

CONFIRMED

ROYAL COLLEGE OF ART

THE COUNCIL

Minutes of the meeting of Council held on Wednesday 27 November 2024, 4pm-6.30pm in the Senior Common Room, 3rd Floor, Frayling Building, Kensington, SW7 2EU.

1. Attendance, apologies, and quorum:

1. Sir Peter Bazalgette, Independent member and Chair
2. Michael Birshan, Independent member
3. Suzy Black, Independent member
4. Professor Hugh Brady, independent member (Items 1-8.2)
5. Professor Rachel Cooper, Independent member
6. Lening Huang, President of the Students' Union
7. Kerry Curtis, Staff member appointed by the Senate
8. Janmejaya Singh, Vice-President of the Students' Union
9. Mike Forster, Independent member
10. Rama Gheerawo, Staff member appointed by the Senate
11. John Gibbs, Independent Council member
12. Dr Tristram Hunt, Independent member
13. Alan Leibowitz, Independent member
14. Professor Christoph Lindner, President & Vice-Chancellor
15. Saba Shaukat, Board Fellow
16. Sudhir Singh, Independent member
17. Fields Wicker-Miurin, Independent member and Deputy-Chair
18. Amanda White, Chief Financial Officer

In attendance:

19. Heather Akif, Chief Operating Officer
20. Elizabeth Harris, Academic Registrar, (Item 7.2)
21. Professor Ken Neil, Pro-Vice-Chancellor, Academic - confirmed
22. Zioge Smith, College Secretary
23. Lorna Gozzard, Director of Engagement, Brand, and Marketing (Item 6.1)
24. Lucy Quarry, Governance Officer
25. Corinne Smith, Pro-Vice-Chancellor, Education & Student Experience (Item 7.3)
26. Paul Draper, Director of Estates, Development, Management & Planning Item 10)
27. Stephen Witherford, WWM - Architect (Item 9)
28. William Mann, WWM - Architect (Item 9)
29. Clementine Blakemore, Clementine Blakemore Architects (Item 9)

Apologies:

Mary Boakye, Independent member
Dr Anne-Marie Imafidon, independent member
Anne Toomey, Head of Programme, Textiles
Ed Williams, Independent member

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Quorum: Eight members where a majority of those present (in person or by virtual means) shall be Independent Members.

2. Declaration of interests

There were no declarations of interest.

3. Approved: Minutes of the meetings held on 10.7.24 and 10.10.24.

The minutes of the meeting held on 10.7.24 and 10.10.24 were approved as a true and accurate record.

4. Noted: Action log and matters arising

The action log and matters arising were noted.

5. Introduction

5.1 Received: President & Vice-Chancellor's report, Professor Christoph Lindner, President & Vice-Chancellor.

The President & Vice-Chancellor gave an introduction to the Council on key developments since the last meeting of Council in October. Staff awards had taken place to recognise the outstanding work of staff across the College. The Council noted new leadership appointments, including Dr Harold Offeh, Head of Programme, MA Contemporary Art Practice. Harold was an RCA alumnus. Dr Ben Cranfield had been appointed as Associate Dean (Education), School of Arts & Humanities.

Zowie Broach, Head of Programme, Fashion, had won the Misha Black Award for Innovation in Design Education.

Professor Teal Triggs was a finalist in the Times Higher Education Awards for outstanding research supervision, and the RCA's collaboration with Hong Kong Polytechnic, Laboratory for Artificial Intelligence and Design (AidDLab), had been nominated for international collaboration of the year.

An MOU had been signed with the National Oceanography Centre and the UNESCO project looking at the future of our oceans.

The President & Vice-Chancellor gave an update on progress with the RCA Ignition project. The wraparound platform was designed to revolutionise the admissions process.

A key focus for the Executive Board and the College community was strategy and engagement. The optimum future size of the College was a focus, and related considerations such as the student experience, quality, identity and financial sustainability. The College would switch to stabilisation mode, ensuring that the College community was both sustainable and academically resilient.

Interrogating the College's cost base would be a key factor in ensuring a sustainable future. A review of professional and administrative services was underway, to ensure that the College's support services were the right size and shape to support the College's academic mission.

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A key factor for the College's future financial sustainability would be in income diversification, allowing the College to increase access and scholarship funding and enabling a diverse student population. A key part of this would be the College's Global Engagement Strategy, which would be a sub-strategy of the Strategic Plan 2026-30.

The Chair thanked the President & Vice-Chancellor and invited questions. The Council asked to understand what the greatest internal challenges were from the perspective of the incoming President & Vice-Chancellor. The President & Vice-Chancellor reported that the infrastructure, (physical and digital), supporting the College's ambitions presented a particular challenge.

