MINUTES OF THE PROCEEDINGS
at the
Ninth Meeting of the
COUNCIL
of the
IMPERIAL COLLEGE OF SCIENCE, TECHNOLOGY AND MEDICINE

The Ninth Meeting of the Council was held in the Council Room, 170 Queen's Gate, South Kensington Campus, at 10:00 a.m. on Friday, 8th May 2009, when there were present:

The Lord Kerr of Kinlochard (Chairman), Professor D.K.H. Begg, Sir David Cooksey, Mrs. P. Couttie, Professor M.J. Dallman, Sir Peter Gershon, Mr. B. Gidoomal, Dr. G.G. Gray, Ms. C. Griffiths, Dr. M.P. Knight, Professor Sir Peter Knight, Ms. J.R. Lomax, Baroness Manningham-Buller, Mr. J. Newsum, Mr. S. Newton, Ms. K. Owen, Professor S.M. Richardson, Professor S.K. Smith, The Lord Tugendhat, the Baroness Wilcox, the President of the Imperial College Union and the Rector together with the Clerk to the Court and Council.

Apologies: Professor C.J. Isham.

In attendance: The Assistant Clerk to the Court and Council; the Pro-Rector (Commercial Development) (for Minutes 26 – 35 only); and the Chief Executive of the College Fund and the Director of Commercial Services (for Minutes 43 - 46 only).

WELCOME

1. The Chairman welcomed Sir David Cooksey, Ms. Rachel Lomax and Baroness Manningham-Buller to their first Meeting of the Council.

2. The Chairman then advised the Council that Mr. Ram Gidoomal had been invited to become the Chairman of the Board of Directors of the Office of the Independent Adjudicator (OIA) and would take up this appointment from 1st July 2009. In view of the potential conflict of interest, Mr. Gidoomal would be required by the OIA to resign from the Council with effect from 30 June. His wise advice and tireless work in support of the College would be greatly missed. In addition to his contributions to Council meetings, Mr. Gidoomal had, he said, also assisted the College by sitting on disciplinary panels and, most importantly by acting as the first Chairman of the Board of Trustees for the Imperial College Union. Both the Chairman and the Rector hoped that, once his term of office with the OIA had finished, Mr. Gidoomal would be able to return and continue his association with Imperial. Mr. Gidoomal confirmed that he would be happy to stay in touch.

IMPERIAL COLLEGE MACE

3. The Chairman then drew members’ attention to the magnificent ceremonial Mace, which was on display for the first time at a Council Meeting. The silver and gilt mace, which had been created to mark the College’s independence, had been donated by the Goldsmiths’ Company and had been formally presented to the College at the Postgraduate Awards Ceremony on 6 May by the Prime Warden of the Goldsmiths’
Company, Grant Macdonald. As well as forming a centrepiece at Council Meetings, the Mace would be used at the College's degree ceremonies to lead the academic procession into the Royal Albert Hall. The Chairman reminded members that the College and the Goldsmiths’ Company had a longstanding relationship dating back to the College's origins; indeed, the Goldsmiths had been instrumental in the decision to locate the City and Guilds College in South Kensington, rather than in East London, as had originally been proposed. Furthermore, the donation the Goldsmiths had made in 1909 to help pay for the construction of the Goldsmiths’ Wing of the Royal School of Mines on Exhibition Road was still, in real terms, the largest single donation ever made by the Company. On behalf of the Council, the Chairman expressed his sincere gratitude to the Goldsmiths’ Company for its continuing support of the College and, in particular for its most recent gift of the ceremonial Mace. The Chairman also expressed his thanks to Professor Richard Himsworth, the Goldsmiths' appointed member on the Court, who had been instrumental in arranging for the gift of the Mace.

MINUTES

Council – 13th February 2009

4. The Minutes of the eighth Meeting of the Council, held on Friday, 21st November 2008, were taken as read, confirmed and signed.

MATTERS ARISING

5. **Regular Circulation of Material for Information (Minute 3 refers).** The Chairman reminded members that, at the last Meeting, he had asked that items intended primarily for information should be circulated regularly to Council members. This system had now been instigated and Council members would in future receive written material every three weeks during term-time. This would consist of a copy of *Reporter* together with any other items of interest for Council members.

6. **Recording Action Points (Minute 16 refers).** At the previous Meeting the Council had also asked that action points be more clearly recorded in the Minutes so that these could be followed up at subsequent Meetings. The Chairman noted that the Clerk had clearly identified the action points in these minutes and would continue to do so for future meetings.

RECTOR’S BUSINESS

Staff Matters (Paper A)

7. Paper A was received for information.

Oral Report by the Rector

8. The Rector opened his Report by remarking on the Postgraduate Awards Ceremony, which had been held on 6 May and at which, as the Chairman had just said, the new Mace had been presented. The Ceremony had been attended by 1660 graduates and over 4,000 parents and, despite some concerns about swine flu, had been a wonderful day for all those attending. The Rector thanked all those involved in arranging the Ceremony and particularly thanked the Imperial College Union
President, Ms. Jenny Morgan, who had led the announcements at the Ceremony so professionally.

9. Turning to the recent global swine flu outbreak, the Rector said that the College had taken prudent precautionary measures for dealing with an outbreak at Imperial; an information and alerts website had been established and emails containing advice on how to prevent the spread of flu had been sent from the Director of Occupational Health and ICU President to all staff and students. Hygiene measure posters had also been distributed and a mail-drop to all students in halls had been prepared and would be implemented if and when the first case at the College was confirmed.

10. Moving on, the Rector said that, for the main part of his Report, he would concentrate on the Budget and its implications for the College. It was now clear that public spending would have to be severely cut in future years and that the education sector and higher education in particular would not be immune from these cutbacks. For Imperial it was pleasing that the Budget included a commitment to ring-fence the Science budget. However, the Department for Innovation, Universities and Skills (DIUS) had been asked to make £400M additional savings by 2010-1, while continuing to increase the science budget by 6 per cent. £118M would be sought from the Research Councils in efficiency savings by reducing administration costs and refocusing spend on new research priorities. On 6 May, John Denham had written to HEFCE to set out how the Budget would affect higher education and how he wished HEFCE to respond. The key point from his letter was that DIUS was expecting to find operational savings of £520M, with HEFCE being asked to achieve savings of about £180M in 2010-11. It was likely that further cuts would have to be made in future years.

11. It was clear from this that funding from higher education would reduce significantly in future years. The question was, how would these cuts be distributed across the sector? The Rector said that Imperial would argue for an unequal distribution on the basis that the research intensive universities would make a considerable contribution to helping the UK to recover from the recession and should therefore receive a greater degree of protection from these cutbacks. However, the Government would also want to protect its widening participation agenda and so might be reluctant to be seen to favour the best universities. The Rector then said that the College had recently hosted a dinner for the chief executives of twelve major international companies with a close relationship with the College; they had all been supportive of the College's aims and recognised its importance to the UK economy.

12. Moving on, the Rector said that the College was seeking a 5% cut from all its departments and divisions for 2009-10. Although the College would generate a surplus this year, the College needed to protect itself from the future funding cuts by reducing its cost-base now. At the same time, he said, applications from overseas students had increased greatly. This gave the College the option of increasing its overseas student intake, which was attractive because the College was not limited as to the number of these students it could accept, nor as to the fees charged. Increasing overseas students was one way in which it could increase its income very quickly. The College was therefore thinking very carefully about how to react to this opportunity.

13. Despite the general recognition that funding would be squeezed in the next few years, confidence was high within the institution and performance was very strong. The Rector said he believed the College was well-placed to weather the hard times ahead. However, if it were to do so, it was clear that it would need to take a strategic approach. In particular, Imperial would have to grow its international activities if it was to access significant, non-Governmental sources of funding; it would also have to exploit the commercial opportunities open to it; and finally, it would need to
concentrate on its real strengths. This was particularly so, given the paucity of home-grown funds that were likely to be available. By way of comparison, the Rector noted the US currently spent 3% of its GDP on research and development and President Obama had just announced that an additional $21BN would be made available for scientific research in the US. The UK spent less than 2% of its GDP on research and development, placing it close to the bottom of the league table of major industrial nations. Despite this low level of investment, the UK had an outstanding science record.

14. Bringing his report to a close, the Rector reminded members that Imperial received more research funding from industry than any other university in the country. In the current climate, it was important that the College strengthened its relationships with its major industrial sponsors even further. To this end, members of the Management Board would each be charged with acting as the prime contact with one of the College’s top fifteen major sponsors. While the Management Board member would interact with the company at Board level, there would also be a relationship manager assigned to each company to coordinate all of the College’s contacts with that company. This would enable the College to align the companies’ priorities with the College’s own priorities and thereby strengthen the relationship.

15. Mr. Newsum said that, if the College wanted to promote its view of how the Government should allocate funds in future, the ways in which this message was to be conveyed would be very important; in his experience very good ideas could be lost because their presentation was poorly handled. The Rector said that the College’s Communications Division now had a lot of experience in media relations and had acted positively before the Budget Statement to promote the protection of the science budget and to argue for the establishment of a Strategic Investment Fund (SIF) aimed at supporting innovation. In the event, it had been disappointing that the SIF had been restricted to £750M (of which over half was already committed) and that this would be under the direction of the Department of Business, Enterprise and Regulatory Reform, rather than DIUS. Rather than dwelling on this, however, the Rector said that the College now needed to concentrate on promoting the protection of the research-intensive universities as these were vital in leading the innovation that the Country would need to help it recover from the recession. To this end, the Rector was being interviewed by The Times on Monday and would also be speaking to other newspapers; he then suggested that Council members could also help by making the case for the research-intensive universities.

16. The Chairman suggested that, rather than setting up a conflict with the new universities and those whose raison d’être was widening participation, the College should sidestep purely educational issues and should focus in particular on research and its importance for the UK economy and for jobs. This would, he felt, be more likely to attract public support. Ms. Lomax asked if the College could provide Council members with a briefing pack of key points so that they could help make the College’s case. The Rector agreed to circulate a briefing pack to members. Baroness Wilcox cautioned that the briefing should be politically neutral and should concentrate on a factual presentation of the issues of concern for the College. It would be counterproductive if the College was perceived to be lobbying aggressively. Baroness Manningham-Buller agreed and said it would be better if the College’s arguments were presented as part of a broad front from HE institutions, rather than just from the College. The Rector said that the College was seeking to work with the other research universities to present a consensus view; however, it also had to be acknowledged that the diversity of the HE sector meant that universities rarely spoke with one voice.

ACTION: RECTOR
17. Turning to the financial strategy, Mrs. Couttie said that there were a very wide range of opinions on how long the recession would last and what sort of shape the country would be in at the end. This made it difficult for the College to determine its future financial strategy. Ms. Lomax said that, while there was a wide range of views on certain issues, all commentators agreed that public funding would be hit very hard by the recession and that spending would have to be curtailed for a number of years if the public finances were to be restored. Mrs. Couttie agreed, but said that one of the College’s strategies might be to increase overseas student numbers to protect itself from cuts in UK government funding. However, this could be affected by fluctuations in the sterling exchange rate. The UK was now relatively cheap for overseas students, but this could change quickly if sterling recovered its former value faster than was anticipated. Dr. Knight said that the College was under no illusion about the future and that Government funding was likely to be heavily restricted for the foreseeable future. The surplus the College was forecasting for this year was, he said, a demonstration of the College’s success in attracting funding over the previous two years when times had been good. It was now important that the College planned for the tough times ahead and cut its operating costs accordingly; not to do so would be very short-sighted.

18. Mr. Newton said that he did not believe the effects of the current recession would be short-lived. This would not be a 2 – 3 year problem; the scale of the public debt meant that it would probably take 10 – 15 years to bring the country’s borrowing back to a more reasonable level. In practical terms, this meant that it would be safest to assume that reduced public funding would be a permanent feature of the future financial landscape. However, Mr. Newton was encouraged that this had been recognised by Imperial and that the College was taking steps now to secure its position and to free itself from any over-dependence on Government funding. Indeed, he said, the more the College could free itself from the Government, the stronger it would be. He postulated that another feature of the future landscape would be that the strong institutions and organisations would get stronger, while those that were weaker would suffer more and many would fail. Nationally, he said that the UK was currently in a very weak position; possibly the weakest of the G8 nations. It was important in his view that the College not only freed itself from a reliance on the UK Government for funding, but that it should also not rely on its UK base for funding and should instead confirm its status as a global institution. On top of all this, Mr. Newton said he was very concerned about the impact of future pension liabilities and the impact this could have on the College.

19. Lord Tugendhat said that the next election would probably see a change in Government. A key point then was what the Conservatives priorities for public spending would be. Although it was recognised that there would have to be budget cuts, the College should try to ensure that it received a bigger slice, even if the overall amount available for higher education went down. Professor Begg said that, in his view, this was immaterial. The public finances were such that the next Government would have very little room for manoeuvre. If the College was to protect its position, it could not rely on the UK Government, but would have to diversify its sources of income, including a significant proportion from overseas.

20. Sir David Cooksey said that Lord Mandelson and Lord Drayson had just presented the Government’s response to his report "Review and Refresh of Bioscience 2015". Although the response appeared to accept the Report’s recommendations and set out a range of key commitments intended to encourage the development of bioscience in the UK and to create supportive conditions for bioscience investment, it was clear that very little would actually be done. Following Lord Mandelson’s departure from the meeting, Sir David had asked Lord Drayson whether the medical research budget would be ring-fenced, one of the key recommendations in the Report. Lord Drayson had given him an undertaking that this budget would be ring-
fenced while he was the responsible minister. This just underlined the difficulties faced by Government and the likelihood that very little new money would or could be made available in the foreseeable future. The Chairman agreed and said that, although the College would argue that the research-intensive universities should be protected, he suspected that the next Government would have little option but to apply “equality of misery” in allocating the expected cuts in public spending.

**Oral Report by the Principal of the Faculty of Engineering**

21. Professor Richardson was pleased to report that progress with the South-East Quadrant (SEQ) Project was going very well with the Project on time and within budget. The Faculty had also recently secured an £11M grant from the Wellcome Trust in the field of biomedical engineering. The Faculty’s successful Institute of Biomedical Engineering, which had been established three years ago, was coming to the end of its initial phase and was therefore being restructured to ensure its stability as it entered the next phase of its development. The Rector thanked Professor Richardson for his Report and said that biomedical engineering was a key area for the College and one in which it was very competitive internationally. The Institute had already undertaken a lot of high quality work, but he agreed that, as its work expanded, it was important to ensure that it was structurally sound.

**Oral Report by the Principal of the Faculty of Natural Sciences**

22. Opening her Report, Professor Dallman said that, since her last Report, the Faculty had been concentrating on the Planning Round and how it would meet the future budgetary constraints. She was pleased that the College had recognised that the necessary savings being sought should not be achieved at the expense of the College’s academic priorities, but should rather be driven by them. In Natural Sciences this was key because of the risk that the best staff would be lost to other universities and particularly those in the US. Moving on, Professor Dallman said that research volumes in the Faculty were very healthy and, despite the economic downturn, the Faculty was continuing to bring in new research grants. For example, the Faculty had a very strong group conducting research into Malaria, which had just had its EU funding renewed. Student applications were also holding up well and the Faculty was receiving very positive media coverage for its outreach programme with schools and the general public. It had recently launched a national survey inviting members of the public to report on the numbers of earthworms in their areas. Programmes such as this enabled the public to have a direct involvement in academic research. Finally, she said that scientists in the Faculty had also been successful in attracting Royal Society prizes and awards, which was a measure of the quality of the research being conducted in the College.

**Oral Report by the Principal of the Imperial College Business School**

23. Professor Begg reminded members that 6 years ago, the Business School had not been performing at the same standard as the rest of the College. This had now changed and in the latest RAE the School’s performance had been comparable to that of the London Business School and much better than any of the country’s other business schools. The School was also performing very well from a financial perspective with its income set to rise by 30% in the coming year. Student applications were relatively flat, but this was because of the dramatic rise in numbers in previous years. The School was now recognised as the leading business school for innovation in Europe, commanding 10 times the funding in the area of innovation of either Oxford’s or Cambridge’s business schools. Although commendable, this
measure of success did not mean that the Business School had met all its aims. If it was to continue to be a business school worthy of Imperial College, it would have to maintain the drive for excellence in all its activities. To this end, the School would be reviewing its structure to ensure that it was well placed to compete both nationally and internationally.

24. Professor Begg then said that, although the SEQ Project was an exciting development for the College as a whole, there was a risk that having such a large-scale construction project next to the Business School could affect the quality of its students’ experience. He was, however, working closely with the Engineering Faculty to protect Business School students as far as possible from noise and disruption as a result of the Project.

