

## COUNCIL

### **Minutes of the meeting held at 11:30 on 28 JUNE 2019, at the Executive Boardroom, Visualisation Centre.**

Present: Dr Emyr Roberts, Chair of Council (Chair); Ms Gwerfyl Pierce Jones, Deputy Chair of Council (until minute 105); Professor Elizabeth Treasure, Vice-Chancellor; Professor Tim Woods, Pro Vice-Chancellor (Learning, Teaching and Student Experience); Mr George Ashworth; Mrs Samantha Blackie; Dr Hazel Davey; Ms Anne Davies (via Skype); Mr Richard John; Ms Anna Wyn Jones, UMCA President; the Rt Hon Elfyn Llwyd; Mr Ian MacEachern (until minute 98); Ms Fiona Sharp; Mr Bruce Wight AberSU President; Prof Robin Williams; and Prof Reyer Zwiggelaar.

In attendance: Mr Athur Dafis, Senior Communications Officer; Mr Stephen Forster, Director of Finance and Corporate Services; Mrs Jean Jones, Head of the Vice-Chancellor's Office; Mr Geraint Pugh, University Secretary; Prof Chris Thomas, Pro Vice-Chancellor (Research, Knowledge Exchange and Innovation) (from minute 94); Mr Tomos Ifan, UMCA President-elect; Mr Dhanjeet Ramnatsing, AberSU President-elect; Dr Rhodri Llwyd Morgan, Director of Welsh Language and External Engagement (for minutes 93, 96.3 and 97); Mr Jim O'Rourke, Old College Project Manager (for minute 93); and Mr Andy Shenstone, AdvanceHE (via Skype; for minute 94)

Apologies for absence had been received from Ms Meri Huws; and Ms Kath Williams.

### **83. MATTERS RAISED BY THE CHAIR**

#### 1. Welcome

1. Fiona Sharp had commenced as a new Independent Member of Council on 01 May 2019, and was welcomed to her first meeting of the governing body.
2. Dhanjeet Ramnatsing, Aberystwyth University Students' Union (AberSU) President-elect; and Tomos Ifan, UMCA President-elect; were welcomed to the meeting as observers. They would commence their terms as Council members on 01 July 2019.
3. Arthur Dafis was welcomed to the Council meeting as a representative of the University's Communications and Public Affairs team. Members had previously been advised of Esther Prytherch's wish to stand down as Head of Communications and Public Affairs. Mrs Prytherch was thanked for her contribution to the University in that role. Steps were now being taken to appoint her replacement as Head.

#### 2. Congratulations

Members congratulated two individuals with close links to the University on being included on the Queen's Birthday Honours list:

1. Prof Sir Robin Williams, Honorary Fellow and Independent Member of Council, who had received a knighthood; and
2. Prof Dame Elan Closs Stephens, Emeritus Professor and Pro-Chancellor-elect, who had been made a Dame.

#### 3. Condolences

Sympathies were expressed following the deaths of:

1. Professor Neville Greaves, former Head of Department of Physics and former Director of the Institute of Mathematics and Physics;
  2. Emeritus Lecturer Eric G Hall;
  3. Professor Noel Lloyd, former Vice-Chancellor;
  4. Dr John Sheehy, Honorary Fellow; and
  5. Phoebe Williams, a second-year student at the School of Art.
4. Recent events
1. The Chair reported that he had attended a reception at the Senedd on 30 April 2019 to mark the centenary of the International Politics department.
  2. The Chair had also attended a meeting of the Chairs of Universities Wales (ChUW) on 13 May 2019. The current Chair of that group would be reaching the end of his term in the autumn, and Dr Emyr Roberts had been elected by ChUW members as the new Chair of that group for a term commencing 01 October 2019.
5. Site Visits
1. On the afternoon of 27 June 2019, a number of Council members had taken the opportunity to visit the University's Uplands Research Platform at Pwllpeiran.
  2. Members had also visited key student-facing facilities on the Penglais campus in advance of the Council meeting, including the Sports Centre; the Hugh Owen Library; and lecture theatres.

#### **84. CONFLICTS OF INTEREST**

NOTED

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

#### **85. MINUTES OF THE PREVIOUS MEETING**

RECEIVED

Minutes of the meeting held on 12 April 2019 (COU1819-134).

**RESOLVED**

That the minutes be confirmed as a correct record.