6. Strategy and Performance

6.1 Received: Update on Strategic Plan 2026-30, Professor Christoph Lindner, President & Vice-Chancellor and Lorna Gozzard, Director of Engagement, Brand & Marketing.

The President & Vice-Chancellor, Professor Christoph Lindner, and Lorna Gozzard, Director of Engagement, Brand & Marketing introduced the update on the Strategic Plan 2026-30.

There had been extensive consultation on strategic planning with the College community, and a vision and principles had been collectively crafted.

The Director of Engagement, Brand & Marketing outlined progress with strategic planning which had moved into the productive phase, and outlined the key findings so far. The purpose and vision statements were being reviewed. From the College's vision, key themes would be identified and work streams would be established to focus on themes, outcomes and success measures.

The draft purpose statement was informed by the College's objects as stated in its Charter. Emphasis was placed on an interdisciplinary ethos, and working with industry to support economic growth and social change. The College's competitors and peers had been analysed and common themes and differentiators had been identified.

The draft 'RCA at 200' vision was introduced. The vision was aspirational, and there was a tension between what the RCA is now and what it would be in 2037.

The Chair thanked the Director of Engagement, Brand & Marketing, and invited reactions from Council members on the general approach.

The President & Vice-Chancellor invited Council members to feedback further on the purpose and vision statements. These would be further refined and come back to Council 26.3.25.

6.2 Received: Global Engagement Update, Professor Christoph Lindner, President & Vice-Chancellor and Professor Ken Neil, Pro-Vice-Chancellor, Academic.

The President & Vice-Chancellor introduced the global engagement update. The College was refreshing its engagement strategy. The refreshed approach would concentrate on the idea of project based hubs and centres with executive education, research and innovation activities, as well as educational consultancy.

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A set of five principles would be identified as part of the global engagement strategy, and these would be used as a framework to guide future global engagements. It was confirmed that the engagement strategy was in alignment with the overall strategic plan.

The Council noted that the change in strategic direction in relation to global engagement fitted well with the profile of the College and its reputation. Focussing on fewer opportunities would be positive, as well as a focus on shared values with partner institutions. Opportunities often evolved from existing global partnership of consultancy activities.

It was important that engagement projects represented a genuine two way exchange and collaborative learning process. London as a location was also key and how to make the most out of engaging the College's international community.

The Global Engagement Strategy would connect all College global interactions, both formal and informal.

Action: The Council asked to see some examples of how the College will use the agreed principles to filter and prioritise opportunities/ Pro-Vice-Chancellor, Academic/ July 2025.

6.3 Approved: The establishment of a new wholly owned subsidiary for consultancy and other non-Charitable income [Working name is RCA Knowledge Partners].

Agreed: To delegate authority to the Executive Board to appoint (with consultation with the Chair and Deputy Chair of Council) 6 directors of RCA Knowledge Partners.

The Chief Financial Officer outlined the rationale for the establishment of a subsidiary for consultancy income and other non-charitable income. The proposal and structure was standard for the higher education sector. There needed to be a clear understanding of the activities which the RCA was undertaking, and to be mindful of primary and public benefit.

The Council noted the positive developments to support income diversification but cautioned on staff time, expertise and bandwidth to support these activities.

6.4 Received: Report from the Senate to Council, Corinne Smith Pro-Vice-Chancellor, Education & Student Experience.

The Pro-Vice-Chancellor, Education introduced the report from the Senate. The revised format paper was designed to enhance Council's understanding of academic decision making, governance and quality and standards.

At the meeting of the Senate 6.11.24 there had been a detailed discussion about the Postgraduate Taught Experience Survey (PTES) results. The College had achieved a positive 71% satisfaction following enhanced action plans allowing swift in year responses to emerging issues. Overall, there had been significant improvement in the College's PTES results, however ongoing issues around space and access to resources remained a concern.

The Council noted that the recent GGI Review of Council Effectiveness had recommended enhanced connection between Council and Senate. As a consequence, the Chair of Council,

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Deputy Chair of Council and Chair of the Audit & Risk Committee would attend Senate meetings as observers throughout the year.

The Council noted that the Academic Standards Committee and Learning, Teaching & Student Experience Committees reported to the Senate in detail on matters of academic development, quality and standards.

7. Students' Union and student experience

7.1 Received: A report from the Student Council members Lening Huang, President of the Students' Union and Janmejy Singh, Vice-President of the Students' Union.

The Students' Union reported that the LEAP (Live Enhancement and Action Plan) had been introduced by the Student Experience Team in order to help schools and programmes to collect student feedback, track and respond with enhancement and plans. The aim was to ensure that there was visibility and transparency in dealing with issues arising from student feedback.