25. Mr. Newsum asked Professor Begg about the pricing of Business School courses. Professor Begg said that prices had increased markedly in the last three years as the School had been able to raise its prices by 15% each year. The School’s fees were still lower than those charged by the London Business School, but were higher than other UK business schools. Internationally, the recent fall in the value of sterling had made the School’s fees much more competitive and therefore more attractive for overseas students. However, it also made it harder to attract academic staff to the College. The College was, he said, competing in a global market and it would therefore be sensible to consider which currency should be used for charging overseas fees. For the Business School especially, where the majority of students were from overseas, the use of the dollar rather than sterling, could insulate the School from fluctuations in the currency markets. Ms. Lomax then asked how many students came from countries with currencies tied to the dollar. Professor Begg said that most of the School’s students came from China, Asia and the Middle East and noted that students were already required to pay a deposit in dollars. He thought that applying a dollar rate to the whole fee would be interesting and could have provided a significant return to the College this year. Professor Begg then noted that the School attracted very few students from the US and that this had not changed as a result of the fall in sterling. Oxford attracted a great many students from the US and he ascribed this to the success of the Rhodes Scholarship scheme, which meant that the best US students viewed Oxford as the first choice institution for study in the UK.

MAJOR COMMERCIAL PROJECTS (PAPER B)

26. The Chairman welcomed the new Pro-Rector for Commercial Development, Mr. Astle to the Meeting. Mr. Astle introduced Paper B and gave the Council a presentation on his priorities for commercial development and, in particular on the College’s strategy and approach to managing major commercial projects. A copy of Mr. Astle’s presentation is attached at Annex A.

27. At the conclusion of his presentation, Mr. Astle said that Imperial had recently been approached with a proposal that the College act as the Singapore Government’s preferred partner in the development of a Singapore Medical School. The proposal would now be assessed according to the strategic criteria set out in Paper B and in the presentation. This would allow the College to make an informed decision on the viability of the proposal and then to prioritise it against the College’s other major commercial projects. This last was key; the College had a number of potential opportunities, but did not have the capability to support them all. The Business Development Unit had a small number of skilled individuals and it was vital that their skills should be applied to those projects which were strategically important for the College, which had a good chance of success and which would provide Imperial with a significant commercial return.
28. Sir Peter Gershon noted that one of the stated criteria for assessing projects was the likely financial return and the potential risks involved. He asked if these risks were just financial or if a wider definition of risk was considered. For example, he said that with international projects some of the prime risks could be cultural or behavioural, rather than financial. He also noted that the investment requirements for some of the projects were quite substantial and he asked how the resources for this level of investment would be found. Mrs. Couttie said she too was concerned about the potential reputational risks that might be associated with some of these projects.

29. Mr. Astle assured the Council that risk assessments considered all the business risks associated with these projects and not just the financial risks. For example, he said that the fundamental decision on whether to open an overseas campus would rest on the College’s ability to control the quality of provision at the campus. The primary risk in this instance was therefore reputational and not financial. The College’s overriding concern had to be to protect the Imperial brand and reputation. Other risks were principally concerned with managing the College’s relationships with external partners. Turning to the issue of resources, Mr. Astle said that the College intended to find partners for these projects who would provide the resources and investment. The College’s primary input would be the quality of its academic provision and the use of its name. For example, he said, the addition of the Imperial name and reputation to a medical school in India or the Far East would immediately enable it to double its entry fees. In progressing these commercial projects, the College had to be acutely aware of the commercial value of its name.

30. Ms. Owen said that, although the projects noted in Paper B were all exciting prospects, in the longer-term it was possible that a proportion of these might fail. She asked if a failure rate had been factored into the College’s plans. Mr. Astle agreed that it was likely that some of these relationships could break down in future; the issue then was how the partners could extricate themselves without damaging each other. Crucial to this was ensuring that the agreements with partners included suitable provisions for any such breakdowns and that appropriate exit clauses were agreed upfront.

31. Mr. Gidoomal said that governance issues associated with large overseas projects always presented a risk, especially as there could be significant differences in culture and expectations. In his view, an important guard against such risks could be provided by the creation of overseas advisory boards for individual projects, including external members from the countries involved as well as those with experience of operating in those countries. Such a board would help the College to avoid some of the main problems involved in setting up commercial projects overseas. Mr. Astle acknowledged the risks involved, but said the model that the College had followed successfully with the Diabetes Centre in Abu Dhabi was to establish informal links first and to gradually implement more formal structures as the project developed. However, he agreed that, at an appropriate stage, all projects would need to be given a proper governance structure, which would include the involvement of non-executive directors or advisors. The Rector agreed and said that the Foreign and Commonwealth Office had been very supportive and had been helpful in providing detailed advice and guidance on the development of links with different parts of the world. He went on to say that the approach from the Singaporean Government had been unexpected but welcome. In many ways, Singapore offered an ideal location for an overseas development; it was close to both India and China and offered an environment that was conducive to business and would also be attractive for academic staff. Ms. Owen agreed and said that one criterion for agreeing to any operation overseas had to be how easy it would be to persuade staff to work there; if staff had to be coerced into working in a particular environment, it would be much harder to make it successful.
32. Mr. Newsum welcomed the College’s approach to assessing the risks associated with these projects, but he cautioned that it was all too possible for these assessments to downplay the risks involved when a particular proposal appeared to be strategically important or particularly lucrative for the College. He suggested that obtaining an independent assessment of the risks would guard against any unconscious bias and would ensure that a decision to proceed with a project was the result of a sound assessment of all the risks as well as the opportunities. The Chairman agreed and said that such an independent assessment would act as a very useful counter-balance to the natural enthusiasm for individual projects that would be felt by their sponsors. Mr. Astle said he agreed in principle, but noted that he had considerable experience in managing projects such as these as well as in assessing the risks and opportunities they presented. He had learnt from experience and believed he was now able to assess projects objectively as this was the best way to ensure success. He would, he said, be rigorous in rejecting any project proposal where the risk to reward ratio was not good enough. Indeed, he said, the recent decision not to proceed with proposals to enhance the College’s CPD provision had been based on just such an objective assessment.

33. The Rector noted that the most prestigious institutions in the UK and the US had tended not to become involved in overseas projects; indeed, Oxford, Cambridge, Harvard and others had been notably resistant to approaches to open overseas campuses. Of the College’s international peers, only MIT had entered this market and it now derived significant income from its overseas operations. Furthermore, it had done this without compromising quality or damaging its reputation. This suggested that there were opportunities that could be exploited. Mr. Newsum said he was not opposed to the College developing its commercial side in this way, but the Council needed to ensure that an appropriate governance and assessment process was in place. Ms. Griffiths agreed and asked what measures the College could take to ensure that a potential partner did not misuse the College’s name merely on the strength of early negotiations; just being in discussion with the College could provide considerable benefits for organisations in other countries. Mr. Astle said that, if a potential partner appeared to be making capital out of a simple association with the College in the early stages of a negotiation, this was a clear signal that it was not an appropriate partner and the negotiations would be stopped.

34. Although these were exciting development Mr. Newton said he was concerned that the College might be stretching its resources. If even some of these projects came to fruition they would have a major impact on the College and he asked if the College had the right controls in place to manage this amount of change. He suggested that the Council needed to think carefully, not just about how individual projects would be managed, but also about how risks associated with their impacts on the rest of the College would be managed.

35. Bringing the discussion to a close the Chairman said that the College also had to consider the political dimension. For example, one of the proposed projects was in Taiwan; if the College chose to progress this, it could have an impact on its relations with China: this had to be factored into any assessment of the risk:reward ratio. Summing up, the Chairman said that members were all convinced of the necessity of the College exploring these commercial opportunities outside the UK and were pleased at the level of professional management being put in place. However, the Council was, at the same time, acutely aware of the potential risks involved. He agreed that these risks needed to be assessed on a case-by-case basis, but he suggested that the reputational, financial and political risks associated with overseas activity were such that the Council needed to be especially cautious. To ensure that these risks were properly addressed, he reiterated the suggestions made during the discussion that the College should consider the development of an independent and objective risk assessment process for investments on this scale, and that particular
scrutiny should be given to the governance arrangements for these projects.

FINANCIAL MANAGEMENT REPORT (PAPER C)

36. Introducing Paper C the Chief Operating Officer, Dr. Knight, said that the College was still performing well with a projected surplus of £13M for the year. Dr. Knight then highlighted the College’s recent success in obtaining VAT refunds totalling £2.8M. This represented free money for the College and he hoped there would be more to follow from another claim. Moving on, he said that the benefit the College had gained from the relatively high interest rates it had managed to obtain on its deposits was coming to an end as the terms for these deposits were being renegotiated. However, the College had recently been able to place significant deposits with Santander at advantageous rates. As a result of the recent announcement of public funding cuts in the Budget, the Finance Division was re-examining the College’s assumptions for future income and was stress testing the College’s budget forecasts. Ending his Report, Dr. Knight said that the higher education sector was entering a long period of financial difficulty during which several universities would struggle. In contrast, the College was in a relatively strong position and should seek to further strengthen this in the coming years; it was particularly important in his view that Imperial should not let the fear of financial instability stifle its future development.

37. Sir Peter Gershon noted that the College was doing all it could to persuade the sector of the need for pension reform, but said he was still very concerned about the potential liability to the College if nothing were done. In the current climate, it was clear that the Government would not be able to help the sector to meet any shortfall and it was therefore even more important that action was taken now to address these potential liabilities. Dr. Knight agreed and said that, if the Pensions Regulator required the USS pension scheme to develop a ten-year recovery plan, the potential cost to the College could be as much as £20M per annum. If the liability was capitalised, it could cost as much as £250M. He said this was a significant problem and the sector was some way behind the College in recognising this. However, this was now being acknowledged and the College was working assiduously to convince the pension schemes of the urgent need for reform. The Rector agreed and was pleased to note that a sense of reality was now emerging across the sector and it now appeared much more likely that the pension schemes would agree to some form of reform.

38. The Chairman said that this was one of the biggest potential risks facing the College and although he was aware of all the College’s efforts to address this issue, he was concerned that a solution was still seen as dependent on the rest of the sector following suit and the College risked moving at the speed of the slowest ship in the convoy. He asked that the Council be kept up-to-date with developments in this area and requested that Council be provided with the necessary material to examine the issue in more detail at an early meeting.

COLLEGE FUND REPORT (PAPER D)

39. Introducing Paper D Mr. Newton noted Professor David Miles’ recent appointment to the Bank of England’s Monetary Policy Committee. The Bank’s gain was, regrettably, Imperial’s loss as Professor Miles had had to stand down from the College Fund Board. He had been a very valuable member of the Board and would be sorely missed. Turning to the Fund’s performance, Mr. Newton said that, although it had done well in April, since the beginning of May the value of the Fund’s investments had declined by 7%. This served to show how challenging the
investment market was at present. Despite this decline, the Fund was still performing much better than the market average and was also outperforming many competitors. In the current environment, the Board still favoured a conservative approach. Mr. Newton then turned to the Fund’s five year plan, which had been developed following a review of the previous three-year plan. Mr. Newton acknowledged the degree of uncertainty about what the future held but said the Plan was based on the best estimates and assumptions available to the Fund Board.

40. Ms. Lomax asked how, given the acknowledged degree of uncertainty involved, the College Fund Board could protect Imperial from this uncertainty. Mr. Newton said that the best way of doing so was through continued discussion at the Board meetings and by maintaining a spread of assets. He reminded members that the Fund had a clear objective of providing the College with a real return of 4% per annum and that the Fund was constrained in the action it could take with regard to some of its assets, such as the holding in Innovations or the College’s property assets. Having said that, he had been impressed with how well these assets were being managed and he praised the work of the Fund’s Chief Executive Officer, Mr. John Anderson, who was creating real value for the Fund and for the College from the exploitation of the College’s property portfolio. Ms. Lomax said that the College having such a large portfolio or properties in South Kensington, one of the most attractive and valuable locations in the world, was extremely fortunate; she agreed completely with the decision to exploit these assets rather than to sell them.

41. Professor Begg said that the College Fund Board had been very cautious, with the principal aim of protecting the College’s position. It had been particularly successful in doing so to date, although if the market was suddenly to improve, the College would lose out on the upside and might then appear to have been over-cautious. However, he was sceptical that any sharp increase would be sustained.

42. Mr. Newton then turned to the proposal in the Paper that the Fund make an investment in the development of postgraduate student accommodation. The Chairman noted that this might be a convenient and desirable investment for the College; he asked Mr. Newton if undue pressure had been placed on the Fund Board by the College to agree to this investment. Mr. Newton said that, because of the current state of the property market, the provision of accommodation such as this was now a more attractive investment, particularly if considered over a twenty-year span. The guarantee of student occupation which the College was being asked to give was key to the success of the proposal though; if the College agreed the guarantee, the investment was a good one and should provide the Fund Board with a good level of return. Without the rental guarantee the Fund would be unlikely to invest. As currently structured the Fund Board felt the proposal would be mutually beneficial. The Chairman agreed that the risk assessment set out in Paper D was well thought through, but he wanted to be clear that the College Fund Board had reviewed the proposal on its merits as an investment opportunity and had not been swayed by the benefit the College would gain from additional postgraduate accommodation. Mr. Newton was happy to confirm that this was the case and that the Board considered it to be a good investment. The main risk lay in the nomination agreement, and that risk would be taken on by the College and not by the Fund.

43. The Council then received a presentation on the proposed postgraduate student accommodation development from the Director of Commercial Services, Mr. Paddy Jackman, and the Chief Executive Officer of the College Fund, Mr. John Anderson, a copy of which is attached at Annex B.

44. At the end of the presentation, Ms. Lomax asked why the development had to be kept off the College’s balance sheet. Mr. Anderson said that the proposal entailed the sharing of significant returns with the development partners. However, the
development would require a considerable debt facility. Placing it off balance sheet would allow the College Fund to take on this debt without affecting the College’s other activities. If the debt was consolidated, the College could secure a greater return, but it would also entail a greater degree of risk for the College.

45. Professor Begg suggested that the Fund should not seek a fixed interest rate loan, given the current market conditions. He also said that the biggest risk associated with the project was that the student accommodation market might be flooded by the time the development was completed. However, he thought this was unlikely, while Dr. Knight reiterated that the College had 4,000 postgraduate students and was intending to recruit more of them. The target to provide 1,000 places was a relatively conservative one and he therefore felt the risk was fairly small.

46. Sir Peter Gershon noted that the proposal required an equity partner. This being the case, he queried how the College could keep this investment off its balance sheet. Dr. Knight said that the development had been discussed in detail with the College’s external auditors, PWC, and that they were satisfied with the proposed way forward, their only caveat being that it might need to be noted as a contingent liability. Sir Peter Gershon agreed that this might currently be the case, but said that accounting policies changed and, even if it was off balance sheet now, a change in policy in the future could result in it having to come onto the balance sheet. The Chairman agreed and said that the Council had to recognise the risk that the equity in this development might, at some stage in the future, have to come onto the balance sheet. Dr. Knight reminded members that the College was not offering any security against this debt. The loan would be secured against the property development itself and, in extremis, the property could be sold. Mr. Newton said that the liability for the debt would actually lie with the joint venture company and not with the College. If accounting policies changed, it would be preferable to relinquish the equity in the building to having to take it onto the balance sheet.

Resolved: That authority to enter into all and any documentation necessary to facilitate the proposed development of postgraduate student accommodation, as set out in Paper D, be delegated to the College Fund Board, provided that:

a. Satisfactory planning consents are obtained and that the accommodation will achieve a level specified by the College through the Director of Commercial Services;

b. The operational risks associated with the schemes are underwritten by the College Fund from the investment returns from the activity;

c. The scheme is demonstrably off balance sheet and does not conflict with the existing debt facilities of the College; and

d. The terms of the rental guarantees required to support the developments are limited to a maximum of fifteen years from practical completion with each rental guarantee being specifically approved by the Council.

MAJOR BUILDING PROJECTS REPORT (PAPER E)

47. Dr Knight presented Paper E, which was received for information.
RESTRUCTURING (PAPER F)

48. The Chairman reminded members that the contents of Paper F constituted a reserved area of business as defined in the College’s Statutes. This meant that the student member of the Council could not participate in the consideration of this item of business and, furthermore, that Paper G should not at any time be available to students. The ICU President, Ms. Jen Morgan, therefore withdrew from the Meeting.

49. The Principal of the Faculty of Medicine, Professor Smith, introduced Paper G, which was concerned with a proposed restructuring within the Clinical Sciences Division in the Faculty of Medicine, which would result in one non-clinical academic being made redundant.

