

## COUNCIL

**Minutes of the meeting held at 14:00 on 18 MAY 2018, at the Main Hall, International Politics building.**

Present: Dr Emyr Roberts, (Chair); Prof Elizabeth Treasure, Vice-Chancellor; Prof Chris Thomas, Pro Vice-Chancellor (Research); Mr George Ashworth; Ms Anne Davies; Mr Richard John; Ms Gwerfyl Pierce Jones; Mr Ian MacEachern; Dr Hazel Davey; Ms Kath Williams; Prof Reyer Zwiggelaar; Mr Bruce Wight, AberSU Union Development Officer; and Mr Gwion Llwyd Williams, UMCA President.

In attendance: Ms Rebecca Davies, Pro Vice-Chancellor (Chief Operating Officer); Prof John Grattan, Pro Vice-Chancellor (Student Experience and International); Mrs Lucy Hodson, Director of Planning; Mrs Jean Jones, Head of the Vice-Chancellor's Office; Dr Rhodri Llwyd Morgan, Pro Vice-Chancellor (Welsh Language and Culture, and External Engagement); Mr Geraint Pugh, University Secretary; Mr Nicholas Rogers, Director of Change Strategy; Mr Mark Godsell, Assistant Director of Finance; and Miss Anna Jones UMCA President-elect.

Apologies for absence had been received from Mr Keith Evans; the Rt Hon Elfyn Llwyd; Mr Stephen Forster, Director of Finance; and Mrs Esther Prytherch, Head of Communications and Public Affairs;

### **69. PERSONAL MATTERS RAISED BY THE CHAIR**

#### 1. Welcome

The following were welcomed to the meeting:

1. Anna Jones, UMCA President-elect, who was attending as part of her induction. She was due to commence in post on 01 July 2018; and
2. Mark Godsell, Assistant Director of Finance, who was attending on behalf of the Director of Finance.

#### 2. Quorum

The number of apologies received from Independent Members meant that the meeting would not be quorate. The University Secretary had therefore consulted in advance with those Independent Members and would feed in their comments as appropriate to ensure that Council could formally agree any decisions which were required.

#### 3. Condolences

Sympathies were expressed following the deaths of:

1. Emrys Wynn Jones, former Registrar and Secretary of the University;
2. Lisa Siân Jones, a student in the department of History and Welsh History;
3. Non Lavaró, Business Development Manager for the Institute of Business and Law; and
4. Professor Lyndon Rogers, former professor in the Department of Biochemistry and later in the Institute of Biological Sciences.

4. Recruitment of Independent Members

A short list of candidates had been agreed by the Nominations Committee, with meetings scheduled with these candidates on 24 May 2018. The outcome of this final stage of the process would be communicated to Council in due course (**ACTION:** University Secretary).

5. Strategic Plan 2018-23

Following Council's approval of the proposed design at the meeting held on 23 March 2018, hardcopies of the final publication had since been printed. Copies had been distributed to Council members at the start of the current meeting.

6. Briefing sessions

Two briefing sessions had been arranged for Council members in advance of the formal meeting: on academic quality, and on the Old College Project. Videos of both informal sessions would be made available via SharePoint for the benefit of those members not able to attend during the morning (**ACTION:** University Secretary).

7. Committee of University Chairs, and the Chairs of Universities Wales

1. The Chair of Council had attended a meeting of the Committee of University Chairs (CUC) on 19 and 20 April 2018. The draft Remuneration Code had been discussed during the plenary, and a revised version would be published in due course.

2. The Chair of Council had also attended a meeting of the Chairs of Universities Wales (ChUW) with the Cabinet Secretary for Education on 10 May 2018, and had encouraged joint-working within the sector to better understand the aspirations of Welsh-domiciled students, and the appeal of higher education institutions outside of Wales.

8. BBC Radio 4

BBC Radio 4 had broadcast segments of the Today programme live from Aberystwyth University (AU) on 17 May 2018. Members agreed that this had been very beneficial for the institution, with positive feedback received via social media from all over the world. All involved in the arrangements were thanked for their contribution to this successful broadcast.

**70. CONFLICTS OF INTEREST**

NOTED

No conflicts of interest were declared in relation to the other business to be transacted during the meeting.

**71. MINUTES OF THE PREVIOUS MEETING**

RECEIVED

Minutes of the meeting held on 23 March 2018 (COU1718-092).

**RESOLVED**

That the minutes be confirmed as a correct record, subject to revising point 67.3 to read: "Mr Richard John; noted that a PVC was the Godfather of one of his children" (**ACTION:** University Secretary).

## 72. MATTERS ARISING FROM THE MINUTES

RECEIVED

A log setting out the progress made in taking forward decisions and actions agreed at the most recent Council meeting, and outstanding actions from previous meetings (COU1718-093).

NOTED

1. Director of Finance's Report (minute 53)

The process to procure a Revolving Credit Facility was progressing, and a recommendation would be presented to the next Council meeting in this respect (**ACTION:** Director of Finance).