#### **86. 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 (COU1819-135).

NOTED

1. Pantycelyn (minute 50.1.7)

A letter of intent had now been signed between the University and Morgan Sindall. This had enabled the refurbishment work to commence in earnest in early June 2019, with a 13-month programme of works agreed. The refurbishment was therefore expected to be completed by July 2020, and not 2022 as incorrectly noted in the log.

2. The other updates provided in the decisions log.

## **87. DECISIONS TAKEN BETWEEN MEETINGS**

RECEIVED

Report by the University Secretary (COU1819-136).

NOTED

1. The report detailed the instances since the last Council meeting when matters had been approved by members via correspondence.
2. The matters approved by members via correspondence were:
  1. the submission of a revised Fee & Access Plan 2020–21 to HEFCW; and
  2. the appointment of Dr Emyr Roberts and Prof Sir Robin Williams to serve as Independent Members on the Selection Committee being established to recruit a new Pro Vice-Chancellor (Research, Knowledge Exchange and Innovation).

## **88. CORRESPONDENCE**

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

## **89. VICE-CHANCELLOR'S REPORT**

RECEIVED

Report by the Vice-Chancellor (COU1819-137).

NOTED

1. The report consisted of three key parts: a highlight report; key planning considerations and an update on student recruitment; and a communications report. A draft position statement for the University, as well information on the use of external consultants to advise on marketing and student recruitment activity, had been included in response to previous requests by Council members.
2. The Vice-Chancellor welcomed the feedback received from Council members since circulating the draft position statement. A revised version would now be produced and shared with Council members in due course (**ACTION:** Director of Student Recruitment and Marketing).
3. Members discussed the latest student recruitment forecasts for the September 2019 intake. While every effort was being made to convert applicants to firm acceptances, the level of competition between institutions remained challenging.
4. A recent analysis produced by DataHE had prompted a review of the University's offer-making strategy. This was discussed in detail by members, particularly the potential future use of unconditional offers. It was confirmed that the University no longer made any conditional unconditional offers, and did not intend to reintroduce such offers in the future.

5. A summary of the Research Grants awarded since the last Council meeting had been made available to members on SharePoint (COU1819-165).

## **90. HEALTH AND SAFETY UPDATE**

RECEIVED

Report by the Health, Safety and Environmental Manager (COU1819-138).

NOTED

The report summarised the fuller update on health and safety which had been presented to the Governance and Compliance Committee (GCC) on 23 May 2019.

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

RECEIVED

Report by the AberSU President (COU1819-139).

NOTED

1. The report provided an update on developments at AberSU since the last meeting of the University's Council.
2. Members welcomed confirmation that AberSU had not received any complaints from student during the most recent examination period.

## **92. FINANCIAL MATTERS**

### **1. Financial Update**

RECEIVED

Report by the Assistant Director of Finance, Mark Godsell, incorporating a summary of financial performance for Quarter 2 2018–19 (COU1819-140).

NOTED

1. The report summarised the University's financial performance at the end of Quarter 2 (28 February 2019), and provided an update on more recent key financial developments and variables.
  2. The institution remained on course to achieve the planned deficit budget for 2018–19. However, the delay in progressing some business cases meant that the historic share of surpluses due to the University with respect to a student residence would now be used to achieve the agreed deficit budget for the year.
  3. Members expressed disappointment that this exceptional income would now be used in this way. The Executive emphasised that this was merely a timing issue and that the recurrent savings required under the Sustainability Implementation Plan (SIP) would still be realised in full.
2. **Sustainability Implementation Plan**

RECEIVED

Report by the Director of Finance and Corporate Services; the Director of Human Resources and Organisational Development; Assistant Director of Finance Mark Godsell; and Management Accountant Mark Davies (COU1819-141).

## 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. Consultation on the final business case required to realise the full recurrent savings targeted as part of the SIP were already in train. It was expected that this process would be completed during early autumn 2019, at which point the SIP would be achieved in full. Any future business cases would consequently be progressed as part of everyday operations.
  3. Fully withdrawing from the Llanbadarn campus would be a longer-term project. The options currently being considered were outlined to members, and it was recognised that the nature of the asset meant that expert advice would be needed to achieve the best outcome for the University.
3. Budget for 2019–20, with financial forecasts for outyears to 2022–23

## RECEIVED

Report by the Director of Finance and Corporate Services; and Assistant Director of Finance Mark Godsell (COU1819-142).