Resolved: That, if the member of staff affected by the proposed restructuring set out in Paper F did not agree to voluntary severance terms, in accordance with the procedures set out in Ordinance D11, the Dismissal of Members of Staff by Reasons of Redundancy, authority would be delegated to the Rector, or to another person authorised by the Rector, to implement the selection process and subsequent proposed redundancy if the Rector or his nominee considered this appropriate following the comments and counter-proposals gathered during the consultation period.

WYE COLLEGE FOUNDATION TRUST (PAPER G)

50. The Clerk presented Paper G and reminded members that, as academic activity was due to the cease at the Wye Campus at the end of the academic year, the previously agreed management arrangements for the Wye College Foundation Trust were no longer appropriate. The Council, as the Trustee, therefore needed to ensure that the future management arrangements were appropriate for the new environment in which the Trust would have to operate. The Clerk then advised that research and educational activities in the Faculty of Natural Sciences were closely aligned with the original purposes of the Wye College Foundation Trust, which were to support the advancement of education in agriculture, horticulture, related sciences and economics and the proper care and development of the countryside, the undertaking of research into these matters and the dissemination of the results thereof. The Faculty was therefore felt to be the most natural home for the Trust now that there would be no more academic activity at Wye which could be funded by the Trust. Finally, the Clerk reminded the Council that, although the Trust’s objects and restrictions referred to ‘Wye College’, under the Imperial College Act 1999, all property, rights, powers and obligations vested in Wye College transferred to Imperial College on the Appointed Day (1 August 2000). In particular “any bequest, gift, trust or other benefit in favour of or connected with Wye College shall, on and after the appointed day, be read and have effect as if Imperial College were named therein instead of Wye College”. This meant that the Council had the power to apply the Trust’s funds to further the activities of Imperial College, provided that in doing so it continued to meet the Trust’s primary objects.

51. The Chairman said that he and the other members were well aware of the sensitivities surrounding the Wye Campus and particularly around the application and control of assets from Wye. Although the College had invested heavily in supporting activity at Wye since the merger in 2000, he did not want the College to be open to

1. As the contents of Paper F constitute a reserved area of business, it is confidential and is not included with these published Minutes.
any accusations that assets from Wye were being misapplied. He therefore asked the Principal of the Faculty of Natural Sciences to ensure that the Trust's funds were applied entirely in line with the Trust's objects and restrictions and that consideration be given to ways in which the funds could be used to continue to support work which had previously been based at Wye, or individuals directly associated with Wye.

Resolved: (i) As Trustee of the Wye College Foundation Trust, the Council of the Imperial College of Science, Technology and Medicine hereby resolves that the Management Committee, to which it had previously delegated responsibility for the operational management of the Trust, be disbanded.

(ii) As Trustee of the Wye College Foundation Trust, the Council of the Imperial College of Science, Technology and Medicine hereby resolves to delegate responsibility for the operational management of the Trust to the Principal of the Faculty of Natural Sciences of the Imperial College of Science, Technology and Medicine with effect from 14 May 2009.

HEFCE RISK ASSESSMENT (PAPER H)

52. The Clerk introduced Paper H, which was received for information.

CLERK'S BUSINESS

Proposed Amendments to the College Statutes (Paper I)

53. Introducing Paper I, the Clerk said that the proposed Amendment to the College Statutes would provide for the increase in the size of the Council external membership that had been agreed at the last Meeting. He reminded members that the change would not take effect until it had been formally approved by the Privy Council. However, he was pleased to report that the Privy Council had been consulted on the proposed amendments and had indicated that they were acceptable. He believed therefore that formal approval would be obtained without undue delay.

Resolved by Special Resolution: That this Council, in pursuance of Article 20 of the Royal Charter, hereby makes by Special Resolution the amendments to the Statutes of the College set out in the document headed ‘Revisions to the Statutes (May 2009)’, subject to such changes as may hereafter be required by the Privy Council and which are agreed by the University.

Proposed Amendments to the College Code of Practice on Freedom of Speech (Paper J)

54. The Clerk introduced Paper J and said that the Code of Practice on Freedom of Speech was a requirement of the Education Act 1986. The College’s own Code had been approved by the then Governing Body in 1987, but had not been reviewed or updated since then. The Code was rarely used but it was, he said, timely to bring its provisions up to date.
Resolved: That the proposed amendments to the College Code of Practice on Freedom of Speech, as set out in the Appendix to Paper J, be approved.

Proposed Child Protection Policy (Paper K)

55. The Clerk introduced Paper K, which set out how the College would discharge its responsibilities under the various child protection acts, including The Safeguarding Vulnerable Groups Act 2006 and the Children’s Act 1989. The Clerk highlighted the new Vetting and Barring Procedures under the Independent Safeguarding Authority, which were being introduced gradually and would apply to the higher education sector from November 2010. The Clerk also drew members’ attention to the different measures to be applied to activities involving children aged 16 and 17 and those who were under 16.

56. The Chairman expressed his regret about any policy that had to advise staff that they should “under no circumstances” engage in activities with children which, dependent on the circumstances, could be entirely innocuous; however, he recognised the necessity of doing so in the current environment.

Resolved: That the proposed Child Protection Policy, as set out in Paper K, be approved.

Report on Professorship Title for Use in the Imperial College Business School (Paper L)

57. The Clerk introduced Paper L and advised members that, as the Imperial College Business School intended now to use the internationally recognised titles of Assistant Professor and Associate Professor rather than the UK titles of lecturer, senior lecturer and reader, the Council would need to formally recognise these new titles as constituting posts on the academic staff of the University.

Resolved: That the posts of Assistant Professor and Associate Professor be designated as posts on the academic staff of the University, as set out in Paper L.

ANY OTHER BUSINESS

58. There was none

NEXT MEETING

59. The Clerk reminded members that the Council’s next Meeting would be held on Friday, 10th July 2009.
Major Projects – Strategy and Approach

Presentation to Council 8 May 2009

Edward Astle
Pro Rector Commercial Development

PROJECT OPPORTUNITIES

The College has taken a wide range of potential commercial opportunities where College can leverage brand and reputation to obtain a share of income, while partners provide the capital.

Examples:

<table>
<thead>
<tr>
<th>Purely Commercial</th>
<th>Commercially funded research</th>
<th>Commercially funded education</th>
</tr>
</thead>
<tbody>
<tr>
<td>- Private healthcare</td>
<td>- Qatar Biobank</td>
<td>- Indian medical school</td>
</tr>
<tr>
<td>- Proton beam scanning unit</td>
<td>- Genomics Centre</td>
<td>- Imperial international campus</td>
</tr>
<tr>
<td>- Clinical trials business</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>
The Management Board has agreed criteria to enable us to prioritise our efforts.

**APPROACH**

- STRATEGIC FIT
- FINANCIAL RETURN VS RISK
- DEMAND ON INTERNAL CAPACITY
- COMPETITIVE EDGE

**EXAMPLE**

Application of the criteria led to a decision not to growth CPD aggressively as a standalone business.

**CPD**

- STRATEGIC FIT: Good
- FINANCIAL RETURN VS RISK: Low
- DEMAND ON INTERNAL CAPACITY: High
- COMPETITIVE EDGE: Small vs Oxbridge et al
"Deliver Commercial Projects"  "Maximise Corporate Research"  "Maximise Consulting Income"

Executive Teams Focused on:
- Energy, Transport, Engineering & New Materials
- Natural Sciences, Environmental Policy & Public Health
- Medical ICT & Financial Services
- Centre for Professional Development
- EU & FP7 Projects
- Web & Communication
- Finance

Imbedded within Faculties:
- BD Manager EFL
- BD Manager Medicine and Business School
- BD Manager Engineering
- BD Manager Natural Sciences

"Deliver Commercial Projects"  "Maximise Corporate Research"  "Maximise Consulting Income"
Post Graduate Accommodation Development Scheme

Paddy Jackman, Director of Commercial Services
John Anderson, Chief Executive Officer of the College Fund

<table>
<thead>
<tr>
<th></th>
<th>04/05</th>
<th>05/06</th>
<th>06/07</th>
<th>07/08</th>
<th>08/09</th>
</tr>
</thead>
<tbody>
<tr>
<td>PGT Students</td>
<td>1541</td>
<td>1586</td>
<td>1759</td>
<td>1704</td>
<td>2171</td>
</tr>
<tr>
<td>PGR Students</td>
<td>1768</td>
<td>1854</td>
<td>2024</td>
<td>2196</td>
<td>2231</td>
</tr>
<tr>
<td><strong>Total PG Students</strong></td>
<td><strong>3309</strong></td>
<td><strong>3440</strong></td>
<td><strong>3783</strong></td>
<td><strong>3900</strong></td>
<td><strong>4402</strong></td>
</tr>
<tr>
<td>Overseas PG Students</td>
<td>1089</td>
<td>1178</td>
<td>1352</td>
<td>1352</td>
<td>1575</td>
</tr>
<tr>
<td>% Overseas</td>
<td>33%</td>
<td>34%</td>
<td>36%</td>
<td>35%</td>
<td>36%</td>
</tr>
</tbody>
</table>
Clayponds

- Zone 3 Location
- 50+ Minutes Door-to-Door
- Study Rooms:
  - Not Ensuite
  - Shared Kitchens
- 20 Years Old
- 330 Bed Spaces

Imperial College demand and supply 2008

Demand:
- Total Post Graduate applications for accommodation: 1522
- Number of applications for Orient House/Piccadilly Court: 387

Supply:
- Clayponds: 331 beds
- Orient House/Piccadilly Court: 34 beds
Post Graduate bed numbers – Institutional context

Number of Post Graduate beds

- Manchester
- Warwick
- LSE
- UCL
- Nottingham
- Bath
- Edinburgh
- Cardiff
- York
- Liverpool
- Glasgow
- Leeds
- Bristol
- Birmingham
- Exeter
- St Andrews
- Kings College London
- Queen Mary’s
- Imperial College

Number of Post Graduate beds as a % of full-time Post Graduate students

- Bath
- St Andrews
- York
- Manchester
- Liverpool
- Nottingham
- Edinburgh
- Exeter
- UCL
- Glasgow
- Warwick
- Leeds
- Bristol
- Bath
- LSE
- Leeds
- Queen Mary’s
- Kings College London
- Birmingham
- Imperial College
College requirements

a. Provision of accommodation for up to 25% of the post graduate student population. For the purposes of planning this has been taken as an initial level of 1,000 with the potential to increase capacity as post graduate numbers expand.

b. Zone 1 or 2 location

c. Maximum Door to Door travel time of 40 minutes

d. Minimum of 150 units in a single scheme

e. Studio design with a minimum size of 17 sqm
Market Comparator - Hive Studio

College requirements

a. Provision of accommodation for up to 25% of the post graduate student population. For the purposes of planning this has been taken as an initial level of 1,000 with the potential to increase capacity as post graduate numbers expand.
b. Zone 1 or 2 location
c. Maximum Door to Door travel time of 40 minutes
d. Minimum of 150 units in a single scheme
e. Studio design with a minimum size of 17 sqm
f. Rent guarantee at least 10% below similar private halls comparator
## London rent comparisons

<table>
<thead>
<tr>
<th>Location</th>
<th>Imperial College</th>
<th>Specialist providers</th>
</tr>
</thead>
<tbody>
<tr>
<td>Orient Studio Standard</td>
<td>£220.15</td>
<td>Unite: £260 - £358</td>
</tr>
<tr>
<td>Orient Studio Premium</td>
<td>£240.10</td>
<td>Nido: £245 - £295</td>
</tr>
<tr>
<td>Piccadilly Court Studio</td>
<td>£220.15</td>
<td>Hive (Bethnal Green): £260 - £290</td>
</tr>
<tr>
<td>Piccadilly Court Studio</td>
<td>£220.15</td>
<td>Hive (Hoxton): £315 - £325</td>
</tr>
<tr>
<td>Average</td>
<td>£227</td>
<td>Opal (Tuffnel Park): £283.20</td>
</tr>
<tr>
<td>SW1</td>
<td>£275</td>
<td>Opal (Greenwich): £150 - £160</td>
</tr>
<tr>
<td>SW3</td>
<td>£275</td>
<td>Liberty Living: £215 - £275</td>
</tr>
<tr>
<td>SW4</td>
<td>£275</td>
<td>Private sector (all inclusive*)</td>
</tr>
<tr>
<td>SW5</td>
<td>£275</td>
<td>SW1: £200 - £330</td>
</tr>
<tr>
<td>SW6</td>
<td>£275</td>
<td>SW3: £250 - £325</td>
</tr>
<tr>
<td>SW7</td>
<td>£275</td>
<td>SW4: £180 - £230</td>
</tr>
<tr>
<td>SW11</td>
<td>£275</td>
<td>SW5: £210 - £255</td>
</tr>
<tr>
<td>Average</td>
<td>£265</td>
<td>SW6: £205 - £250</td>
</tr>
<tr>
<td>SW7</td>
<td>£275</td>
<td>SW7: £255 - £280</td>
</tr>
<tr>
<td>SW11</td>
<td>£275</td>
<td>SW11: £170 - £240</td>
</tr>
</tbody>
</table>

*Estimate of £30 per week for all bills

## Financial parameters

a. Maximum equity position of 49% to enable debt funding whilst ensuring the developments remain off the College’s own balance sheet.

b. A minimum Investment Return (IRR) of 10% on equity modelled on a ten year hold - representing an out-performance against the Investment Objective of at least 3.5% per annum.

c. Investment Returns to include provision for a specific underwrite for the Rental Guarantee.
## Factors required by Joint Venture Partner

a. A guarantee from the College for 97% of rent for a minimum of 15 years – ie a Rental Guarantee.

b. A rental inflator indexed against the Retail Price Index with a minimum increase of 1% and a maximum increase of 5% per annum.

c. Active support from Imperial for both the planning and design phases of the development

## Fundamental Risks to the Development

1. Occupancy Risk: Student Levels
2. Market Risk: Rent Levels
3. Inflation Risk
4. Interest Rate Risk
5. Realisation Risk: Exit Yield
6. Construction and Counterparty Risk
DEAN OF STUDENTS

Professor Denis WRIGHT, Professor of Pests Management, Department of Life Sciences, has been appointed Dean of Students with effect from 1 October 2009. In taking up this position Professor Wright will step down as Dean for the Faculty of Natural Sciences.

SENIOR DEAN

Professor Jeffrey (Jeff) KRAMER, Professor of Distributed Computing, Department of Computing and one of the Deans for the Faculty of Engineering, has been appointed Senior Dean with effect from 1 September 2009.

PRINCIPAL RESEARCH FELLOW

Dr Christopher McLEOD, previously an independent consultant to the Institute of Biomedical Engineering at Imperial College and to the Department of Paediatrics at the University of Oxford, has been appointed to the post of Principal Research Fellow in Cardiovascular Instrumentation, in the Institute of Biomedical Engineering, Faculty of Medicine, with effect from 1 February 2009 to 30 November 2010.

SENIOR RESEARCH FELLOW

Professor Keith H SMITH, previously Professor of Innovation Studies at the University of Tasmania, Australia, has been appointed to the post of Senior Research Fellow, Imperial College Business School, with effect from 30 March 2009 for a period of two years.

READER

Dr Aija E LEIPONEN, currently Assistant Professor in the Department of Applied Economics and Management, at the Cornell University, New York, has been appointed to the post of Reader in Innovation and Entrepreneurship, Imperial College Business School, with effect from 1 July 2009.

DIRECTOR OF DEVELOPMENT

Ms Judy BEARD, currently Principal Management Consultant at The Management Centre, has been appointed to the post of Director of Development, in the Office of Alumni and Development, with effect from 11 May 2009.

FACULTY FINANCE OFFICER
Ms Nazia HIRJEE, previously Project Manager at the Royal Bank of Scotland Global Banking and Markets, has been appointed to the post of Faculty Finance Officer for the Faculty of Natural Sciences, in the Finance Division, with effect from 23 February 2009.

VISITING PROFESSORS

Professor Hendrik LEKKERKERKER, previously Dean of the Faculty of Chemistry, Utrecht University, The Netherlands and also the Schlumberger Visiting Professor at the University of Cambridge, has been offered an association with the College as Visiting Professor in the Department of Chemical Engineering and Chemical Technology, Faculty of Engineering, with effect from 1 March 2009 for a period of three years.

Dr Gilbert (Rip) COLLINS, previously Shock Physics Group Leader at the Lawrence Livermore National Laboratory, has been offered an association with the College as Visiting Professor in the Department of Physics, Faculty of Natural Sciences, with effect from 1 January 2009 to 30 September 2011.

Professor David SOUTHWARD, previously Director of Science and Robotic Exploration at the European Space Agency while on extended leave from his post as Professor of Physics at Imperial College, has been offered an association with the College as Visiting Professor in the Department of Physics, Faculty of Natural Sciences, with effect from 1 January 2009 until 30 September 2011.

