever been. The Faculty of Medicine's new academic strategy for medicine had been particularly helpful in improving engagement with its various partner Trusts. The President reminded members that the College had previously proposed appointing a Vice-President for Health, who would work with the NHS Trusts and Trust networks established by the College, and said that the College would refocus its search to identify a suitable candidate for this post.

ITEM 8 – WIDENING PARTICIPATION STRATEGY (PAPER C)

12. Before presenting Paper C, the Provost, Professor Ian Walmsley, invited the Director of Strategic Planning, Dr. Malcolm Edwards, to join the Meeting. Introducing the College's Widening Participation Strategy, he said that the College had to continue to attract the very best students and that, in order to do so, it should recruit students from as wide a range of backgrounds and communities as possible, including those who would not traditionally have gone to a university of the College's standing. Widening participation in this manner had been a priority for the government for several years. In previous years the College had sought to improve access to higher education by encouraging pupils from disadvantaged areas to engage with STEM and aspire to study a STEM subject at university level (not necessarily at the College itself). However, the new regulator, the Office for Students (OfS) was taking a very different approach, and providers were now required to produce five-year plans which would include specific targets relating to Access to and Participation at their own institution. In addition, the OfS also required institutions to set targets that were consistent with its overall ambition of eliminating Access and Participation gaps over a 20-

year period. If this was to be achieved there would have to be a significant increase in the numbers of disadvantaged students entering higher education, as at present the pool of suitably qualified applicants from this group was not large enough for all of the research-intensive universities to meet the OfS's 20-year target. The College's proposed WP Strategy sought to be ambitious, but also realistic about what could be achieved. Professor Walmsley confirmed that a review of unsuccessful applicants to the College suggested that the targets set out in the current strategy could be met without a change to the College's quality thresholds, or any reduction in the quality of applicants to the College.

13. As all the selective universities would be setting similarly ambitious targets for recruiting disadvantaged students from a restricted number of qualified applicants, it was suggested that not all of them could or would manage to reach their individual targets. In these circumstances, it would be important for the College to document all of the positive measures it had taken to meet its targets. Although the OfS was at present only focused on outcomes, at some point it would also need to consider the actions universities were taking to achieve those outcomes.
14. Members agreed that the College should not lower its entry standards. However, it was asked whether the College might offer a foundation programme which could help disadvantaged students to reach the required standard for entry to the College's degree programmes. Although the College was giving consideration to this, there were a number of practical difficulties, not least because many of the College's degree courses were already 4-years long, and undertaking an additional foundation year would only serve to increase the level of student debt for most students, which would be unattractive for them. An alternative approach would be to work with schools to increase the ambition and level of achievement of their students to the point where they could meet the College's entry standards.
15. The President noted that, in addition to the various measures required to meet the OfS's access and participations targets, she believed that the College should continue to offer generous bursaries for disadvantaged students. To this end, she said the College would be launching a bursary fundraising challenge to encourage more donations to the College with the specific aim of supporting student bursaries.

Resolved:

- (i) **That the proposals for the Imperial College Access and Participation Plan 2019, as set out in Paper C, be approved in principle.**
- (ii) **That authority be delegated to the Chair to approve the finalised Imperial College Access and Participation Plan 2019 for submission to the OfS by 24 May 2019.**

ITEM 9 – REFLECTIONS FROM THE AWAY DAY (PAPER B)

16. Presenting Paper D, the President, Professor Alice Gast, noted that the strongest message to come out of the discussions at the Away Day was that remaining true to its mission and values would enable the College to remain resilient and survive temporary crises despite changes in the external environment.

ITEM 10 – PENSIONS (PAPER D)

17. The Provost, Professor Walmsley, presented Paper D and updated members on recent developments with the valuation of the USS Pension Scheme. The USS Trustees had now presented UUK and UCU with three options for the conclusion of the 2018 valuation, with a deadline of 30 May for UUK to consult with employers. It was hoped that a small increase in contributions for employers and employees could be agreed for implementation in October 2019, with a revised valuation, which should be conducted in a more transparent manner, and which would take account of the Joint Expert Panel (JEP) conclusions and recommendations, then being undertaken in 2020.

ITEM 11 – ADVANCEMENT REPORT (PAPER E)

18. Welcoming the Vice-President (Advancement), Mrs. Sarah Waterbury, to the meeting, the Chair noted that this was her last day in post before her retirement. On behalf of the Council he thanked her for the considerable contribution she had made to the work of the College, and also praised her dedication for agreeing to attend the Council meeting on her very last day.
19. As well as introducing Paper E, Mrs. Waterbury reflected on the progress that had been made in establishing a professional Advancement operation at the College. She said that the Imperial now had a first-class fundraising team, which was comparable with those of the College's peer institutions (which it had not been five years ago), and which would be able to take forward the School of Public Health campaign. Part of this success was because the College had been open to the changes necessary to create a successful fundraising operation, and because the academic leadership at the College was fully engaged with, and recognised the importance of, fundraising. Looking ahead, she said there were significant opportunities for fundraising in Medicine from both philanthropic donors and grateful patients. The College was also exploring funding opportunities with Trusts and Foundations, and with legacy gifts. Finally she said that recent experience showed that the College could attract transformative gifts of £25M+ where there was a compelling case and vision, particularly on issues such as health and environment, climate change and human suffering,

that would make a real difference to the world.

20. Mrs. Waterbury noted that, in the past, the College had not always maintained a consistent relationship with its donors. Having a consistent and long-term commitment to the relationship with key donors was an important part of an effective Advancement operation, as these relationships could take many years to develop before they eventually bore fruit. The support of the Council, and of the College's academic leadership, was also critical for the continued success of Advancement, and she hoped this would continue in the future. In the longer term, she said that, given its position, the College should aim to have the best Advancement Programme in the UK.