## NOTED

1. The proposed budget for 2019–20 targeted a small operational budget surplus, as per the original forecasts when the SIP was agreed, and thereby reflecting the progress made over recent years to fully deliver the SIP targets. The key elements of the draft budget were outlined by the Director of Finance and Corporate Services.
2. The draft budget had been considered by the Resources and Performance Committee (RPC) on 23 May 2019. A revised iteration had since been produced which incorporated the latest information available to the University, including in relation to projected student intake and sector pay negotiations.
3. Earlier in the day HEFCW had issued a circular on Higher Education Research Capital Funding for 2019–20. The £905k which had been allocated to the University had not yet been factored into the budget, and would enable some capital works to progress earlier than originally planned.

## RESOLVED

4. To approve the draft budget for 2019–20, and to note the financial forecasts for the outyears to 2022–23 (**ACTION:** Director of Finance and Corporate Services).

## 93. OLD COLLEGE

### RECEIVED

Report by the Director of Welsh Language and External Engagement (COU1819-143).

### NOTED

1. The report provided an update on the project's progress, with particular attention to: planning applications; VAT position; business plan update; capital cost estimate; current match-funding position; and the University's own capital contribution.
2. Members discussed the amount of match-funding which had been confirmed to date, and the on-going interactions between the University and other potential external

fundings. At present, there remained a potential capital funding gap which the University itself would need to fill. However, efforts were continuing to reduce this as far as possible.

3. The University was required to submit its Phase 2 application to the Heritage Lottery Fund (HLF) during August 2019 – prior to the first committee cycle of the next academic year. Council was therefore being invited to agree to the submission of the application at the current meeting. However, it was emphasised that further decisions would be required by Council once the outcome of the application to the HLF was known, including in relation to the appointment of any contractors, and formal confirmation of the University's own capital contribution.

#### **RESOLVED**

4. To unanimously approve the submission of the Phase 2 application to the HLF, conditional on a maximum capital contribution by the University of £6m (**ACTION:** Director of Welsh Language and External Engagement).

### **94. GOVERNANCE EFFECTIVENESS REVIEW**

#### RECEIVED

Governance Effectiveness Review report by AdvanceHE (COU1819-148).

#### NOTED

1. The University had commissioned consultants from Advance HE to undertake an external review of governance effectiveness between December 2018 and May 2019. An earlier draft of the resulting report had been provided to GCC members for their initial consideration, and the final version now presented to Council had been revised to clarify some observations in light of the feedback received from GCC members.
2. Based on the evidence gathered and the comparative analysis undertaken, AdvanceHE had concluded that the University had an enhancing approach to governance effectiveness. Members welcomed confirmation that the University compared favourably against benchmark institutions who had also conducted similar governance effectiveness reviews with AdvanceHE.
3. It was recognised that the institution remained on a journey in terms of improving the effectiveness of its governance processes, and a series of recommendations were made in the report. These were discussed in detail by members, with further context sought from AdvanceHE on certain aspects. The next stage would be for the University to consider which of the recommendations to take forward, and how their implementation should be prioritised.

#### **RESOLVED**

4. That an action plan be developed in response to the recommendations outlined in AdvanceHE's report, in consultation with the Chair of Council and the Vice-Chancellor, for consideration at the next GCC meeting (**ACTION:** University Secretary).

### **95. DISPOSAL OF SURPLUS ASSETS**

#### RECEIVED

Report by Director of Estates, Facilities and Residences (COU1819-144).

#### NOTED

1. The report provided an update on the disposal of surplus land and building assets which had been approved by Council on 23 June 2017 and 26 November 2018. The disposal of six further assets was also recommended in the report.
2. One asset previously approved for disposal had only received one offer since being placed for sale. This offer was for an amount which was slightly below the average valuation previously presented to Council. Based on the low level of interest to date in the property, it was recommended that Council agree to accept the single offer received.
3. Since Brynamlwg had closed to staff and students in July 2018 the building had remained empty. Options for future use of the building were still being considered and a separate proposal would be presented to Council in this respect as and when appropriate.

## **RESOLVED**

4. To approve the disposal of the four residential properties and two farms, as set out in the report (**ACTION:** Director of Estates, Facilities and Residences).
5. To approve the sale of the residential property at the value of the only offer received, as set out in the report (**ACTION:** Director of Estates, Facilities and Residences).

## **96. STRATEGIC MATTERS**

1. Strategic Plan 2018–23 Key Performance Indicators

RECEIVED

Report by the Head of Planning (COU1819-145).

NOTED

The report presented current data points for the Key Performance Indicators (KPIs) which had been agreed by Council to monitor the delivery of the institutional Strategic Plan.

