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21.3 An oral report by Mark Knight, Chair of the Audit Committee.

Reported

21.4 At its meeting on 23 November 2012 the Audit Committee had confirmed its satisfaction with the adequacy and effectiveness of the internal auditors KPMG had given an unqualified opinion that UCL had satisfactory arrangements in order to provide assurance to Council over the effectiveness and adequacy of the risk management, control and governance processes, and adequate arrangements in place to promote economy, efficiency and effectiveness.

21.5 The Audit Committee had discussed whether the scale of Deloitte's non-audit fee, which had increased significantly (to more than £1m) in light of the appointment of Drivers Jonas by UCL to advise on the UCL Stratford project, breached, or could be perceived as breaching, relevant ethical standards. The Committee had taken the view that there was no substantive issue of concern. A clear protocol was in place for any appointment of Deloitte to a non-audit function.

21.6 Mr Knight drew the attention of Council to two instances of financial fraud reported to HEFCE: one perpetrated at the School of Pharmacy prior to its merger with UCL; the other perpetrated by an individual in the latter case and staff had since been reminded of the relevant requirements.

21.7 Council noted the retirement from Audit Committee of Mr John Hustler after 22 consecutive years as a member.

21.8 Council noted that the Audit Committee regularly received the updated Strategic Risk Register for UCL [see also Minute 33 below].

RESOLVED – on the recommendation of Audit Committee

21.9 **That Council approve the Audit Committee annual report 2011-12.**

22

Received

22.1 APPENDIX C 2/18 (12-13) . the draft audited Financial Statements for the year ending 31 July 2012, with:

- Annexe 1 . a commentary on the Financial Statements by the Director, Financial Control and Analysis;
- Annexe 2 . the report to the Audit Committee from the External Auditors Deloitte LLP;
- Annexe 3 . a cover letter, setting out the accounting and major audit issues arising from their audit of the UCL Financial Statements.

The importance of avoiding conflation of

present, that Academic Board establish a working group tasked with addressing the issue. Draft minutes of the AB meeting had been circulated to Council members.

- 25.4 The Chair advised that against this background he did not intend to ask Council to decide at the present meeting whether to amend Statute 18. The Chair envisaged that a decision on the matter would be deferred to the Council meeting of 10 April 2013 but felt that it would be useful nevertheless for Council to take the opportunity of the present meeting for a preliminary discussion of the issues.
- 25.5 The Provost summarised the history of Statute 18 in its current form and outlined the rationale for the proposed amendments. The Statute currently addressed issues of redundancy, discipline, dismissal and removal from office, removal for incapacity on medical grounds, and grievance procedures. In contrast to the remaining statutes, which were principally concerned with underlying principles, Statute 18 addressed matters of process in detail. The requirement for Privy Council approval of any amendment of the statutes had resulted in Statute 18 becoming out of date with respect to employment legislation. The proposed revisions sought to bring the Statute into line with employment law, and to guard against obsolescence by moving the detail of process into regulations which could henceforth be more efficiently updated, whilst retaining the basic principles of the protection of academic freedom.

Discussion

- 25.6 Concerns had been expressed by members of the academic community with respect of a number of aspects of the proposals, principally the advisory role of the proposed Standing Committee on Academic Freedom (SCAF), the lack of a right to legal representation, the appeals procedure, and the nature of the consultation and communication process itself.

RESOLVED

- 25.7 **That Council defer further discussion and a decision on proposals to amend Statute 18 to its meeting on 10 April 2013.**

Reported

- 26.3 Council had expressed concern at its meeting on 15 May 2012 about the [ç^!q/Áæ Á -AVÔŞq Á!| *!^•Á , æâ•Á&çã * Á@ Á àb & gives set out in the Equalities and Diversity Strategy, in particular the target for equality between the genders at grades 9 and 10, and the recruitment of ethnically diverse staff. The action plan, which sought to balance ambition with feasibility and effectiveness, incorporated three primary elements: robust arrangements for SMT accountability; the introduction of more transparent recruitment practices; and work-streams for further progress.

- 28.2 Council would be invited to confirm a further Special Resolution in respect of the proposed amendment of the Charter at its meeting on 5 March 2013.

Received

- 28.3 APPENDIX C 2/23 (12-13) . a note by the Director of Legal Services, proposing amendments to article 4(17) of the Charter.

RESOLVED (by Special Resolution)

- 28.4 **That amendments to the Charter of UCL be approved as follows:**

1 to delete Article 4(17) and replace with:

“17 To co-operate or work with other institutions and individuals and to award joint degrees or other awards.”

2 to insert as Article 4(18) the following text which currently forms part of Article 4(17):

“18 To amalgamate with colleges, schools or other educational or research institutions with the same or similar charitable purposes.”

3 to renumber Articles 4(18) to 4(21) as Articles 4(19) to 4(22),

and, subject to the passing of a second Special Resolution in

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Chair agreed that the matter should be discussed by Council at its next meeting on 5 March 2013.

RESOLVED

33.3 **That Council approve the Strategic Risk Register 2012-13, and the proposed**

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34.1 APPENDIX C 2/29 (12-13) . the Library Committee annual report 2011-12.

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Received

37.1 APPENDIX C 2/32 (12-13) . the Committee for Equal Opportunities
annual report 2011-12.

RESOLVED

37.2 **That the**