ITEM 12 – BREXIT (PAPER F)

21. Professor Gast presented Paper F and updated members on the College's response to the continued Brexit uncertainty. The College was continuing to make contingency plans, and to take actions that would optimise its position regardless of the eventual outcome, including engaging with other European universities to maintain very strong links with Europe. The College was also continuing to advocate for a change to the Government's immigration policies, particularly in relation to visa conditions for students after graduation; other countries, including the US and Australia, allowed graduates to stay on and make a contribution to the Country after their studies.
22. It was noted that commercial organisations were doing all that was necessary to protect their own positions, including setting up new offices in Europe so they would still qualify as EU registered organisations. Members asked about the potential loss of EU research funding, and how this might be mitigated. The Provost, Professor Walmsley, said a key issue was whether the UK would continue to be included in European Research Council funding programmes after Brexit. This would require the UK to continue to make a contribution to its funding after Brexit (as for example Switzerland did), but the benefit to UK institutions and UK research of its of doing so would be significant.
23. It was suggested that, given the continuing uncertainty, the College should look beyond the immediate Brexit issues, and engage with the wider international community. For example, the UK was currently bidding to host the 2020 UN climate negotiations (COP26) in London; the College should support the bid, and see how it could be involved in the talks.

ITEM 13 – FINANCIAL VIABILITY AND SUSTAINABILITY: LETTER FROM THE OFS (PAPER G)

24. The Chief Financial Officer, Mr. Muir Sanderson, presented Paper G and noted that the OfS analysis was based on the returns made by all registered HE institutions in the UK. In

addition to providing the report for Council's information, he had also provided the College's own figures for comparison. Members noted the report, but suggested that 'Gearing' (borrowing as a proportion of total income) was not a particularly useful KPI.

ITEM 14 – PROPOSED REVISIONS TO THE FINANCIAL ORDINANCES (PAPER H)

25. Mr. Sanderson then presented Paper H. In addition to incorporating the new financial approval limits previously agreed by the Council, the opportunity had been taken to review, update and simplify all of the Financial Ordinances.
26. The Chair of the Audit & Risk Committee, Mr. John Cullen, noted that, when the Committee had considered the draft revisions to the Ordinances, it had suggested that the Finance Committee and Resource Allocation Board (RAB) should agree some underlying principles for the way in which the RAB would operate its delegated authority for capital approvals. Mr. Sanderson agreed, and noted that the Planning and Budgeting submission to Council in July would provide more detail on this point.

Resolved:

That the proposed revisions to Ordinance A4, Ordinance C1, Ordinance C2, Ordinance F1 and Ordinance F2, as set out in Paper H, be approved.

ITEM 15 – WHITE CITY CAMPUS SYNDICATE TERMS OF REFERENCE (PAPER I)

27. Presenting Paper I, the Chair of the White City Campus Syndicate, Dame Alison Nimmo, said the Syndicate had taken some time to agree the proposed revisions to its terms of reference, as it was important to get these right. Now that the initial masterplanning phase was over, the Syndicate agreed that it should change its focus to look at creating an ecosystem for the Campus. It was also important that the Syndicate's relationship with the Finance Committee was clear, particularly with regard to reviewing and approving capital projects and expenditure at White City. These new responsibilities and relationships were reflected in the proposed revisions to the terms of reference now presented for approval.
28. It was noted that the Syndicate was not responsible for reviewing the financial aspects of any projects at the White City, and it was queried whether the Syndicate should also consider the financial value and returns from these projects, in addition to the planning issues it already considered. The Chair of the Finance Committee, Mr. Brinsmead, said that this was the responsibility of the Finance Committee, but he acknowledged that the Finance Committee and the Syndicate would have to work closely together to make sure that all aspects of any new project proposals were scrutinised appropriately. He suggested that in

future the Chair of the Syndicate should be invited to attend any Finance Committee meetings at which White City projects or financing was due to be considered. It was also noted that, given the likely scale of any future projects at the White City Campus, neither the Syndicate nor the Finance Committee would be the ultimate approving body. These projects would all have a value in excess of £30M, and so would have to be considered and approved by the Council. Before doing so, it could seek advice from both the Finance Committee and the Syndicate, as appropriate, on the various aspects of any proposed project. Council was assured that, in any case, the Syndicate would also want to look carefully at the business case in support of any proposed projects, and that it would want to make sure that there was proper oversight of any project, even though it was not the body giving final approval.

29. Dame Alison Nimmo noted that several previously approved projects were currently underway, or nearing completion, at the White City Campus, and that it was not expected that any new large scale proposals would come forward for consideration in the immediate future. She suggested that the Syndicate should proceed with its new terms of reference for the time-being, but with the proviso that the Chairs of the Syndicate, the Finance Committee, and the Audit & Risk Committee, should together consider the role of each of these committees in scrutinising and approving large capital projects such as these well in advance of any such projects coming forward for approval.

Resolved:

That the revised Terms of Reference for the White City Campus Syndicate, as set out in Paper I, be approved, and that Ordinance A9, Committees of the Council, be amended accordingly.

ITEM 16 – PREVENT MONITORING: ADR AND RISK ASSESSMENT OUTCOME (PAPER J)

30. Paper J was received for information.

ITEM 17 – STAFF MATTERS (PAPER K)

31. Paper K was received for information.

ITEM 18 – MAJOR PROJECTS REPORT (PAPER L)

32. Paper L was received for information.

ITEM 19 – SENATE REPORT (PAPER M)

33. Paper M was received for information.

ITEM 12 – ANY OTHER BUSINESS

34. There was none.

NEXT MEETING

35. The Chair reminded members that the next meeting would be held on Friday 12th July 2019.