2. Learning and Teaching Strategy

RECEIVED

Report by Pro Vice-Chancellor (Learning, Teaching and Student Experience), incorporating a draft Learning and Teaching Strategy 2019–22 (COU1819-146).

NOTED

1. The draft Learning and Teaching Strategy had been developed to complement the 2018–23 institutional Strategy, and included aims and actions that could be closely managed, focussing on the current needs of the institution through a period of considerable transformation. Aspects of the proposed Strategy would also guide the development of the institution's other enabling strategies, including those relating to estates development.
2. Members discussed the contents of the draft Strategy and accompanying Action Plan in detail – particularly the interface between learning and teaching, and research; and the operation of the Module Evaluation Questionnaires. The principal aim of promoting the ethos of students as partners in their learning was welcomed.
3. Extensive consultation had taken place with key stakeholders, including academic colleagues and students. Senate had also considered an earlier

iteration of the Strategy at its meeting on 12 June 2019, where members had recommended that it be approved by Council.

**RESOLVED**

4. To approve the draft Learning and Teaching Strategy 2019–22 (**ACTION:** Pro Vice-Chancellor (Learning, Teaching and Student Experience)).
3. Welsh Language and Culture Strategy

RECEIVED

Report by Director of Welsh Language and External Engagement, incorporating a draft Welsh Language and Culture Strategy (COU1819-147).

NOTED

1. The draft sub-Strategy would complement the overall institutional Strategy for 2018–23, and drew together the objectives outlined in the institution's Welsh Medium Academic Plan, the Integrated Strategic Plan for the Welsh Language and the Bilingual Skills Strategy.
2. This sub-Strategy would also enable the University to present a cohesive plan that could take the University forward in fulfilling its bilingual mission, and in compliance with the relevant Welsh Language Standards which apply to the institution.
3. The Senate had considered the draft Strategy at its meeting on 12 June 2019, where members recommended that it be approved by Council.

**RESOLVED**

4. To approve the Welsh Language and Culture Strategy (**ACTION:** Director of Welsh Language and External Engagement).

**97. POLICY ON THE INTERNAL USE OF WELSH**

RECEIVED

Report by the Director of Welsh Language and External Engagement, incorporating a draft Internal use of Welsh Policy (COU1819-150).

NOTED

1. Under the terms of Welsh Language Standard 105, the University was required to adopt a Policy on the Internal use of Welsh. The draft Policy therefore drew on commitments already in place in response to the other Welsh Language Standards, and provisions which featured in the University's previous Welsh Language Scheme.
2. Several internal bodies had already been consulted as part of the development of this draft Policy, including the Senate, the Welsh Language Operational Group, the University's Branch of the Coleg Cymraeg Cenedlaethol (CCC), and the trade unions.

**RESOLVED**

3. To approve the draft Internal use of Welsh Policy (**ACTION:** Director of Welsh Language and External Engagement).

**98. CODE OF PRACTICE ON FREEDOM OF SPEECH**

RECEIVED

Report by the University Secretary, incorporating draft revisions to the Code of Practice on Freedom of Speech (COU1819-149).

NOTED

1. The University's current Code of Practice on Freedom of Speech had been last revised in May 2016, and had been due for review during 2018. However, due to the University-wide restructure, a review of the Code of Practice had been put on hold.
2. Drawing on recent sector debates and newly issued guidance, revisions were now being proposed to the University's Code of Practice on Freedom of Speech. A number of individuals had already been invited to provide feedback on the proposed revisions, and feedback would be sought from the Trade Unions.
3. The proposed revisions to the Code of Practice had been considered by GCC on 23 May, and by the Senate on 12 June 2019. At both meetings, members had recommended that the revisions be approved by Council.

**RESOLVED**

4. To approve the revised Code of Practice on Freedom of Speech (**ACTION:** University Secretary).

## **99. SOCIALLY RESPONSIBLE INVESTMENT STATEMENT**

RECEIVED

Report by the University Secretary, incorporating proposed revisions to the University's Statement of Socially Responsible Investment (SRI) (COU1819-151).

NOTED

1. At its meeting on 16 May 2019, the Investments Committee had considered proposed revisions to the SRI Statement, which forms part of the institution's Investment Policy. This followed a discussion at the Committee's previous meeting on 05 November 2018 on Environmental, Social and Governance (ESG) considerations and Mission-related Investing (MRI).
2. The proposed revisions to the SRI Statement drew on the approach undertaken by other higher education institutions. Cambridge Associates, the University's Investment Advisors, have also been involved in the development of the proposed revisions and would present a report to the next meeting of the Investments Committee as to how the institution's current investments conform with the revised SRI Statement.