The Students' Union reported on recent reductions in the shuttle bus service and the impact on the student experience. The executive was currently working with the Students' Union to minimise the impact of the reduction in the shuttle bus service on the student experience.

The Council noted that the Christmas Fete would take place 5-7 December, details would be forwarded to Council members.

The Chair thanked the President and Vice-President of the Students' Union for their report.

Action: The Students' Union Relationship Agreement, May 2023, had been revised and would come to Council for approval in March 2025/ Zioge Smith, College Secretary/ 26.3.25.

7.2 Noted: Annual OIA Statement, Elizabeth Harris, Academic Registrar.

The Academic Registrar invited questions on the Annual OIA Statement. The statement was received annually by the Audit & Risk Committee and Council. The Council noted an overall increase in upheld complaints across the sector, and higher compensation amounts being awarded. The College must continue to mitigate risk relating to CMA compliance.

8. Finance

8.1 Approved: 5-Year Financial Plan (2024-29), Amanda White, Chief Financial Officer.

The Chief Financial Officer introduced the Five-Year Financial Plan which was submitted to the OfS annually, by 30 November. The plan had been reviewed by the Planning & Resources Committee 23.10.24, and would continue to be developed to enable strategic planning.

The Chief Financial Officer gave an update on the current financial year. Draft Q1 results showed an operating margin that was ahead of the revised forecast, which was a positive indicator that the College's financial mitigations were effective. A further re-forecast would be undertaken on staffing to ascertain whether further cost mitigation measures would be required.

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Operating cash flow was expected to remain above 10%, and this would allow continued capital investment to support the RCA Together Programme. Debt was expected to peak in 2025-26 at c £35m.

The Council gained assurance that the financial plan was prudent, and that there would be upside aspects. The Council noted, however, that the philanthropic environment was challenging. Cash flow remained strong and debt remained within covenants. The five year investment plan would utilise cash as well as the HSBC Revolving Credit Facility. The Council gained assurance that covenants would not be breached and that appropriate financial mitigations were in place.

The Chair thanked the Chief Financial Officer and the finance team for their work over the past year, noting the robust response to challenges faced by the College in relation to admissions and enrolment.

8.2 Approved: One-year extension to the HSBC Revolving Credit Facility, Amanda White, Chief Financial Officer.

The Chair thanked the Refinancing Subcommittee for their work on loan refinancing.

9. Estates

9.1 Approved on the recommendation of the Planning & Resources Committee: RCA Together Programme, Paul Draper, Director of Estates, Development, Management & Planning and Heather Akif, Chief Operating Officer.

The Chair welcomed Stephen Witherford, WWM, William Mann, WWM and Clementine Blakemore, Clementine Blakemore Architects to the meeting.

The architects outlined RCA Together programme objectives which were driven by essential works as well as creating a greater sense of community and shared identity. Extensive engagement work had been carried out over the summer, and findings had been grouped into six themes:

1. Soul, history and identity
2. Social spaces, hosting and neighbourhood
3. External spaces, wellbeing and sustainability
4. Teaching, learning and flexible stability
5. Inclusivity, comfort and clarity
6. Management, culture and participation

The consensus was that there was great pride in the College's heritage and community, and that there should be more opportunities for students to engage with the College's spaces to use it like an art school, to show work, for their to be improved access to green spaces as well as a more open, public facing building.

The architects outlined the key principles informing the project, which included greater clarity on how spaces related to each other, creating a miniature city, creating resilience, a sense of identity and place utilising the building in the way it was originally designed (e.g. the ground floor as a connecting space for the building). Establishing a clear public presence by reopening the main

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RAH entrance would be transformative, as well as the effect of enhancing creative, social and sustainable spaces. Making the RCA's heritage and history visible through acts of restoration was a means to shape the College's future identity.

The programme carried a number of risks, and risk mitigation would be critical. The engagement of the College community would be key, in particular, allowing students to engage creatively with the process. Another critical activity would be to phase internal works to minimise disruption to students. Engagement would continue for the lifespan of the programme.

The Chair thanked the Director of Estates Development, Management & Planning and invited questions and feedback from Council.

The Council noted that it was critical that the vision for the RCA Together Programme was a shared vision and was understood by the College community. The programme was complex and ambitious and there were considerable risks and challenges. It was vital that appropriate contingencies for cost and time were built into the programme.

The Deputy Chair of Council and Chair of the Planning & Resources Committee reported that the Planning & Resources Committee had gained assurance on the proposed vision of the College and that the various options for the programme had been thoroughly appraised before a final recommendation was made. The Planning & Resources Committee had identified risks around the ambitious timeline for the programme, however had gained assurance that risk was being managed appropriately. The Council noted that although there would be disruption because of the programme, the disruption would be anticipated and planned.