Professor Robert (Bob) PALMER, has been offered an association with the College as Visiting Professor in the Department of Physics, Faculty of Natural Sciences, from 1 March 2009 until 30 September 2011.

Professor Patric Henry MAXWELL, FMedSci, previously Professor in Renal Medicine, Kings College London, has been offered an association with the College as Visiting Professor in the Division of Medicine, with effect from 1 March 2009 for a period of one year.

Professor Miroslav MILICEVIC, previously Professor of Surgery at the University of Belgrade School of Medicine, has accepted an association with the College as Visiting Professor in the Department of Surgery, Oncology, Reproductive Biology and Anaesthetics, Faculty of Medicine, with effect from 1 January 2009 for a period of three years.

Professor Paul SMITH, previously Professor of Polymer Technology at Eidgenossische Technische Hochschule, Zurich, has been offered an association with the College as Visiting Professor in the Department of Materials, Faculty of Engineering, with effect from 1 January 2009 for period of one year.

Mr Andrew WILLIAMS, FRCS, previously Consultant Orthopaedic and Trauma Surgeon at the Chelsea and Westminster Hospital, has been offered an association with the College as Visiting Professor in the Department of Mechanical Engineering, Faculty of Engineering, with effect from 1 March 2009 for a period of three years.

Dr Garth JOHNSON, previously Professor of Rehabilitation Engineering at the University of Newcastle Upon Tyne, has accepted an association with the College as Visiting Professor in the Department of Bioengineering, Faculty of Engineering, with effect from 1 January 2009 for a period of two years.

Dr Ray SHAW, previously Chief Advisor to the Technology, Energy and Climate Group, Rio Tinto Energy, has been offered an association with the College as Visiting Professor in the
Department of Earth Science and Engineering, Faculty of Engineering, with effect from 1 March 2009 for a period of three years.

RESIGNATIONS

Professor Subrata GHOSH, Chair in Gastroenterology in the Division of Medicine, has resigned with effect from 31 March 2009 to take up appointment as Professor of Medicine at the University of Calgary, Canada.

Dr George SOMERVILLE, FREng, Manager of the Undergraduate Medicine Office in the Faculty of Medicine Centre, has resigned with effect from 31 March 2009.

Dr Tariq ALI, Research Director, Division of Corporate Affairs, has resigned with effect from 20 March 2009.

Mr Harminder SINGH, Director of Operations – London Genetics, Division of Corporate Affairs, has resigned with effect from 31 March 2009.

Dr Piers Howard Burton BAKER, Director of the International Office, has resigned with effect from 31 March 2009.
1. This paper seeks to inform Council of the efforts underway to deliver major commercial projects that can increase unencumbered surplus income to the College. It outlines the context, the approach being taken and the organisational changes that are being put in place to support these projects.

CONTEXT

2. While in the very short term, College funding is expected to hold up well, beyond 2010 our traditional sources of income are expected to come under severe pressure. Both HEFCE and Research Council funding (30% and 14% of college funding respectively) could be impacted by the anticipated cuts in public expenditure as the next government fights to bring public sector debt back under control. Corporate research income (6% of college funding) is also likely to fall as corporates reduce costs in the face of the worst global recession for 70 years.

3. In anticipation of the difficult period ahead, the Management Board is looking at all opportunities to reduce costs (without impacting our core mission) and to generate additional sources of revenue. The College is lucky to have a number of commercial opportunities that have the potential to contribute to this latter objective. These range from purely commercial standalone businesses that leverage the AHSC’s standing and capabilities (e.g., private healthcare, proton beam scanning unit, clinical trials business) to international research facilities that can attract a commercial funding formula (e.g., Qatar Biobank and Genomics Centre) to international educational facilities that can similarly be commercially funded (e.g., Indian medical school, and potentially an Imperial international campus).

APPROACH

4. The range of potential commercial opportunities available to the College exceeds our capacity to explore, let alone deliver them. Accordingly the Management Board has agreed to prioritise them according to:

- Strategic fit
- Financial return vs. risk
- Demands on internal capacity
- Competitive edge (e.g., where we have established relationships)

5. The current list of projects that has gone through this screening process is attached at Annex A. Commercial Development will work with the Faculties to seek to identify other project opportunities that can be added to the list over time to ensure that the pipeline is replenished.

6. One common thread behind all these opportunities is that the College’s contribution is not financial, but is rather its brand and reputation, and in some cases the standing of
individual star academics. Our aim is to leverage these to achieve a share of financial return, or a management fee, while finding partners to provide the financial investment and (where appropriate) the management expertise.

7. Another common factor is that the lead time on most projects is long, with any financial return in most cases not expected until 2012 or beyond.

8. Individual projects are at very different stages. For example, the Qatar biobank project – led by Prof Elio Riboli - is probably the closest to successful delivery. Many other projects – e.g. international campus, UK private healthcare, clinical trials and Indian medical school – are still at the ‘qualification stage’ with work going on to establish the nature and scope of the opportunity before the Management Board decides if and how to go to the next stage.

9. One project has already been rejected at the qualification stage. This was the opportunity to establish our Continuing Professional Development activities as a standalone business and grow this aggressively. The Management Board concluded that this was less attractive than other commercial opportunities, principally because of the large diversion of academic effort for relatively limited return. Instead we agreed to improve our current activities, with greater quality control and better pricing, and to grow organically where we can.

ORGANISATION

10. In addition to prioritisation, the Management Board has also agreed to changes to both organisation and processes.

11. The revised structure for Commercial Development is attached at Annex B. In addition to the Pro-Rector, this provides for 2 senior Project Directors who will lead the largest and most commercial projects together with a business planner. Following a consultation period, the selection process for these roles is about to start.

12. The process changes are designed to improve both project discipline and transparency. All projects will require Management Board approval at the concept stage to ensure that they meet the agreed criteria. A Management Board sponsor, and dedicated project manager will be required for each project. The Management Board will review the progress of all projects through a monthly report.

13. This degree of transparency is particularly important for ‘bottom up’ projects originated by individual academics. Here it is important that the College puts an early marker down to extract value from the use of its name and reputation, in addition to income that will accrue to the individual academics/departments.

CONCLUSION

14. The College has a number of genuine commercial opportunities that have the potential to generate significant unencumbered income. The Management Board will continue to be proactive in prioritising our efforts to ensure that:

- projects fit the wider strategic as well as financial objectives of the College
- risks as well as returns are carefully assessed
- projects do not divert resources from our key academic and research mission
• wherever possible we have an 'inside track' and avoid 'cold' competitive opportunities to maximise the chances of success

15. Despite these efforts, and the investment in the right commercial skills and processes, it is clear that there will be a degree of attrition, with some projects falling away altogether, and others being won by others. Thus we will always have to pursue more than we can hope to win. We will also have to be patient, recognising that in many cases the lead time is long, and could slip further given the wider economic context.

EDWARD ASTLE
PAPER C

FINANCIAL MANAGEMENT REPORT

A Report by the Chief Operating Officer

MANAGEMENT ACCOUNTS TO 31 MARCH 2009

1. Total income growth has fallen back slightly to 13% up on last year (pg2) from the 14% reported last month. The headline research income growth is now some 22%, although after adjusting for the prior year reclassification of NHS grants in FoM the underlying growth is 17%. The three large Faculties are all above budget and the Business school is now some 64% ahead of last year. Overall contribution has slipped back in the month to stand £1.0m ahead of budget, although this is within the forecast.

2. In the Faculties recurring expenditure (pg 7) is £2.8m worse than budget, driven by higher expenditure on items offset by increased income. Overall, the total Faculty surplus has increased to £2.5m although a deficit of (£1.4m) is forecast for the full year reflecting an increase in non staff expenditure in the remaining 4 months of the year.

3. In all central cost areas, expenditure has continued the below budget trend seen in prior months. It is worth highlighting that there has been a doubling of the favourable variance in Corporate and Project Costs following VAT refunds totalling £2.8m received in March. The refunds relate to specific reclaims following changes in VAT law and College tax processes. The College Fund is £0.7m adverse to budget with a retained deficit of £0.3m, driven by lower incomes.

4. On the balance sheet, debtors fell to £40.5m helped by reductions in the longer aged end of the book (p11). It is worth noting that the largest debtor is the Student Loans Company, £5.8m, which will be mostly settled in May, and the second largest is the IC Healthcare NHS Trust at £1.9m. In line with prior years the College has received cash from Government bodies in March in line with the end of their financial year. This year, partially due to the timing of Easter, the College was able to invoice more of the cash received during March and so this has driven the large increase in March in Research Payments in Advance, which has increased by £12.4m in the month to £123m. Research WIP was flat in the month.

5. Cash flow (pg 4) continues better than budget helped by the larger I&E surplus and the favourable cash receipts mentioned above and the fact that the College Fund is holding a higher amount of cash due to the current market conditions. However it should be highlighted that capital expenditure is greater than budget and running at ~£9m per month, reflecting the peak spend period for Eastside, £13m of spend on SEQ this year and the acceleration of the L Block spend as the project moves into the demolition phase. The College, driven by the market conditions, is now only able to place cash deposits at rates of less than 2% and so the favourable interest position (p14) will not continue once the existing high interest deposits mature through the summer (pg5).

MPK

1. The Management Accounts are not included with these Minutes
PAPER D

COLLEGE FUND BOARD REPORT TO COUNCIL

A Report by the Chairman of the College Fund Board

MEMBERSHIP

1. It is both pleasing and disappointing to report that Prof David Miles, who has been a member of the College Fund Board since its commencement on 1 August 2007, has been appointed by the Bank of England to its Monetary Policy Committee. This is clearly a very strong reflection of the calibre of Prof Miles, and therefore gives an indication of the benefit the College Fund has received by having him as a member; however, this role also means that Prof Miles must resign from his position on the College Fund Board. Therefore, with effect from the end of May this year, we will no longer be able to benefit from his insight into the economic environment and the implications for markets. The Board would firstly like to formally record its thanks for Prof Miles’ participation and significant involvement in the development of the College Fund. Secondly, Prof Miles’ departure creates a vacancy for a lay member of the College Fund Board, and the process for identifying a replacement has commenced with a view to finding a suitable replacement before the year end.

UPDATE ON ACTIVITY AND PERFORMANCE

2. The Fund continues to operate in a volatile investment environment where all asset classes have been heavily impacted by the deleveraging process being experienced across the world. The Board has continued to protect the Fund by retaining its focus on liquidity and allocating a significant proportion of the assets to cash. This report provides detail on the performance and progress of the Fund for the 8 month period up to the end of March 2009.

UNITISED SCHEME

3. **Performance** – The Unitised Scheme has continued to concentrate on reducing the level of volatility and protecting the capital base in the context of ongoing fall in value in the major asset classes. For the year to date the Scheme has delivered a total return of -12.7% versus a -29.3% total return for the FTSE All Share. The Scheme therefore remains behind the Investment Objective of RPI + 4% measured over a rolling five year term as shown below. However, the Scheme the benefits from holding a high relative cash allocation and the refocus of the equity investments into actively managed global mandates have started to come through and reduced the gap versus the target.
4. **Asset Allocation** – No changes have been made to the strategic asset allocation position since the last report to Council. However, within the equity allocation, the Board have agreed to continue to reduce the level of exposure to the UK, with an increased allocation to Asia (ex Japan); Global Energy and Global Mega Caps. It is anticipated that this reallocation will be made effective over the next month. The Board have also considered the level of exposure to currencies within the overall portfolio and have determined that there should be a reduced overall weighting to Sterling in preference for more defensive currencies and specifically the US Dollar.

5. **Review of Alternative Investments (Hedge Funds)** – The Unitised Scheme has a total allocation to Alternative Investments of c.15%. This position was established through investments in two Fund of Funds operated by Fauchier Partners. Following the fall of two main brokers (Bear Sterns and Lehman Brothers) over the last twelve months the Board has instigated a review of the performance of these funds. Fauchier Partners presented to the last meeting of the Board and reported that there performance had been better than their Hedge Fund peer group, and emphasised that their due diligence process had successfully avoiding any cases of fraud or major negligence in terms of the underlying funds. However, they accepted that the performance had demonstrated greater market correlation than should have been expected from a market neutral strategy. It was noted that the key to Hedge Fund performance was not necessarily positive markets, but rather functioning markets. Therefore, they reported positively on the outlook noting that they were now seeing a return to transactional activity and that the level of redemptions from Hedge Funds was slowing. The Board therefore agreed that the current level of exposure should be retained, but has stressed that the performance of the Fauchier funds should be closely monitored, including increased detail on the liquidity and investment flows for the underlying funds.

6. **Current Position** – As at 31 March 2009 the Unitised Scheme was allocated against the strategic asset allocation as follows:

<table>
<thead>
<tr>
<th>Asset Class</th>
<th>Mar 2009</th>
<th>Neutral</th>
<th>Variance</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>£m</td>
<td>%</td>
<td>%</td>
</tr>
<tr>
<td>Global Equity</td>
<td>£29.0m</td>
<td>48</td>
<td>55</td>
</tr>
<tr>
<td>Property</td>
<td>Nil</td>
<td>0</td>
<td>10</td>
</tr>
<tr>
<td>Long/ Short Equity</td>
<td>£5.1m</td>
<td>8</td>
<td>10</td>
</tr>
<tr>
<td>Market Neutral Hedgefunds</td>
<td>£4.1m</td>
<td>7</td>
<td>10</td>
</tr>
<tr>
<td>Cash</td>
<td>£22.2m</td>
<td>37</td>
<td>15</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>£60.4m</strong></td>
<td><strong>100%</strong></td>
<td><strong>100%</strong></td>
</tr>
</tbody>
</table>

**SPECIAL CIRCUMSTANCES PORTFOLIO**

**IMPERIAL INNOVATIONS PLC**

7. The performance of Imperial Innovations for the year to date has provided a very strong level of support to the Fund at the consolidated level. Despite low levels of trading, the value of Innovation’s shares has improved from a closing position as at 31 July 2008 of £2.65 to £3.25 as at the end of March 2009. This stock market performance is supported at the activity level by the positive news flow coming from the company and the results for their half year performance which reported that the company made a profit of £1.3m in the first half of the current year compared to a loss of £2.2m for the same period last year. In addition to the successful sale of Thiakis previously reported, further highlights for the company included:
a. An investment of £2.5m in the next generation battery company Nexeon as part of an overall £10m fundraising for the company.

b. An investment of £1.2m in Veryan Medical as a first draw down on a £2.5m commitment to the company.

c. A cut in annualised overheads of £0.8m

d. The seed funding and launch of a further five spin-out companies.

8. The progress off the company, and the share price, has therefore been very positive over the last few months; however, it is important to emphasis that the shares are still very lightly traded and are positioned at a relatively high value compared to their sector comparators. Therefore, although the Fund is benefitting significantly in the current year from the returns, the volatility risk remains.

NON-CORE PROPERTY

9. **Pembridge Road** – A planning application to convert a 1970s student residential annex into six open residential townhouses has been submitted to the Royal Borough of Kensington and Chelsea. The scheme, which would be the first residential project in the Borough to achieve a Building Research Establishment Environmental Assessment Method (BREEAM) rating of five or above. BREEAM is a government backed approach to assessing the sustainability of new buildings, with a scoring system that gives a maximum score of 6 for true carbon neutrality. The modern nature of the design, which is necessary to achieve a 5 plus score under the BREEAM rating system, has been discussed in detail with the planning authority and the local residents association who have indicated support in principle. A decision is anticipated within the current financial year.

10. **Non-Core Property at Wye** – The Fund has achieved a further approval for residential planning for the Old Flying Horse which has received permission to be split into two separate residences. The result of an appeal on the planning application for Edward Partridge house is pending, and expected by the middle of May. Work has also recommenced on the proposal to achieve a residential care usage for the Withersdane site, with an anticipated application date of December 2009.

11. **46-48 Prince’s Gate and Mews (Cornerstone)** – The development of 15 open residential units on the South West corner of Princes Gardens continues to progress in line with the programme and is well under the original budget of £11.2m with a current out-turn estimate of £10m. The decision to bring forward the dismantling of the contractors accommodation on the South side of Princes Gardens will also enable marketing for the scheme to commence earlier than originally anticipated and therefore it is now hoped that tenants will begin to take occupation from September 2009. Rental expectations have been reduced by 20% from the original target of £1.2m; However, this will still represent a c.10% income return on the capital outlay.