**RESOLVED**

3. To approve the revisions to the SRI Statement (**ACTION:** University Secretary).

## **100. POLICY ON THE USE OF GROUP 1 ENDOWMENTS**

NOTED

The report had been omitted from the Council papers in error and would be circulated for consideration by correspondence (**ACTION:** University Secretary).

## **101. COMMITTEE TERMS OF REFERENCE**

RECEIVED

Report by the University Secretary, incorporating proposed revisions to the GCC terms of reference (COU1819-153).

NOTED

1. On 23 May 2019, GCC members had considered that Committee's terms of reference in the context of an earlier committee effectiveness questionnaire completed by GCC members. Based on the responses to the questionnaire, minor amendments had been proposed to GCC's terms of reference.

**RESOLVED**

2. To approve the revisions to the GCC's terms of reference (**ACTION:** University Secretary).

## **102. REVISIONS TO AN ORDINANCE**

RECEIVED

Report by the University Secretary, incorporating proposed revisions to Ordinance 21 (COU1819-154).

NOTED

1. The Head of Information Management, Libraries and Archives (iMLA), and the Director of Marketing and Student Recruitment, had proposed that iMLA in future becomes known by its previous name, Information Studies. In order to bring this to effect, a minor revision would be required to Ordinance 21.
2. This proposal had been considered by GCC on 23 May, and by the Senate on 12 June 2019. At both meetings, members had recommended that the revisions be approved by Council.

**RESOLVED**

3. To approve the proposed revisions to Ordinance 21 (**ACTION:** University Secretary).

## **103. APPOINTMENTS TO SUB-COMMITTEES**

RECEIVED

Report by the University Secretary (COU1819-155).

NOTED

1. There were a number of current or forthcoming vacancies for Independent Members to serve on the University's sub-committees. These were set out in the report.
2. This report had been considered by GCC members by correspondence during late May 2019. GCC members had agreed to recommend the steps as outlined in the attached report to Council.

**RESOLVED**

3. To approve the appointments recommended in the report (**ACTION:** University Secretary).
4. To further consider how best to fill the vacancy to serve on the Audit, Risk and Assurance Committee (ARAC) (**ACTION:** University Secretary).

## **104. ABERSU RELATIONSHIP AGREEMENT**

RECEIVED

Report by the University Secretary (COU1819-156)

NOTED

1. HEFCW requires that universities and Students' Unions enter into a Relationship Agreement, which should be endorsed by the institution's Governing Body, reviewed annually in time for the new academic year, and signed by the incoming Student Officers.
2. No changes were being proposed to the current Relationship Agreement, a copy of which was appended to the report, other than to update signatures. This approach had been endorsed by GCC at its meeting on 23 May 2019.

**RESOLVED**

3. To retain the current Relationship Agreement for the forthcoming academic year (**ACTION:** University Secretary).

#### **104. ITEMS FOR INFORMATION**

RECEIVED

Members received reports on the following for information:

1. Summary Corporate Risk Register (COU1819-157);
2. Documents affixed with the Common Seal (COU1819-158);
3. Annual report on Collaborative Partnerships (COU1819-159); and
4. Report on Welsh Language Standards Complaints (COU1819-160).

NOTED

5. The contents of the reports presented for information.

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

RECEIVED

A composite report comprising the following (COU1819-161):

1. Governance and Compliance Committee (23 May 2019);
2. Resources and Performance Committee (23 May 2019);
3. Audit, Risk and Assurance Committee (24 May 2019);
4. Senate (20 May 2019 and 12 June 2019); and
5. Investments Committee (16 May 2019)

NOTED

6. The reports received from the sub-committees.

#### **106. ANY OTHER BUSINESS**

##### **1. Farewells**

1. This has been the last Council meeting for Bruce Wight, AberSU President, and Anna Wyn Jones, UMCA President. Members thanked both for their contributions

to the governing body during their terms as sabbatical officers and wished them well for the future.

2. This would also be the last Council meeting that Prof Chris Thomas would attend prior to his departure from the University's employment. He was thanked for his contribution to the University and the Council during his period as Pro Vice-Chancellor for Research, Knowledge Exchange and Innovation, and was wished well in his new appointment as a Distinguished Research Professor at the University of Lincoln, a post which he would assume in early October 2019.