2. Fee and Access Plan 2019–20 (minute 55)

NOTED

The University's proposed Fee and Access Plan 2019–20 had been submitted to HEFCW by the stipulated deadline. Some minor feedback had since been received from the Funding Council, and the required revisions would now be drafted and shared with the Chair of Council for agreement on behalf of the governing body in advance of the resubmission deadline of 01 June 2018 (**ACTION:** Director of Planning).

3. General Data Protection Regulations (minute 58)

NOTED

A detailed action plan and tracker document charting progress towards compliance with the new Regulations had been considered by the University Executive on 01 May 2018, and subsequently shared with the Chair and members of the Audit and Risk Committee (ARC). The University was making good progress towards complying from 25 May 2018.

4. The other updates provided in the decisions log.

## 73. CORRESPONDENCE

The University Secretary had not received any correspondence which had not already been drawn to the attention of members.

## 74. VICE-CHANCELLOR'S REPORT

RECEIVED

Report by the Vice-Chancellor (COU1718-094).

NOTED

1. The report consisted of three key parts: a highlight report; a detailed report on student recruitment and enrolment, and important external factors; and a summary of recent communications activities.
2. Following confirmation that the Biotechnology and Biological Sciences Research Council (BBSRC) had recommitted to the Aberystwyth Innovation and Enterprise Campus (AIEC) development, the Shareholders' Agreement to formally establish AIEC Ltd as a joint-venture company was being signed by both parties. Negotiations with the

preferred contractor were also nearing conclusion, to enable construction to commence by 02 July 2018.

3. The industrial action by members of the University and College Union (UCU) in relation to proposed changes to the Universities Superannuation Scheme (USS) had come to an end. To ensure that students would not be disadvantaged as a result of the industrial action, the University was either adjusting assessments – including those leading to professional accreditation – to be based on what had been taught, or making appropriate allowances in marking and moderation procedures.
4. In light of the agreement reached between Universities UK and the UCU on a review of the USS, the scheme's Trustee had moved to implement clause 76.4, which would enforce much higher costs on both institutions and staff from April 2019 to maintain the current scheme and benefits. A prudent sum would be allocated accordingly in the proposed budget for 2018–19 in this respect.
5. The University's new Director of Marketing and Recruitment had commenced in post on 23 April 2018, and was working on a revised clearing strategy for the institution. Members acknowledged that student recruitment remained highly competitive in the sector, leading to new trends emerging. This would be considered when preparing the next iteration of the University's risk register (**ACTION:** Director of Planning).
6. On 15 May 2018, the University Executive had agreed to submit an institutional application to the Plastic Free Coastline Certification Scheme, building on the progress already made by Aberystwyth town in this respect. The University's application would be led by the Plastic Free AU Working Group.

#### **RESOLVED**

7. To endorse the University Executive's decision with respect to the Plastic Free Coastline Certification Scheme.

#### **75. REPORT BY ABERYSTWYTH UNIVERSITY STUDENTS' UNION**

RECEIVED

Report by the AberSU Development Officer (COU1718-095).

NOTED

1. The report provided an update on developments at Aberystwyth University Students' Union (AberSU) since the last meeting of the University's Council.
2. While there had been significant capital investment in the University's sports facilities over recent years, some student sports clubs felt that this investment had not been consistent, and were now calling for the facilities they use to also be improved. To ensure that this is approached in a systematic way, the University's sports facilities would be reviewed as part of the forthcoming estate strategy (**ACTION:** Pro Vice-Chancellor (Chief Operating Officer)).

#### **76. SUSTAINABILITY IMPLEMENTATION PLAN**

RECEIVED

Report by Director of Finance; the Director of Strategic Change; the Director of Planning; and Assistant Director of Finance Mark Godsell (COU1718-096).

NOTED

1. The report provided an update on the savings made to date against the Sustainability Implementation Plan (SIP) targets; the financial factors influencing delivery against the targets; and the risk mitigation put in place.
2. Since the report had been circulated, the savings generated during the current academic year were now forecast to be above target. The business cases now in train would also realise a substantial proportion of the further savings being targeted for 2018–19.
3. During the Finance and Strategy Committee (FSC) meeting on 27 April 2018, the Vice-Chancellor had proposed drawing together a short report setting out the progress made by the University since adopting the SIP. A draft of this report was included in the papers. Once approved, it would be shared with the Funding Council.
4. A review was underway of the progress made against the recommendations in the reports commissioned from The Knowledge Partnership on the University's academic offer. The resulting report would be presented during the next cycle of committees (**ACTION:** Director of Planning).

#### **RESOLVED**

5. To approve the report setting out the University's progress since adopting the SIP, subject to inserting a reference to the work now underway to develop a new estate strategy for approval during autumn 2018 (**ACTION:** Vice-Chancellor).

#### **77. MANAGEMENT ACCOUNTS**

##### RECEIVED

Report by the and Director of Finance; and Assistant Director of Finance Mark Godsell (COU1718-097).

##### NOTED

The report set out the University's financial performance as at 19 April 2018, and provided an update on other finance-related performance indicators.

#### **78. RE-DESIGNATION OF ENDOWMENT FUNDS**

##### RECEIVED

Report from Assistant Director of Finance Nansi George (COU1718-098).