12. **52 Prince’s Gate** – Following the marketing of the property the Fund has received a number of enquiries. The most advanced negotiations are with an Embassy related organisation who have viewed the property three times and considered an initial proposal of £550k per annum for a 25 year lease. Having confirmed that this party would take possession of the building through a trading entity that has no protection from diplomatic immunity, negotiations have gone forward to establish acceptable terms. The deterioration of rents in the commercial property sector in general has resulted in a demand for a significant rent free period, and a starting at a level below £550k and closer to £400k p.a. Therefore, an alternative approach has been proposed whereby they would take a longer
leasehold position, with 75 years being suggested, but with a significant upfront premium and a geared ground rent. The major benefit of this option is the release of significant capital in near term, whilst ensuring that the College’s longer term interest in the property is protected. Council are therefore asked to note the potential change in emphasis in terms of the interest in the property being marketed, noting that any final agreed terms that result from this negotiation would be reviewed and approved by the Board prior to exchange of contracts.

**NEW ACTIVITY**

13. **Post Graduate Student Accommodation** – The Fund has been investigating the opportunity to participate in the significant property values currently being supported by our post graduate student community for some time. Initial investigation proved to be futile due to the pressure on land values from the strong commercial and residential property markets that persisted through to 2007. However, declining values and activity in these markets have now brought a number of potential sites forward that would be of interest. The Board has supported the broad principle of participating in developments provided that the schemes meet a number of criteria for both the operational College and that the schemes would comfortably support the Investment Objective for the Fund. The report at Annex A (1) sets out the nature of the opportunity and includes an analysis for one specific scheme that meets the requirements and where a formal commitment to proceed is now required.

14. The Council is asked to review the terms of the proposal and to delegate authority to the College Fund Board to enter into all and any documentation necessary to facilitate the proposed development, subject to:

a. Satisfactory planning consents and confirmation that the accommodation will achieve a level specified by the College through the Director of Commercial Services;

b. The operational risk associated with the schemes being underwritten by the College Fund from the investment returns from the activity;

c. The scheme being demonstrably off balance sheet and not conflicting with the existing debt facilities of the College; and

d. The terms of the rental guarantees required to support the developments being limited to a maximum of fifteen years from practical completion and each being specifically approved by the Council.

**FIVE YEAR PLAN**

15. In concert with the operational College, the Fund has undertaken a review of its most recent three year plan and developed a longer term five year plan. The objective of the plan has not changed significantly as it continues to focus on the development of a larger and more mature investment portfolio. However, the Plan does reflect the changed nature of the investment environment and therefore presents a more cautious forecast on the rate of growth for the underlying assets. A summary of the Plan is attached for the Council’s information at Annex B. (2)

1. The information contained in Annex A is confidential and commercially sensitive and is therefore not included with these Minutes.

2. The information contained in Annex B is confidential and commercially sensitive and is therefore not included with these Minutes.
CONSOLIDATED PERFORMANCE SUMMARY

16. At the consolidated level it is pleasing to be able to report a further increase in the Net Asset Value for the year to date, albeit it accepting the impact of the positive volatility from the Innovations holding.

<table>
<thead>
<tr>
<th>Portfolio</th>
<th>31 Jul 08</th>
<th>31 Mar 09</th>
<th>YTD Variance</th>
<th>31 Jul 09</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td>Actual</td>
<td>Estimate</td>
<td>£</td>
<td>%</td>
</tr>
<tr>
<td>Unitised Scheme*</td>
<td>£67.3m</td>
<td>£60.4m</td>
<td>(£6.9m)</td>
<td>(10.3%)</td>
</tr>
<tr>
<td>Special Circumstances:</td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Imperial Innovations</td>
<td>£79.9m</td>
<td>£100.3m</td>
<td>£20.4m</td>
<td>25.5%</td>
</tr>
<tr>
<td>Non Core Property</td>
<td>£73.9m</td>
<td>£84.9m</td>
<td>£11.0m</td>
<td>14.9%</td>
</tr>
<tr>
<td>Debt</td>
<td>(£7.6m)</td>
<td>(£13.3m)</td>
<td>(£5.7m)</td>
<td>n/a</td>
</tr>
<tr>
<td><strong>Total</strong></td>
<td><strong>£213.5m</strong></td>
<td><strong>£232.3m</strong></td>
<td><strong>£18.8m</strong></td>
<td><strong>8.8%</strong></td>
</tr>
</tbody>
</table>

* After distributions of £1.7m for the Year to Date.

SN
May 09
MAJOR CAPITAL PROJECTS

A Note by the Chief Operating Officer

APPROVED AND UNDER CONSTRUCTION

SOUTHEAST QUADRANT

1. **Skempton Building.** Phase 1 is on programme. The mezzanine slab has been installed in the workshop and the plant deck steelwork is progressing well. Phase 2 costs are due to be received early May.

2. **Mech Eng Levels 0&1.** The project is out to tender and is due back on 1st May. Works are due to commence in June. Contractors have been asked to submit a plan to complete by the end of 2010 to mitigate potential delays. Initial concerns on budget have now been mitigated through value engineering and the pre-tender estimate is on budget.

3. **ERB Project.** We are still aiming for the planning application to be submitted in June and for the project to go to tender January 2010. The design is currently progressing to Stage D. General concerns have been expressed by the Business School on noise during demolition and construction so a series of sound tests are underway to enable the School to plan decant measures if necessary.

EASTSIDE (£64M)

4. Overall, the project is three weeks ahead of programme. The curtain walling is complete and internally the North block, being the most advanced, is decorated, carpeted and being de-snagged. The first fix of services is underway in the bar and the retail unit and services commissioning is progressing well. The project is on budget.

BLOCKS L&J (£99M)

5. Block J received planning (outline) approval on 15 April and following a two week GLA referral period it will be officially confirmed and demolition of L&J will commence; the soft strip has already commenced. Tenderers for the main Block L construction are due back on 8 May, from BAM, Bovis and Laing O’Rourke.

BESSEMER/Royal School of Mines (£21M)

6. The final project for the Advanced Manufacturing facility is now on site and will be completed in October 09. This is the culmination of refurbishment over a 10 year period.

CHEMISTRY INFRASTRUCTURE UPGRADE (£1.4M)

7. The works are progressing well towards a May completion.
MAIN DINING HALL AND COLLEGE KITCHENS SHERFIELD (£3.6M)

8. The contractor has been appointed and works have commenced on the main dining hall. The kitchen works are phased to take place after the summer ball and prior to the new term in October.

SHOCK PHYSICS (£0.8M)

9. The gas gun is to be ordered and it’s installation is programmed to be complete in October 2009.

DEMONSTRATION LABORATORY FOR ENGAGING YOUNG PEOPLE (£1.1M)

10. The works have now commenced on site in the Skempton Building and the demonstration laboratory for engaging young people is due to be in use this August.

CAPITAL PLANT REPLACEMENT PHASE 3 (£4.0M)

11. The lift refurbishment programme (£1.3m) is progressing well although RSM 7 will not be completed until early 2010. The replacement chillers have been ordered (£0.951m) and will be installed over the next four months. The five year electrical testing (£0.166m) has been completed in the Flowers Building while testing in both the Huxley and Blackett Buildings will follow in May/June. The air conditioning unit replacement (£0.120m) works are in progress.

ENERGY FUTURE LAB (£0.6M)

12. Demolition of the Energy Future Laboratory is underway with completion due for this September.

PROJECTS IN PRE-CONSTRUCTION

LECTURE THEATRE REFURBISHMENT (£1.4M) RSM

13. Three lecture theatres will be upgraded in RSM this summer to bring them up to modern standards. The design process is currently underway.

PILOT PLANT (£4.3M)

14. Design is progressing on the upgrading of this plant and the associated laboratories. The main work is due to commence in January 2010 with completion due in September 2010.
CHEMISTRY & RCS1 ESSENTIAL & PRIORITISED INFRASTRUCTURE WORKS (£2.0M)

15. Works will commence on this project in July and are due for completion by February 2010.

ICT DATA CENTRE EXTENSION (£1.4M)

16. Additional capacity for the ICT Data Centre Extension is now required. Additional cooling plant is to be added to make use of the extension to the Data Centre physically constructed in the last project. This will be complete by the end of the year.

HAMMERSMITH CBSH1 FACILITY

17. This project is due to go to the next Portfolio Review Board for financial approval. This project is to upgrade the facility to ensure it fulfils Home Office requirements for at least the next seven years.

COMPLETED PROJECTS

WYE SCIENTISTS RELOCATION (£2.8M)

18. The grodome on the roof of the Roderick Hill building was completed on time at the beginning of April for the spring growing season and is now in use.

STUDENT’S UNION

BEIT QUAD (£3.3M)

19. The work scope of this project has been increased within budget and will be completed in September 2009.

COLLEGE FUND PROJECTS

46-48 PRINCE’S GARDENS AND MEWS (£11.2M COLLEGE FUND)

20. This project is still on track for completion in October 2009. A sample flat has been completed.

SILWOOD FARMHOUSE (£2.0M)

21. Works on the Silwood Farmhouse have commenced on site and will be completed in December 2009.

M.K.
The contents of this Paper constitute a ‘reserved area of business’ as defined in the College Statutes. These state that:

“Student members of the Council, the Court and the Senate and of their Committees and of such other committees or bodies of the University as may from time to time be established shall not be entitled to participate in the consideration of reserved areas of business. Reserved areas of business shall be the appointment, re-appointment, promotion and any other matter affecting individual members of staff; the admission, re-admission and academic assessment of individual students; the appointment of examiners for individual students; the consideration of courses of study for individual students, including research projects; and discussion of the award of grants, scholarships and prizes for individuals. It shall be for the relevant Chairman to decide in any case of doubt whether a matter is one to which this Statute applies, and that decision shall be final. In respect of any item of business to which this Statute does apply, papers for consideration at meetings of any such bodies and minutes and other records relating to such matters shall not at any time be available to a student member.”

Therefore the Paper is confidential and is not included with these published Minutes.
BACKGROUND

1. The Wye College Foundation Trust is registered as a charity in England and Wales under charity number 286608. The charity was established by Wye College, and is governed by a Trust deed dated 21 January 1983. The terms of the Trust deed gives the Trustee the power to apply the charity’s funds in such manner as it thinks fit towards the charity’s objects and purposes.

2. Following the merger between Wye College and Imperial College of Science, Technology and Medicine on 1 August 2000, the responsibility of trustee for the charity was devolved upon the Council of Imperial College. The Council of Imperial College as Trustee delegated responsibility for the running of the charity to a Management Committee, all of whose members are or were closely associated with the Wye Campus of Imperial College.

3. The charity is responsible for the advancement of education in agriculture, horticulture, related sciences and economics and the proper care and development of the countryside, the undertaking of research into these matters and the dissemination of the results thereof. This has traditionally been achieved through direct funding of activities at the Wye Campus, where support is provided towards research, student grants and scholarships, and at other universities and similar charitable and educational institutions. The Fund’s value at 31 March 2009 was £303,000.

4. As academic activity is due to the cease at the Wye Campus at the end of this academic year, these management arrangements will no longer be appropriate; there will be no activity at the Campus which could be funded by the Trust. The Council, as the Trustee therefore needs to review the management arrangements and ensure that these are appropriate for the new environment in which the Trust should operate.

RESTRICTIONS

5. The operational activities of the charity are restricted to the terms of the Trust Deed. These permit the Trustee:

a. To encourage and support research.

b. To fund and endow within Universities and similar charitable institutions academic and other posts.

c. To promote and support undergraduate, postgraduate and continuing education.

d. To provide and support new buildings in furtherance of the activities of Wye College.
e. To provide and support those student facilities required for the proper corporate functioning of Wye College.

f. To assist needy past or present students of Wye College and widows or children dependants.

6. Although the restrictions refer to ‘Wye College’, under the Imperial College Act 1999, all property, rights, powers and obligations vested in Wye College transferred to Imperial College on the Appointed Day (1 August 2000). In particular “any bequest, gift, trust or other benefit in favour of or connected with Wye College shall, on and after the appointed day, be read and have effect as if Imperial College were named therein instead of Wye College”. The Council therefore has the power to apply the Trust’s funds to further the activities of Imperial College, provided that in doing so it meets the Trust’s objects to be responsible “for the advancement of education in agriculture, horticulture, related sciences and economics and the proper care and development of the countryside, the undertaking of research into these matters and the dissemination of the results thereof”.

7. Education and research in agriculture, horticulture and related sciences and activities which support the proper care and development of the countryside are central to the work of the Faculty of Natural Sciences (e.g. work in ecology, evolution and conservation; plant and microbial sciences in the Department of Life Sciences, as well as the work carried out in the Centre of Environmental Policy, the Grantham Institute for Climate Change and the Porter Institute, which aims to develop and deliver practical systems to convert biomass into energy, liquid fuel, chemicals and materials).

8. Given the close congruence between the activities conducted within the Faculty of Natural Sciences and the primary objects of the Trust it is proposed that the most appropriate arrangement for managing the day-to-day running of the Trust would be for the Council as Trustee to now delegate responsibility for this to the Principal of the Faculty of Natural Sciences. This should ensure that the Trust’s funds can continue to be used to the benefit of the College without having to make any changes to the Trust’s governing documents. If the Council accepts this proposal, the current Management Committee will be stood down, and responsibility for the Trust will transfer to the Principal of the Faculty of Natural Sciences with immediate effect.

9. The Council is invited to consider, and if its sees fit, approve the proposed delegation of responsibility for the Wye College Foundation Trust to the Principal of the Faculty of Natural Sciences.

R.F.E.
April 2009
1. As is noted in the attached letter, the HEFCE monitors the risk of the institutions it funds and now shares its annual risk assessments with each institution.

2. Members will note from the attached that the HEFCE has assessed that Imperial is not at higher risk.

3. The full assessment from the HEFCE is attached at Annex A.

R.F.E
31 March 2009

Sir Roy Anderson
Rector and Chief Accounting Officer
Imperial College London
Faculty Building
South Kensington Campus
Exhibition Road, London
SW7 2AZ

Northavon House
Coldharbour Lane
BRISTOL BS16 1QD

Telephone 0117 931 7317
Facsimile 0117 931 7203
www.hefce.ac.uk

Direct Line 0117 931 7300
Direct Fax 0117 931 7150
E-mail d.eastwood@hefce.ac.uk

Dear Sir Roy,

HEFCE’s assessment of institutional risk

We monitor the risk of the institutions we fund and formally share our risk assessment with individual institutions on an annual basis. Our assessments are based on current information across many areas, including student recruitment and retention, financial performance, and audit findings. We normally assess only a small number of institutions to be ‘at higher risk’; the vast majority are ‘not at higher risk’. It is the responsibility of the governing body to ensure risks are being managed effectively.

Previously, we have limited our comments to the overall risk status, reserving comments only for those institutions at higher risk or where we have specific concerns. A number of institutions have requested additional feedback. We consider that it may be of value to institutions, therefore, to have some benchmarking of key financial metrics relative to the sector as a whole – this is included as an annex to this letter. Inclusion of this information is intended to be helpful to the institution, rather than flagging areas of significant concern to us, and is our initial response to institutions’ requests for feedback.

Higher education in England can support the economy and help businesses to cope with recession, but in doing so institutions need to consider the risks arising from a more constrained economic environment. We would expect all institutions to be undertaking scenario planning that looks at the impact of a more difficult financial climate. This could include considering the pressures on public finances, the changes within the financial services sector, demand from overseas students and the pressures on expenditure. There is a wide range of other factors that will need to be monitored by you as the implications of the recession become clearer. We would be happy to discuss the changing risk environment with you as part of our regular engagements with the institution.
Based on the documentation submitted for 2007-08, we consider that our overall assessment at this time is that Imperial College London is not at higher risk. In making this assessment we are also able to conclude that the institution is meeting the accountability obligations set out in the Model Financial Memorandum between HEFCE and Institutions. We remind you of your formal obligations under the Financial Memorandum to raise with us at an early stage “any material adverse change in an institution’s circumstances, such as a significant and immediate threat to the HEI’s financial position, significant fraud or major accounting breakdown” (Annex B, paragraph 23).

We have copied this letter to Lord Kerr of Kinlochard, the Chair of the Governing Body, and ask that you formally present it to its next meeting.

If you would like to discuss this letter or any issues relating to risk assessment or accountability, please contact the HEFCE Assurance Consultant, Jacqueline Brasted (0117 931 7389, j.brasted@hefce.ac.uk) in the first instance, or Ian Parry, Acting Head of Institutional Risk (0117 931 7091, i.parry@hefce.ac.uk).

This letter is provided confidentially to Imperial College London. Whilst we have no objection to it being made available to third parties, we do not accept responsibility for any reliance they may place upon it. Though we have no plans to disclose this information we ask you to consider carefully the implications of any public disclosure you may wish to make. As you know we are subject to the Freedom of Information Act 2000, and the content of this letter may ultimately be disclosable if a request is made to us under that Act.