It was confirmed that a detailed student experience and communication plan would form a key part of programme planning.

The Chair thanked WWM and Clementine Blakemore.

10. Strategic Risk Register

10.1 Received: Strategic Risk Register, including summary of key risk movements, introduced by Sudhir Singh, Chair of Audit & Risk Committee, followed by any further points/questions Heather Akif, Chief Operating Officer.

The Chief Operating Officer introduced the Strategic Risk Register which had been received and discussed in detail at the Audit & Risk Committee meeting 13.11.24.

The Council noted concerns regarding the completion of fire safety actions following a recent internal audit report, but that actions relating to these recommendations were being expedited.

The Chair invited questions.

11. Statutory Annual Returns

11.1 To approve on the recommendation of the Audit & Risk Committee: Annual Audited Accounts 2023/24, Amanda White, Chief Financial Officer.

The Chief Financial Officer introduced the Annual Audited Accounts 2023-24. It was noted that some audit activities had been outstanding when the accounts were received at the Audit & Risk Committee meeting 13.11.24, relating to the value of unquoted investments. Discussions with InnovationRCA on how these would be valued going forward were progressing.

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The final audit opinion had subsequently been issued to the Audit & Risk Committee.

The Council noted that this had been Grant Thornton's first years as the external auditor, and that there had been some delays in completing the audit. Lessons had been learned for the following year.

11.2 Received on the recommendation of the Remuneration Committee: Annual Remuneration Statement 2023/24, Suzy Black.

The Council noted that the Annual Remuneration Statement had been reviewed and approved at the Remuneration Committee 30.10.24 and had been included in the Annual Audited Accounts.

11.3 Approved on the recommendation of the Audit & Risk Committee: Management representation letter to Grant Thornton LLP UK, Amanda White, Chief Financial Officer.

11.4 Approved: OfS Annual financial return and commentary, Amanda White, Chief Financial Officer.

11.5 Approved on the recommendation of the Audit & Risk Committee: Annual Prevent Accountability Statement and Return OfS submission, Zioge Smith, College Secretary.

11.6 Received: Annual report on Health Safety, and Wellbeing Heather Akif, Chief Operating Officer.

The Chief Operating Officer introduced the Annual Report on Health, Safety and Wellbeing. The Council noted in particular the increase in stress related absence. It was noted that not all stress related absence was work related. The College was actively part of the UCEA forum and health and wellbeing and took a holistic approach to stress management.

11.6.1 Received: Health, Safety and Wellbeing Strategy 2023-26, Heather Akif, Chief Operating Officer.

11.7 Received: Annual report of the Audit & Risk Committee to Council, paper, Sudhir Singh, Chair of Audit & Risk Committee.

The Chair of the Audit & Risk Committee introduced the Annual Report of the Audit & Risk Committee to Council. Overall, the Audit & Risk Committee had gained reasonable assurance that risk was being appropriately managed.

12. Governance & Policy

12.1 Approved: Update report of the Nominations Committee 9.10.24, Zioge Smith, College Secretary.

The Council **approved** the following appointments:

1. The appointment of Saba Shakauth to the Planning & Resources Committee.
2. The appointment of Mike Forster to the Planning & Resources Committee.
3. The reappointment of the Deputy Chair, Fields Wicker-Muirin, for a second term of office to 31 December 2027.

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The Council noted that Suzy Black has been appointed as a member of the Planning & Resources Committee by Chair's action from 10 October 2024.

The Council noted that this would be the last Council meetings for Alan Leibowitz and Ed Williams as their terms of office came to an end on 30 November 2024 and 31 January 2025, respectively.

The Chair and the Council warmly thanked Alan Leibowitz and Ed Williams for their dedicated work on Council and its Committees over the past 9 years.

12.2 Noted: Council and Council Committee Terms of Reference and Constitution 2024-25, Zioge Smith, College Secretary.

12.3 Approved: Statement on Modern Slavery and Human Trafficking, Amanda White, Chief Financial Officer.

12.4 Noted: Council Forward Agendas 24-2025, Zioge Smith, College Secretary.

13 Received: minutes from Council Committees

13.1 Audit & Risk Committee 13.11.2024

13.2 Planning & Resources Committee 23.10.24

14. Any other business

There was no other business.

15. Next meeting: 26.3.25, 4pm-6.30pm

CLOSE

SIGNED:

A handwritten signature in black ink, appearing to read 'Peter Bazlagette', written in a cursive style.

Sir Peter Bazlagette, Chair