##### NOTED

1. Following discussions with the Welsh Government (WG) with respect to its £5m grant towards the project costs, the procurement of a contractor had been restarted using the SEWSCAP framework. A preferred contractor would be appointed by mid-June 2018, in order to meet the target reopening date of September 2019. While the WG decisions log indicated that the Cabinet Secretary had formally approved the £5m grant on 16 May 2018, this had not yet been formally communicated to the University.
2. The Finance Department had undertaken work to identify endowment funds which could be released towards the capital costs of refurbishing Pantycelyn. £5.2m of endowments had been identified where the funds did not indicate the creation of a permanent endowment fund (Group 1). The legal advice received was that these funds could be used for other purposes by the University's Council without the need for approval from the from the Charity Commission.

3. A review of the 'Tithes and Capitular' fund, which has a capital value of £6.5m, was nearing completion. The outcome would be presented to Council in due course. Pending this outcome, or recourse to other sources, the remaining £1.8m required towards the refurbishment of Pantycelyn could be financed from the University's overall capital expenditure budget.
4. FSC had considered the proposed re-designation of the endowment funds at its meeting on 27 April 2018 where members had recommended that the proposal be approved by Council.
5. FSC members had also requested that a thorough review of all remaining Group 1 funds, as well as other, more restricted funds which were now dated and could not easily be applied in accordance with their original intentions, to better identify suitable opportunities to release these funds towards other suitable capital projects. In this context, a policy on the application of the remaining Group 1 funds would be developed for approval by the governing body (**ACTION:** Director of Finance).

#### **RESOLVED**

6. To approve the re-designation of Group 1 endowment funds totalling £5.2m – which had been given to the University for general purposes – towards the refurbishment of Pantycelyn (**ACTION:** Director of Finance).

#### **79. CODE OF PRACTICE: ETHICAL EMPLOYMENT IN SUPPLY CHAINS**

RECEIVED

Report by the Pro Vice-Chancellor (Chief Operating Officer) (COU1718-099).

NOTED

1. On 23 June 2017, Council had resolved that the University sign up to the WG's Code of Practice on Ethical Employment in Supply Chains. The report provided an update on the progress made to date by the institution to comply with the Code of Practice, which included paying "staff the Living Wage Foundation's Living Wage as a minimum" from April 2018.
2. The University would in future report on compliance with the Code of Practice as part of the annual Modern Slavery and Human Trafficking statement (**ACTION:** Pro Vice-Chancellor (Chief Operating Officer)).

#### **80. PROPOSED RESTRUCTURE OF UNIVERSITY COMMITTEES**

RECEIVED

Report by the University Secretary (COU1718-100).

NOTED

1. Following Council's resolution of 23 March 2018 that the University Executive "brings forward proposals for rationalising the sub-committee structure, in line with the new strategic direction", the University Secretary had undertaken a detailed review of the Council and its sub-committees; the Senate and the academic sub-committees; and the University Executive. In doing so, he had sought input from colleagues on the University Executive. The report summarised the recommended changes to the structure of the University's committees.
2. With respect to Council, a significant rationalisation of the current sub-committee structure was proposed. The current system of having committees which report jointly

to Council and Senate would cease, and the sub-committee workload rebalanced between three main committees: an Audit, Risk and Assurance Committee; a Governance and Compliance Committee; and a Resources and Performance Committee.

## **RESOLVED**

3. To approve the proposed restructure of the University committees in principle and request a further paper to the next Council meeting setting out (**ACTION:** University Secretary):
  1. the precise terms of reference of each committee which will in future report to the governing body, taking into account the feedback received from Council members; and
  2. the proposed membership of the new and / or revised committees.
4. That the Independent Members inform the University Secretary by 31 May 2018 should they have a preference as to the committee of Council on which they would wish to serve in future, so that this could be taken into account by the Nominations Committee at its meeting on 06 June 2018 (**ACTION:** University Secretary).

## **81. ITEMS FOR INFORMATION**

RECEIVED

Members received a report on the following for information:

1. Summary Corporate Risk Register (COU1718-101).

NOTED

2. The contents of the report presented for information.

## **82. REPORTS FROM SUB-COMMITTEES**

RECEIVED

A composite report comprising the following (COU1718-102):

1. Finance and Strategy Committee (27 April 2018);
2. Senate (18 April 2018); and
3. Welsh Language Strategy (09 February 2018).

NOTED

4. Welsh Language Strategy (09 February 2018)

1. The Welsh Language Standards with which the University is required to comply had come into force on 01 April 2018.

## **RESOLVED**

2. That a suitable communication be issued to staff to advise them on the requirements of the Welsh Language Standards; and that opportunities to provide further training opportunities to staff on how to comply with the Standards be identified (**ACTION:** Pro Vice-Chancellor (Welsh Language and Culture, and External Engagement)).

5. The reports received from the committees.

### **83. ANY OTHER BUSINESS**

1. Farewells

Gwion Llwyd Williams would reach the end of his term as UMCA President on 30 June 2018. This had therefore been his last meeting of Council. He was thanked for his contribution to the governing body and the University over the past year, and was wished well for the future.