Best wishes,

Professor David Eastwood
Chief Executive

cc: Lord Kerr of Kinlochard, Chair of the Governing Body
## Annex – Benchmarking of key financial metrics

**imperial College London**

<table>
<thead>
<tr>
<th></th>
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<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Historical cost surplus / (deficit) as % of total income</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>2.6</td>
<td>3.6</td>
<td>1.9</td>
<td>1.9</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1st quartile</td>
<td>0.5</td>
<td>1.3</td>
<td>0.3</td>
<td>0.1</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Median Value</td>
<td>2.2</td>
<td>3.3</td>
<td>1.7</td>
<td>1.4</td>
</tr>
<tr>
<td></td>
<td></td>
<td>3rd quartile</td>
<td>4.6</td>
<td>6.0</td>
<td>3.1</td>
<td>3.0</td>
</tr>
<tr>
<td>2. Net liquidity / (total expenditure – depreciation) (days)</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>73</td>
<td>84</td>
<td>71</td>
<td>62</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1st quartile</td>
<td>31</td>
<td>37</td>
<td>29</td>
<td>18</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Median Value</td>
<td>61</td>
<td>71</td>
<td>53</td>
<td>47</td>
</tr>
<tr>
<td></td>
<td></td>
<td>3rd quartile</td>
<td>95</td>
<td>111</td>
<td>92</td>
<td>82</td>
</tr>
<tr>
<td>3. External borrowing (on balance sheet) as % of total income</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>20.4</td>
<td>21.2</td>
<td>22.8</td>
<td>24.3</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1st quartile</td>
<td>7.5</td>
<td>8.8</td>
<td>9.4</td>
<td>11.1</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Median Value</td>
<td>17.7</td>
<td>17.7</td>
<td>19.4</td>
<td>23.1</td>
</tr>
<tr>
<td></td>
<td></td>
<td>3rd quartile</td>
<td>29.4</td>
<td>30.2</td>
<td>33.1</td>
<td>35.4</td>
</tr>
<tr>
<td>4. Discretionary reserves (excl. pension asset/(liability)) as % of total income</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>45.0</td>
<td>44.4</td>
<td>44.2</td>
<td>44.5</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1st quartile</td>
<td>26.5</td>
<td>27.3</td>
<td>27.4</td>
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<tr>
<td></td>
<td></td>
<td>Median Value</td>
<td>36.4</td>
<td>36.4</td>
<td>37.7</td>
<td>38.0</td>
</tr>
<tr>
<td></td>
<td></td>
<td>3rd quartile</td>
<td>53.9</td>
<td>52.9</td>
<td>53.3</td>
<td>56.8</td>
</tr>
<tr>
<td>5. Net cash flow as % of total income</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>6.5</td>
<td>7.6</td>
<td>3.4</td>
<td>4.8</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1st quartile</td>
<td>5.5</td>
<td>6.0</td>
<td>2.9</td>
<td>3.8</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Median Value</td>
<td>2.9</td>
<td>3.2</td>
<td>1.3</td>
<td>2.7</td>
</tr>
<tr>
<td></td>
<td></td>
<td>3rd quartile</td>
<td>6.3</td>
<td>6.8</td>
<td>4.1</td>
<td>4.8</td>
</tr>
<tr>
<td>6. Staff costs as % of total income</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>54.0</td>
<td>53.9</td>
<td>54.9</td>
<td>54.8</td>
</tr>
<tr>
<td></td>
<td></td>
<td>1st quartile</td>
<td>56.9</td>
<td>55.7</td>
<td>57.4</td>
<td>57.4</td>
</tr>
<tr>
<td></td>
<td></td>
<td>Median Value</td>
<td>53.1</td>
<td>52.6</td>
<td>54.7</td>
<td>54.8</td>
</tr>
<tr>
<td></td>
<td></td>
<td>3rd quartile</td>
<td>57.3</td>
<td>55.8</td>
<td>57.8</td>
<td>58.1</td>
</tr>
<tr>
<td>7. Estates: percentage of estate classified in condition categories C and D in 2006-07</td>
<td>Institution</td>
<td>Overall sector mean</td>
<td>40.5</td>
<td>28.7</td>
<td>15.7</td>
<td>28.5</td>
</tr>
</tbody>
</table>

Source of data: Indicators 1 to 6 are calculated from the 2008 financial results and forecasts data as submitted to HEFCE in December 2008. Further details on this and on how the indicators are calculated are available on the HEFCE extranet under “2008 financial results and forecasts – summary statistics”. Details on how to access this benchmarking information has been sent to Directors of Finance.

Indicator 7: 2006-07 Estates data provided from Estates Management Statistics. For further information see www.opdems.ac.uk or HEFCE publication 2008/41. Note that only 119 institutions provided data for this indicator.

Further benchmarking information is available on the HEFCE extranet. Although not comprehensive, these indicators were chosen to provide an overall view of financial performance:
- Historical cost surplus: generation of surplus for investment
- Net liquidity: coverage of, and ability to respond quickly to, short-term financial pressures
- External borrowing (on-balance sheet): reliance on borrowings for development, balancing need for growth / development with increased costs of borrowing
- Discretionary reserves (excluding pension asset/(liability)): provision of a buffer against large unexpected financial pressures
- Net cash flow from operating activities: financial sustainability of the institution’s core business
- Staff costs: appropriateness and significance of the staff cost structure for the institution
- Estates: indication of possible future estates costs
1. Members will recall that, at its last meeting, the Council agreed that the number of external members on the Council should be increased to a maximum of fourteen, while maintaining the minimum number of nine.

2. In addition to the increase in the number of external members, it would be desirable to make one other change with regard to the ex-officio post of the Deputy Rector. The Statutes currently provide that the Council may appoint a Deputy Rector on the recommendation of the Rector. The Deputy Rector is ex-officio, a member of the Council. However, there are times, as at present, when the Rector does not wish to appoint a Deputy Rector. This potentially leaves the Council with a vacancy which it is unable to fill. In such circumstances, this vacancy will be filled by another member of the senior staff. Although we have made arrangements for this through the Ordinances, it would be preferable if this flexibility was enshrined in the Statutes. The effect of the proposals on the membership of the Council as set out in the Statutes will be as follows:

"3. THE COUNCIL

(1) Membership of the Council

(a) The Council shall consist of the following persons:

The Chairman (who shall be the person appointed under Statute 3(5)(b));

The Rector ex officio;

The Deputy Rector ex officio; or where no Deputy Rector has been appointed, another member of the senior staff appointed in a manner to be prescribed by Ordinance;

5 Members appointed from the senior staff of the University in a manner to be prescribed by Ordinance, so as to reflect the breadth of disciplines and executive responsibility within the University;

1 Elected Member, elected by and from among the academic staff in a manner to be prescribed by Ordinance;

At least 9 and not more than 13 External Members, co-opted by the Council;

The President of the Imperial College Union ex officio.

(b) The Deputy Chairman of the Council shall be the person appointed under Statute 3(5)(c)."

3. Both proposals are in line with best practice in governance, as set out in the CUC guide. The Guide states that:
9. There should be a balance of skills and experience among members sufficient to enable the governing body to meet its primary responsibilities and to ensure stakeholder confidence. A governing body of no more than 25 members represents a benchmark of good practice.

10. The governing body shall have a majority of independent members, defined as both external and independent of the institution.

CUC Guide for Members of Higher Education Governing Bodies in the UK; Part 1: Governance Code of Practice

4. The proposals approved by the Council at the last Meeting will increase the size of the Council from 19 to 23 and will ensure that the external members will have a wider range of skills and experience. The increase in the number of externals will also ensure that these independent members will always be in a majority.

5. These proposals will necessitate a change to our Statutes, which set out the membership of the Council, and will therefore require Privy Council approval.

RESOLUTIONS

6. The College’s Charter requires that any proposed amendments to the Statutes are approved by Special Resolution of the Council before they are submitted to the Privy Council. The Charter also lays down that “a "Special Resolution" means a resolution passed at a meeting, of which at least 21 days' notice has been given, of not less than two thirds of the members of the Council by a majority of not less than three quarters of those present and voting at the meeting”.

7. The Council is asked, in accordance with the provisions of Article 20 of the Royal Charter of the College to consider and, if it sees fit, to approve by Special Resolution the proposed amendments to the Statutes of the College set out in the document headed 'Revisions to the Statutes (May 2009)’ and attached at Annex A to this Paper.

R.F.E.

1. Article 20 of the 2007 Charter states:

“The Council may add to, amend or revoke the Statutes by Special Resolution, provided that no new Statute, addition, amendment or revocation shall have effect until it has been approved by the Lords of Our Most Honourable Privy Council, of which approval a certificate under the hand of the Clerk of Our Privy Council shall be conclusive evidence.”

1. In Statute 3(1)(a):

   a. for “The Deputy Rector ex officio;” *substitute* “The Deputy Rector *ex officio*; or where no Deputy Rector has been appointed, another member of the senior staff appointed in a manner to be prescribed by Ordinance;”

   b. for “9 External Members, co-opted by the Council;” *substitute* “At least 9 and not more than 13 External Members, co-opted by the Council;”
1. The College has a duty, under the Education Act 1986 to ensure that freedom of speech within the law is secured for members, students and employees of the College and for visiting speakers. In order to meet this requirement, the then Governing Body approved the College’s current Freedom of Speech Code of Practice in 1987.

2. The Code is invoked only very rarely and has not been comprehensively reviewed since it was first approved.

3. We have now reviewed the Code of Practice and are propose a few small changes to updates to the Code. A copy of the full Code of Practice showing the proposed changes is attached at Annex A.

4. The main changes are:
   a. To confirm that the Policy relates to activities on all College premises. The Code was previously restricted to College ‘buildings’ even though the governing legislation refers explicitly to ‘premises’;
   b. To update references to ‘the Governing Body’ to ‘the Council’;
   c. To add the new offence of religious hatred to the type of activities that are recognised is being unlawful.

5. All of the proposed changes are consistent with the College’s responsibilities under the Education Act 1986.

6. The Council is invited to consider, and if it sees fit, approve the proposed amendments to the Code of Practice.

R.F.E.
PREAMBLE

1. In pursuance of its duties as laid down in Section 43 (1) of the Education (No 2) Act 1986 the Governing Body of Imperial College issues the following Code in order to take the steps which are reasonably practicable to ensure that freedom of speech within the law is secured for members, students and employees of the College and for visiting speakers.

MEETINGS OR OTHER ACTIVITIES TO WHICH THIS CODE APPLIES

2. Any meeting or other activity on College premises where there is a real likelihood that the speaker may not be able to enter or leave a building College premises safely and/ or deliver his or her speech or that a breach of the peace may occur will be deemed to fall within the requirements of this code.

PRINCIPLES

3. So far as is reasonably practicable freedom of speech within the law will be secured for members, students and employees of the College and for visiting speakers, and as far as those groups are concerned use of College premises for approved meetings will not be denied to any individual or body of persons on any ground connected with:

a. The beliefs or views of that individual or that body; or

b. The policy or objectives of that body.

4. The College is under no legal obligation to hold meetings or other activities on its premises which are open to the outside public. It must take account of its other legal obligations with regard to what is said on its premises which might lead to incitement to violence or breach of the peace or incitement of racial or religious hatred or which might otherwise transgress the bounds of lawful speech. (2)

5. It is essential to the purpose of the College that opportunities for free and open discussion shall be safeguarded. Members, students and employees of the College, as well as all other persons attending approved meetings held on the premises must refrain from acting

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1. See Annex A attached.
2. See Annex A.

The Racial and Religious Hatred Act 2006 makes it a criminal offence to use threatening words or behaviour with the intention of stirring up hatred against any group of people because of their religious beliefs or their lack of religious beliefs. To be caught under the Act words, behaviour, written material, recordings or programmes must be threatening and intended to stir up religious hatred.
in a manner likely to prevent or disrupt the purpose for which the meeting is held. This includes the use of 
threatening or offensive language in needlessly provocative statements.

6. A booking for a meeting or other activity requested by members, students or employees of the College and involving a visiting speaker i.e. a person coming from outside the College, will be accepted if the invitation is made by:

a. A College-based club or society recognised by Imperial College Union; or

b. A body otherwise recognised by the College or approved by a Head of Department or College Secretary.

7. The College has discretion about the acceptance of any booking requested by an outside organisation but in the event of the possibility of an occurrence arising from such a booking which falls within the terms of paragraph 2 above then the College must be alerted and the relevant terms of the code of practice applied. The contract between the College and the organisation concerned will include reference to this requirement.

APPLICATION OF THE CODE

8. By the authority of the Governing Body Council of the College the following procedures must be followed by members, students and employees of the College in respect of:

a. Meetings or any other activities which are to be held on College premises falling within the class of meetings specified in paragraph 2 above;

b. The conduct required of all persons in connection with any such defined meetings or activities; and

c. Any other related or ancillary matters which the Governing Body Council from time to time declares to fall within this code.

9. Infringements of or departures from these procedures in whatever respect will render those responsible subject to disciplinary proceedings.

10. Additionally, if any such actions involve breaches of the law the College authorities will be ready to assist the prosecuting authorities to implement the process of law.

11. The Governing Body Council in laying down the following appoints the College Secretary to ensure on its behalf that as far as is reasonably practicable all members, students and employees of the College and visiting speakers comply with the provisions of this code.

PROCEDURES

12. Rooms and lecture theatres in College buildings may be booked for meetings or other activities through the Conference Office, subject to availability of suitable accommodation. In the case of rooms in the Union Building bookings are normally made direct through the
Imperial College Union Office. If the Conference Officer or a Union Officer or employee considers that a booking might fall within the definition of paragraph 2 above, then the request shall be referred to the College Secretary.

13. Organisers of an event which falls within the meaning of paragraph 2 above shall ensure that a single person is appointed as principal organiser of the event.

14. The principal organiser of such an event shall ensure that at least two weeks before the date proposed for the event notice of the proposal is given to the College Secretary as the Governing Body Council’s appointed officer. Such notice shall contain a written statement of:

   a. The name of the speaker(s) and details of the organisation(s) which they represent;
   b. The subject of the address and title of the meeting;
   c. The date, time and proposed venue for the meeting;
   d. The precise timing of arrival and departure of the speaker if a visitor to the College;
   e. Draft copy of the proposed notice, leaflet or other material announcing or advertising the meeting and details of any proposed advertising campaign;

   f. Details of any members of the public who have either been invited to attend, or are expected to attend, the meeting.

   fg. Name, email address and telephone number of the member of the College organising the meeting and the name of the chairperson; and

   gh. Details of the circumstances which give rise to the possible concern about potential disturbance or otherwise preventing the meeting taking place peaceably, or that it is likely that the meeting will attract unauthorised attendance by the public or any section thereof, or that it may be picketed.

15. Within five days of receiving such notice the College Secretary shall issue a statement which shall either grant or withhold permission for the use of College premises as proposed for the conduct of the event, or may agree that the event shall take place in premises other than those proposed by the principal organiser. In this connection premises within the control of the Imperial College Union and the Holland Club shall be deemed “College premises” and be subject to the authority of the College Secretary as the duly appointed officer of the Governing Body Council. Thus meetings which fall within the scope of paragraph 2 above shall be the subject of application to the College Secretary for decision and not for decision by another employee or an officer or employee of the Imperial College Union or the Holland Club.

16. Permission to hold a meeting on College premises may be granted subject to such conditions as the College Secretary considers reasonably necessary to secure the fulfilment of the College’s statutory responsibilities concerning the protection of speech within the law (see paragraph 24 below).
17. The principal organiser and every other person concerned with the organisation of any event for which permission has been granted shall be required to comply with any and every condition laid down by the College Secretary under the provisions of this Code. Such conditions may include a requirement that:

a. The public may not be invited or admitted;

b. The audience may not include persons other than members, staff and students of the College;

c. Admission be restricted and controlled by tickets, identity cards or both;

d. If guests of attendees are allowed to attend only those whose identity is known to the organisers may be admitted;

e. All advertising will be in the English language;

f. Speakers shall enter and leave by specified routes and be escorted under specified arrangements to be made by the organisers;

g. An adequate number of stewards shall be available before during and after the meeting as to whose suitability the College Secretary must be satisfied; and/or

h. Additional security staff will be deployed to maintain good order at a cost which may be borne by the organisers.

18. Organisers have a duty to see that nothing in the preparations for or conduct of a meeting or activity infringes the law e.g. by conduct likely to cause a breach of the peace or incitement to illegal acts.

19. The chairperson of the meeting or other activity has a personal duty to secure as far as possible that both the audience and the speaker act in accordance with the law during the meeting. In cases of unlawful conduct the chairperson is required to give appropriate warning and in cases of continuing unlawfulness to require the withdrawal or removal of the person concerned by the stewards or security staff, or to close the meeting to call the police as necessary.

20. No articles such as banners or objects which might be used as missiles may be taken inside the building where a meeting is taking place or taken or used elsewhere on College premises in circumstances likely to lead to injury or damage.

21. No alcoholic drinks may be consumed in the area where the meeting takes place.

22. Premises used for meetings or activities must be left in a clean and tidy condition in default of which the organisers may be charged for such additional cleaning and/or repairs that are subsequently required. An advance deposit or evidence of ability to pay towards the costs may be required.
23. The conditions prescribed by the College Secretary under paragraph 17 above and paragraph 24 below may include conditions concerning admission or exclusion of press, television or broadcasting personnel.

24. In addition to the conditions set out in paragraph 17 above the College Secretary has discretion to lay down further conditions, if appropriate, after consultation with the police. Thus he may, for example, declare the designated meeting or activity to be public because of attendant circumstances (which would permit a police presence): he may arrange for College staff to be responsible for all security arrangements connected with the meeting or activity and appoint a member of staff as “controlling officer” for the occasion. If not satisfied that adequate arrangements can be made to maintain good order he may refuse or withdraw permission for the meeting or activity. Such a step would normally only be taken on the advice of the police. The College Secretary will report the circumstances of such incident to the next meeting of the Governing Body.

25. For the purposes of reconciling the Code of Student Disciplinary Code with this Code of Practice any offence arising in connection with a meeting or activity described in paragraph 2 above wherever it occurs, shall be deemed to fall within the purview of the College Discipline Committee.

26. Appeals against the ruling of the College Secretary may be made to the Rector whose decision shall be final but must be reported to the next meeting of the Governing Body.

REVIEW

27. This code of practice will be subject to periodic review and in the light of circumstances will be subject to amendment by the Governing Body.

Approved by the Governing Body: 19 June 1987
Revisions approved by the Council: [date]
THE EDUCATION (NO. 2) ACT 1986, SECTION 43

43. (1) Every individual and body of persons concerned in the government of any establishment to which this section applies shall take such steps as are reasonably practicable to ensure that freedom of speech within the law is secured for members, students and employees of the establishment and for visiting speakers.

(2) The duty imposed by subsection (1) above includes (in particular) the duty to ensure, so far as is reasonably practicable, that the use of any premises of the establishment is not denied to any individual or body of persons on any ground connected with:

(a) the beliefs or views of that individual or of any member of that body; or
(b) the policy or objectives of that body.

(3) The governing body of every such establishment shall, with a view to facilitating the discharge of the duty imposed by subsection (1) above in relation to that establishment, issue and keep up to date a code of practice setting out:

(a) the procedures to be followed by members, students and employees of the establishment in connection with the organization

(i) of meetings which are to be held on premises of the establishment and which fall within any class of meeting specified in the code; and

(ii) of other activities which are to take place on those premises and which fall within any class of activity so specified; and

(b) the conduct required of such persons in connection with any such meeting or activity;

and dealing with such other matters as the governing body consider appropriate.

(4) Every individual and body of persons concerned in the government of any such establishment shall take such steps as are reasonably practicable (including where appropriate the initiation of disciplinary measures) to secure that the requirements of the code of practice for that establishment, issued under subsection (3) above, are complied with.

(5) The establishments to which this section applies are:

(a) any university;

(b) any establishment which is maintained by a local education authority and for which section 1 of the 1968 (No. 2) Act (government and conduct of colleges of education and other institutions providing further education) requires there to be an instrument of government; and
(e) any establishment of further education designated by or under regulations made under section 27 of the 1980 Act as an establishment substantially dependent for its maintenance on assistance from local education authorities or on grants under section 100 (1) (b) of the 1944 Act.

(6) In this section:

"governing body", in relation to any university, means the executive governing body which has responsibility for the management and administration of its revenue and property and the conduct of its affairs (that is to say the body commonly called the council of the university);

"university" includes a university college and any college, or institution in the nature of a college, in a university.

(7) Where any establishment:

(a) falls within subsection (5) (b) above; or

(b) falls within subsection (5) (c) above by virtue of being substantially dependent for its maintenance on assistance from local education authorities; the local education authority or authorities maintaining or (as the case may be) assisting the establishment shall, for the purposes of this section, be taken to be concerned in its government.

(8) Where a students' union occupies premises which are not premises of the establishment in connection with which the union is constituted, any reference in this section to the premises of the establishment shall be taken to include a reference to the premises occupied by the students' union.
PAPER K

PROPOSED CHILD PROTECTION POLICY

A Note by the Clerk

1. The Safeguarding Vulnerable Groups Act, which was passed in 2006, together with the Children’s Act 1989 and other relevant legislation, places a number of obligations on institutions, including the College, which offer activities in which children and vulnerable adults may participate. These obligations include undertaking various checks on staff who will interact with children and also having in place appropriate procedures to deal with allegations of abuse.

2. A draft Child Protection Policy is attached at Annex A. This sets out how the College will discharge its responsibilities under these various Acts. The draft Policy was prepared by the Central Secretariat in consultation with the HR Division, the Education Office, the Registry, the Students’ Union and the Commercial Services Division.

3. Although the draft Policy was prepared in 2008, we had been waiting for the Vetting and Barring Scheme to be implemented by the Government before finalising the Policy. However, this implementation has now been put back from October 2009 to November 2010. As, the Policy and associated Code of Practice contains advice on good practice that could be implemented immediately, we felt it would be better to approve and promulgate the Policy now and then make any necessary adjustments as and when the Government publishes further guidance on the implementation of the Vetting and Barring Scheme.

4. The draft Policy was considered and approved by the Management Board at its Meeting on 24 April 2009.

5. The Council is now asked to consider, and if it sees fit, approve the attached Child Protection Policy.

R.F.E
April 2009.
CHILD PROTECTION POLICY

INTRODUCTION

1. The Safeguarding Vulnerable Groups Act 2006 defines a “child” as a person under the age of 18. For the purpose of this Policy and associated Code of Practice, the terms “child” and “children” will be used to describe all children and young people under the age of 18 years old participating in College-led activities.

2. For the purpose of this Policy and associated Code of Practice, the term “staff” will be used to describe those people employed on a contract of employment at the College, including those employed on consultancy agreements, contractors and those working on a voluntary and/or unpaid basis. The term “student” will be used to describe any undergraduate or postgraduate student registered with the College.

POLICY

3. Under the Children Act 1989, the College has a responsibility to protect children who are involved in College activities from harm and abuse including neglect, physical injury, sexual abuse and emotional abuse\(^1\). The College recognises and accepts this responsibility and seeks to safeguard the welfare of all children that attend or visit it, or engage with College staff or students on a professional basis, by taking appropriate steps to ensure that its responsibility is met.

4. These steps include:

   a. Undertaking checks under the Vetting and Barring Scheme\(^2\), as well as with the Criminal Records Bureau (CRB) if necessary (see paragraphs 15-17 of the Policy) for those staff and students who have contact with children;\(^3\)

   b. Requiring that risk assessments are undertaken in relation to any situation where children may interact with College staff or students. (For an example risk assessment see Annex D of the Code of Practice).

   c. Requiring that staff and students who have access to children are given guidance and proper training in how to deal with children.

5. It is not the responsibility of the College to investigate abuse. However, it has a duty to act if there is a cause for concern and to notify the appropriate Local Safeguarding Children Boards (LSCBs, established by and defined in the Children Act 2004) such as the Social Care Services Department or the police, so that they can investigate and take any necessary action (see the relevant referral form at Annex C of the Code of Practice).

\(^1\) Definitions of “harm and “abuse” from the Children Act 1989 can be found in paragraphs 1 and 2 of Annex B of the Code of Practice.

\(^2\) The Vetting and Barring Scheme is established under the Safeguarding Vulnerable Adults Act 2006 and is due to be launched in 2010. The Scheme is discussed in more detail under sections 9-12 of the Child Protection Code of Practice.

\(^3\) Staff who must be registered under the Vetting and Barring Scheme may also need to have a check made with the Criminal Records Bureau (CRB). See paragraphs 15–17 for further information on when such checks might need to be carried out.

DISSEMINATION OF THE POLICY

7. This Policy and associated Code of Practice will be available for reference on the College’s Human Resources web pages.

8. Parents of children involved in activities related to the College will be issued with a copy of this Policy and associated Code of Practice.

MONITORING

9. The College will consider the implications of any cause for concern arising under this Policy and associated Code of Practice and whether, as a result, it might be necessary to take further action itself or to review or amend its Policy, Code of Practice and procedures.

REVIEW

10. The operation of the Policy and its associated Code of Practice will be reviewed annually.

11. This Policy and associated Code of Practice should be read in conjunction with the College’s Policy on Safeguarding Vulnerable Adults, the College’s Procedures for Conducting Criminal Records Checks and the College’s Policy on Risk Management.

LEGISLATION

CHILD PROTECTION - CODE OF PRACTICE

COLLEGE POLICY

1. The College Child Protection Policy is at [link].

RESPONSIBILITIES

2. The Council and the Rector. The responsibility for oversight of the College’s Child Protection Policy rests with the Council and the Rector, with delegated responsibility to the relevant members of the Senior Management of the College.

3. The Pro-Rector for Education. The Pro-Rector for Education has a delegated responsibility to oversee the implementation of the Policy on a day to day basis.

4. Human Resources (HR). The HR Division has a responsibility for monitoring applications made under the Vetting and Barring Scheme, and for handling any disclosures made under the Criminal Records Bureau.

5. Faculty Principals, Heads of Departments/Divisions. Faculty Principals, Heads of Department/Divisions and all other managers have delegated responsibility in their own areas.

6. Individual staff members. Individual members of staff are responsible for familiarising themselves with the Policy and informing colleagues and/or managers of their particular requirements, for example regarding training.

7. Child Protection Officer. Guidance issued under sections 157 and 175 of the Education Act 2002 suggests that educational establishments such as schools and further education institutions should have, “a senior member of the establishment’s leadership team who is designated to take lead responsibility for dealing with child protection issues, providing advice and support to other staff, liaising with the local authority, and working with other agencies”. The College has decided to follow this good practice and the nominated Child Protection Officer at the College is the Dean of Students. The Dean of Students will be responsible for liaising with investigative agencies and Local Safeguarding Children Boards (LSCBs, established by and defined in the Children Act 2004) in the event of any cause for concern of abuse. The Dean of Students may designate other full time members of College staff to cover for absence or to act on behalf of the Officer.

8. Annex A shows a chart of these responsibilities.

REGULATED ACTIVITY AND THE VETTING AND BARRING SCHEME

9. The Safeguarding Vulnerable Groups Act 2006 requires that all persons engaged in Regulated Activity (4) must be registered to do so. It is currently proposed that this

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4. Under the Safeguarding Vulnerable Groups Act 2006, “Regulated Activity” includes:
   - any form of teaching, training or instruction of children, unless the teaching, training or instruction is merely incidental to teaching, training or instruction of persons who are not children;
   - care for or supervision of under 18s unless merely incidental to the care for or supervision of people over 18; and
   - any form of advice or guidance on physical, emotional or educational well being provided wholly or mainly for children.
registration will be administered by a new body, the Independent Safeguarding Authority (ISA) in the form of the Vetting and Barring Scheme which comes into force in November 2010.

10. Guidance issued by the Government on the establishment of the ISA recognises that, in some circumstances, children will participate in an activity which is not specifically targeted at children. In relation to teaching, training or instruction in a higher education institution where 16 and 17 year olds are part of a mixed age group who are mostly 18 or older, they will be regarded as merely incidental to the teaching of the adult students and the person teaching, training or instructing the group will not be required to be registered with the ISA for that activity (and the employer will not be required to check registration”). However, if there are students who are under 16 in the class then their presence will not be regarded as merely incidental to the teaching of adults and this will be a ‘Regulated Activity’. This is because of the likely increased vulnerability of those aged under 16 in an adult setting.

11. Under the Vetting and Barring Scheme, all staff who engage in a Regulated Activity will need to apply to be registered as “subject to monitoring” with their case then decided by the Independent Barring Board (usually within five days of the application being made). Once a decision has been made the College will be able to check an on-line database to establish whether staff have been cleared to work with children. Under the process of continuous monitoring, the College will be notified if the status of that member of staff then changes.

12. Under the new Scheme, staff will remain “subject to monitoring” for the rest of their life unless they ask to be removed from the Scheme or they are barred by the Independent Barring Board from working with children.

13. The HR Department will put into place the administrative system necessary to obtain the requisite clearance of newly appointed staff under the Vetting and Barring Scheme when it comes into force in November 2010.

14. The requirement to check existing staff under the Vetting and Barring Scheme will come into force in 2010.

CRIMINAL RECORD BUREAU CHECKS

15. The introduction of the Vetting and Barring Scheme is in addition to the procedure for making checks with the Criminal Record Bureau (CRB), and does not replace it. The Vetting and Barring Scheme will only bar people who are unsuitable for work with children and/ or vulnerable adults. There may, however, be other factors in a person's background which it will be appropriate for the College to investigate, for example, motoring convictions in the case of a person being employed as a driver for children. Such convictions could be found through a check with the CRB. As a result, the College will decide whether the implementation of CRB disclosure checks is appropriate to investigate a person’s

The definition of Regulated Activity applies equally to activities undertaken with vulnerable adults as to with children. The Act generally seeks only to impose the full registration and monitoring regime on those who carry out these activities “frequently” or for more than 2 days in any 30 day period.

5. Although the employer is not required to check a person’s registration, it will still be an offence for a barred person to carry out this activity or for an employer to knowingly employ a barred person in this activity.
background aside from their suitability to work with children. Though this Policy refers only to the Vetting and Barring Scheme, it should be noted that that a CRB check may also need to be carried out.

16. The HR Department has put into place the administrative system necessary to obtain the requisite clearance from the CRB following recruitment of staff to posts where it is appropriate for a check to be made. This process, by necessity, will potentially result in a delay in appointments.

17. There is no requirement to obtain a CRB check on existing staff in education (subject to, for example, the duties of an existing member of staff, changing). Nor will College staff be rechecked with the CRB at regular intervals. Consequently, checks will only be conducted in accordance with the College’s Procedures for Conducting Criminal Records Checks.

CHILDREN INVOLVED IN COLLEGE ACTIVITIES

18. Within the College there are several main categories of children (this is not an exhaustive list):

a. Students under the age of 18 (see paragraphs 19-22).
b. Students under the age of 16 (see paragraphs 23-25).
c. Children in the Early Years Education Centre (see paragraphs 26-28).
d. Children engaged with Outreach activities (see paragraphs 29-32).
e. Children with whom College staff and students come into contact as a result of studies including placements, research and voluntary activities and children on work experience (see paragraph 33).
f. Children staying as part of a family in halls of residence over the summer vacation period.
g. UCAS applicants who come for admissions interviews.

STUDENTS UNDER THE AGE OF 18

19. The College has a duty of care towards those students who are defined as children. For these students, good practice means that the College will:

a. Inform parents and guardians that it does not act in the place of a parent;
b. Have a list of the student’s emergency contact details, in particular those of parents and guardians; and
c. Inform the student that he/she may not enter licensed premises or hold office.

20. Admissions. Admissions staff may need to be registered if they are likely to have “frequent” (as defined in footnote 4) face to face contact with students under 18. It is the

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6 See the College CRB Guidelines for Managers for more information on circumstances in which the College carries out CRB checks.
responsibility of the relevant Head of Department/ Division to identify at the earliest possible opportunity children who will be studying in the Department/ Division, and to notify the appropriate members of staff of these students, as well as ensuring that the steps in the paragraph above are carried out. With regard to interviewing students for places on degree programmes, given the short, one-off nature of such interviews, it will be permissible for interviewing panels to consist of one or more interviewers as necessary.

21. **Halls of Residence Staff.** Where a student under the age of 18 is admitted to the College and is to be placed in a College Hall of Residence, Wardens, Sub-Wardens, Assistant Wardens and residences staff at student residences will be subject to an application being made under the new Independent Safeguarding Authority Scheme, and the Director of Commercial Services will advise the HR Department of new personnel to ensure that applications under the Vetting and Barring Scheme are being made.

22. **Contractors.** College contracts with external companies for the provision of services will ensure that contractor personnel that will come into contact with children have been checked under the Vetting and Barring Scheme. For example, contracts regarding services such as cleaning, security and maintenance at the College, must include a requirement for the contractor to ensure that at least some of their contractors employed at the College have been checked under the Vetting and Barring Scheme. The Commercial Services Department will notify Facilities Management as to any students under the age of 18 who are staying in Halls of Residence. If a visit by maintenance, security or cleaning staff, to a room being inhabited by a child under 18 is necessary, then these staff (either in-house or contracted) must either be:

   a. accompanied by a member of the Residences team.; or

   b. be registered to undertake Regulated Activity under the Safeguarding Vulnerable Groups Act.

**ADDITIONAL MEASURES FOR STUDENTS UNDER THE AGE OF 16**

23. As is noted in paragraph 10 above, the presence of students under the age of 16 will result in the activity in which they are engaged being considered as a ‘Regulated Activity’ and the person supervising the activity will be required to be registered with the ISA.

24. **Academic Staff.** Within Departments/ Divisions, academic staff will have the primary contact with students under 16 and the College will therefore put in place the administration system to obtain the necessary clearance following recruitment to advertised academic posts. The relevant Head of Department/ Division will have the responsibility to ensure that this clearance is obtained by way of the new Vetting and Barring Scheme.

25. If any of the staff mentioned in paragraphs 20-24 above are not able to be checked in time (for example, student choices of modules may not be known in time to ensure that relevant staff are registered) it is acceptable to have different arrangements for students under 16. For example requiring under 16s to be accompanied by a designated adult/ chaperone at all times, with whom the risk would reside, with the student’s funding body/ family/ guardians meeting the costs of such arrangements. It is College Policy not to accommodate students under the age of 16 in Halls of Residence.
CHILDREN IN THE EARLY YEARS EDUCATION CENTRE

26. All staff working at the Early Years Education Centre are required to make an application under the Vetting and Barring Scheme which finds them cleared to work with children before commencing work.

27. Access to the Early Years Education Centre is restricted to those staff that have been checked under the Vetting and Barring Scheme.

28. The Early Years Education Centre will have in place its own detailed child safeguarding policies relevant to the activities undertaken.

CHILDREN ENGAGED WITH OUTREACH ACTIVITIES SUCH AS OPEN DAYS, SUMMER SCHOOLS AND COURSES, MENTORING AND TUTORING AND WIDENING PARTICIPATION SCHEMES

29. All staff and students who sign up to undertake a project with Outreach are required to make an application under the Vetting and Barring Scheme. Outreach offers a CRB and Vetting and Barring Scheme service for student volunteers to use, whereas staff volunteers will need an application to the Vetting and Barring Scheme to be made through the HR Department.

30. Where an activity involving children has been organised by the Students’ Union, the Students’ Union President, in co-operation with the Students’ Union General Manager, will ensure that an application under the Vetting and Barring Scheme made.

31. The Imperial Outreach programme will have in place its own detailed child safeguarding policies relevant to the activities undertaken.

32. In relation to children undertaking work experience of a temporary nature in the College, the College must register an interest in the student for the duration of the student’s work experience with them, and deregister its interest once the student has left.

CHILDREN WITH WHOM COLLEGE STAFF AND STUDENTS COME INTO CONTACT AS A RESULT OF STUDIES, INCLUDING PLACEMENTS, RESEARCH AND VOLUNTARY ACTIVITIES AND CHILDREN ON WORK EXPERIENCE

33. As a condition of admission, students applying for subjects or postgraduate research where they will come into contact with children or vulnerable adults are required to make an application under the Vetting and Barring Scheme. The relevant Head of Department/Division will be responsible for ensuring that the relevant checks and application are carried out in conjunction with the Registry. Similarly, staff who undertake work or research with such groups, or who work with children that are on work experience placements within the College, will also be required to make an application under the Vetting and Barring Scheme, and the relevant Head of Department/Division will be responsible for ensuring that the relevant checks are carried out.

GUIDELINES FOR STAFF AND STUDENTS

34. It is recommended that staff and students who have access to children take steps to ensure that they do not put themselves in a position where an allegation can be made against them. Such staff and students must give special consideration to ensuring that they
do not become involved in circumstances where an allegation can be raised. Such consideration might involve, but is in no means limited to:

a. Treating students under 18 with respect and dignity at all times, reflecting their age, background, culture and special needs;

b. Ensuring that interaction with students under 18 occurs in the company of others wherever possible to ensure that an allegation of improper behaviour does not arise;

c. Retaining a professional approach to students under 18 which will involve behaviour such as not divulging home telephone numbers or addresses, ensuring that there is no physical contact, avoiding inappropriate familiarity, including discussing matters of a sexual nature, losing self control and being sensitive to issues that can be misconstrued;

d. Discussing potential concerns with the Pro-Rector for Education, Dean of Students, Faculty Principal, and/ or Head of Department/ Division before an allegation is raised; and

35. Under no circumstances should a member of staff or student ever:

a. Engage in rough, physical or sexually provocative games with a child, including horseplay.

b. Share a room with a child.

c. Engage in any form of inappropriate touching.

d. Make sexually suggestive comments to a child

e. Fail to act upon and record any allegations made by a child

f. Do things of a personal nature for children that they are able to do for themselves.

g. Invite or allow a child to stay at their home unsupervised.

36. While this recommended course of action for staff or students will usually apply in the context of coming into contact with those students under the age of 18 years, it may also apply to staff or students working with vulnerable adults and students over the age of 18.

37. Any employee or volunteer at the College who looks after children under the age of 18 is considered to be in a "position of trust". Under the Sexual Offences Act 2003, any sexual activity between a person under 18 and a person over 18 who is in a "position of trust" is a criminal offence. The College will be obliged to report allegation or suspicions of any such activity to the Local Safeguarding Children Boards and anyone found guilty of this offence will be required to sign the sex offenders register.

38. A brief guide for staff and students on how to respond if a child makes an allegation of abuse can be found at Annex B.
TRAINING

39. The HR Division, in conjunction with the Learning and Development Centre, will provide a programme of training events for nominated staff with child protection responsibilities and for staff responsible for activities involving children. The Outreach programme will provide training to students who take part in activities involving children.
ANNEX A

CHART OF RESPONSIBILITIES FOR CHILD PROTECTION POLICY
GUIDELINES FOR STAFF ON HOW TO RESPOND TO ALLEGATIONS OF CHILD ABUSE OR HARM

1. Child abuse includes acts of both omission and commission that have caused, or are likely to cause, enduring harm to the child. There are different forms of abuse and they include neglect, physical abuse and non-accidental injury, emotional abuse, sexual abuse, exploitation and fabricated or induced illness by a parent of or person responsible for a child (including persons in a position of trust)\(^7\).

2. Harm includes ill-treatment or impairment of a child’s health (mental or physical) or development (physical, intellectual, emotional, social or behavioural) that has been caused, or is likely to be caused, and is attributable to a lack of adequate care or control by a parent of or person responsible for (including persons in a position of trust) the child’s health or welfare.\(^8\)

3. For the purposes of this section the word “abuse” includes reference to harm and the word “harm” includes reference to abuse.

4. These procedures provide step-by-step guidance on how to respond to a concern about a child’s welfare. It is the duty of any staff working with children to report disclosures of abuse to the Dean of Students. It is not for staff to decide whether or not a suspicion or allegation is true. All suspicions or allegations must be taken seriously and dealt with according to this procedure.

5. Concerns may arise because:
   a. A child alleges abuse;
   b. Someone else discloses that a child has alleged abuse to him/her or that s/he strongly believes a child has been or is being abused;
   c. There are suspicions or indicators that a child is being abused;
   d. There are observable changes in a child’s behaviour that may be related to abuse; and/or
   e. The behaviour of a member of staff towards children causes concern or there is suspicion that a member of staff is abusing a child.

6. The basic premise of a child protection procedure is to ensure that children who are suffering from harm, abuse and neglect are identified, and that information is shared appropriately to afford them protection and ensure access to requisite services.

HOW TO RESPOND IF A CHILD DISCLOSES ABUSE

\(^7\) “Position of trust” is defined under sections 16-24 of the Sexual Offences Act 2003. See also paragraph 34 of the Code of Practice.

\(^8\) Section 31 of the Children Act 1989. In the Act, the term “significant harm” replaces the terms “child abuse” and neglect.”
7. If a child alleges abuse, staff should:
   a. Stay calm, listen and re-assure the child;
   b. Check with the child that they have their consent to share the information. If consent is withheld then be clear about the rationale for any decision to override this;
   c. Record information and ask the child whether what has been recorded accords with what they have said;
   d. Invite the child to be party to any discussion with the Dean of Students;
   e. Make a report to the Dean of Students;
   f. The Dean of Students should decide upon next steps: seeking further advice, informing parents, informing children's social care;
   g. Advise the child what is going to happen and should it be decided to make a report to children's social care, seek their consent wherever possible; and
   h. Advise the child of the outcome of any conversations with outside agencies and what will happen next.

HOW TO RESPOND IF THERE ARE SUSPICIONS A CHILD IS BEING ABUSED

8. If there are serious suspicions that a child is being abused, staff should:
   a. Speak to the Dean of Students;
   b. Keep records of conversations and decisions;
   c. Wherever possible, involve the child in conversations and keep them informed of any actions or possible outcome; and
   d. Where a referral has been made to children's social care, social care must receive a written report within 48 hours.

HOW TO RESPOND IF THERE ARE SUSPICIONS A STAFF MEMBER IS ABUSING A CHILD

9. If there are genuine suspicions that a staff member is abusing a child, staff should:
   a. Contact the Dean of Students.
   b. The Dean of Students should take such steps as s/he considers necessary to ensure the safety of the child in question and any other child who might be at risk. The Dean of Students should speak to the child about any actions taken and offer support and advice about what will happen next.
   c. Liaise with the person who reported the original concern and ensure that a report If the matter is completed.
   d. Report the matter to the local Social Care Services Department.
e. Notify the Rector.

f. Senior managers should implement a press strategy, and an internal investigation should be conducted in consultation with children's social care and police.

RECORDING INFORMATION

10. The member of staff who raises the initial concern must record what they have observed or what the child disclosed.

11. The Dean of Students should record any subsequent actions, decisions or conversations.

12. The Dean of Students is responsible for forwarding written referrals to children's social care.

13. The Dean of Students is responsible for storing information in a secure area and ensuring that only authorised staff have access to this.

14. Timescales for passing on information. The government guidance “What to do if You’re Worried a Child is Being Abused” (Department of Health 2003) sets timescales for action. A telephone referral to children's social care should be followed up in writing within 48 hours. The guidance timeframes should be incorporated into any procedures.
ANNEX C

FORMS

RECORD OF ALLEGATION OF CHILD ABUSE

Date…………………………… Time of initial call…………………………

To: Dean of Students  (Name):………………………………………………

Name of Complainant Name of Child (and school if relevant) (if not complainant) Place of alleged abuse

Name(s) of people present…………………………………………………………

Details of Allegation
The account of the allegation as given by the complainant, this should include any injuries observed

Name person reporting incident (capitals): …………………………………

Signed:……………………………… Date:………………………………

Designation:…………………………………………

Dept:……………………………… Ext No: ……………………………

Email address:……………………………………………………………………
SOCIAL SERVICES REFERRAL FORM

Telephone Referral made on: Date:…………………..

Time:…………………

To: Social Worker/Duty Officer (Name)………………………………………………

<table>
<thead>
<tr>
<th>Name of Child/children</th>
<th>Date of Birth</th>
<th>School (if relevant)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>2.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>3.</td>
<td></td>
<td></td>
</tr>
<tr>
<td>4.</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

Address…………………………………………………………………………………………………………..Tel. No:…………………..

Reason for Referral/Information

From:
(Name of Dean of Students)………………………………………………………………

Signed: .. ………………………………..Designation:……………….

Address: ………………………………………………………………………………………………………

Please post this referral form to the social services within 24 hours of initial telephone contact
# ANNEX D

## EXAMPLE OF HEALTH & SAFETY RISK ASSESSMENT

**SUMMER SCHOOL/EVENT INVOLVING UNDER 18 YEAR OLDS**

<table>
<thead>
<tr>
<th>Possible Hazard</th>
<th>Likelihood of injury occurring with current control measures in place</th>
<th>Level of Harm if injury does occur</th>
<th>Existing Controls</th>
<th>Further Controls Required</th>
<th>Date to be implemented</th>
</tr>
</thead>
<tbody>
<tr>
<td>Exposure to toxic substances, harmful radiation, unrecognisable danger, extreme temperatures, noise or vibration. Working with chemicals, carcinogens, asbestos etc</td>
<td>L</td>
<td>M</td>
<td>H</td>
<td>Activities will not involve such exposure. Any activity taking place in a laboratory or workshop will be carried out under close supervision of competent persons.</td>
<td></td>
</tr>
<tr>
<td>Possible Hazard</td>
<td>Likelihood of injury occurring with current control measures in place</td>
<td>Level of Harm if injury does occur</td>
<td>Existing Controls</td>
<td>Further Controls Required</td>
<td>Date to be implemented</td>
</tr>
<tr>
<td>--------------------------------------------------------------------------------</td>
<td>-----------------------------------------------------------------------</td>
<td>-----------------------------------</td>
<td>-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------</td>
<td>-----------------------</td>
</tr>
<tr>
<td>Fire/emergency</td>
<td>L</td>
<td>M</td>
<td>H</td>
<td>L</td>
<td>M</td>
</tr>
<tr>
<td>Accident related to College premises such as tripping on stairs, falling heavy object etc</td>
<td>L</td>
<td>M</td>
<td>H</td>
<td>L</td>
<td>M</td>
</tr>
<tr>
<td>Accident or getting lost when travelling to and from College</td>
<td>L</td>
<td>M</td>
<td>H</td>
<td>L</td>
<td>M</td>
</tr>
<tr>
<td>Tiredness, which could lead to accidents</td>
<td>L</td>
<td>M</td>
<td>H</td>
<td>L</td>
<td>M</td>
</tr>
<tr>
<td>Illness</td>
<td>L</td>
<td>M</td>
<td>H</td>
<td>L</td>
<td>M</td>
</tr>
<tr>
<td>Possible Hazard</td>
<td>Likelihood of injury occurring with current control measures in place</td>
<td>Level of Harm if injury does occur</td>
<td>Existing Controls</td>
<td>Further Controls Required</td>
<td>Date to be implemented</td>
</tr>
<tr>
<td>-----------------------------------------------------</td>
<td>-----------------------------------------------------------------------</td>
<td>-----------------------------------</td>
<td>-----------------------------------------------------------------------------------</td>
<td>---------------------------------------------------------------------------------------------</td>
<td>------------------------</td>
</tr>
<tr>
<td>Incorrect treatment of pre-existing medical conditions</td>
<td>L M H</td>
<td>L M H</td>
<td>retained in the xxxxx. A member of staff will be available to escort students home if necessary. Trained first aidsers are available on all sites.</td>
<td>S/he will advise on any extra precautions required and will be available to advise staff in the event of a crisis</td>
<td>Retained in the xxxxx.</td>
</tr>
<tr>
<td>Personal welfare of student compromised</td>
<td>L M H</td>
<td>L M H</td>
<td>Medical details and instructions are held on the parental consent forms retained at the xxxxxxx. Medication required during the day will be stored securely by the event leader and dispensed only according to instructions provided on the parental consent form.</td>
<td>xxxxxxx will check medical details and consulted with parents if necessary on all students who declare health problems. S/he will advise on any extra precautions required and will be available to advise staff in the event of a crisis</td>
<td>Retained in the xxxxx.</td>
</tr>
<tr>
<td>Food allergy /anaphylaxis Food poisoning, scalding</td>
<td>L M H</td>
<td>L M H</td>
<td>Child protection guidelines and training for all staff supervising programmes for under 18s.</td>
<td>CRB checks and applications under the Vetting and Barring Scheme for staff with substantial unsupervised access to children.</td>
<td>Retained in the xxxxx.</td>
</tr>
</tbody>
</table>
BACKGROUND

1. The Imperial College Business School competes in a global market for both student and staff. Indeed, 75% of the Business School faculty hired since 2004 are not UK citizens. Furthermore, all of the leading business schools in the US and Europe now use US-style job titles for their faculty rather than the UK titles of lecturer, senior lecturer and reader.

2. Because of the particular market in which Business School staff are recruited, by continuing to use the UK titles, which are not well understood globally, the College is operating at a disadvantage. Consequently, it has been decided that the Business School only will henceforward adopt the US-style job descriptors of Assistant Professor, Associate Professor and Professor for its faculty members.

3. However, the College Statutes at present define the academic staff of the University as:

   “those persons employed by the University who (having successfully completed any relevant probationary period) have the title of Professor, Reader, Senior Lecturer or Lecturer at the University or are appointed to any other post designated by the Council as a post on the academic staff of the University;”

4. In order for staff within the Imperial College Business School with the titles of Assistant Professor and Associate Professor to be properly recognised as members of the academic staff of the College, the Council will need to designate these posts as a post on the academic staff of the University.

5. The Council is therefore invited to consider, and if it sees fit, approve the designation of the posts of Assistant Professor and Associate Professor as posts on the academic staff of the University.

R.F.E.
April 2009