

## COUNCIL

**Minutes of the meeting held at 13:00 on 11 OCTOBER 2019, at the Executive Boardroom, Visualisation Centre.**

Present: Dr Emyr Roberts, Chair of Council (Chair); Ms Gwerfyl Pierce Jones, Deputy Chair of Council; Professor Elizabeth Treasure, Vice-Chancellor; Professor Tim Woods, Pro Vice-Chancellor (Learning, Teaching and Student Experience); Mrs Samantha Blackie; Dr Hazel Davey; Ms Meri Huws; the Rt Hon Elfyn Llwyd; Mr Ian MacEachern; Mr Dhan Ramnatsing, AberSU President; Ms Fiona Sharp; Ms Kath Williams; Prof Sir Robin Williams; and Prof Reyer Zwiggelaar.

In attendance: Mr Arthur 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; and Mr Nick Rogers, Director of Human Resources and Organisational Development (for minute 11.2).

Apologies for absence had been received from Mr George Ashworth; Ms Anne Davies; Mr Tomos Ifan, UMCA President; Mr Richard John; and Prof Colin McInnes, Pro Vice-Chancellor (Research, Knowledge Exchange and Innovation).

### 1. MATTERS RAISED BY THE CHAIR

#### 1. Welcome

The following were welcomed to their first meeting as Council members:

1. Meri Huws, Independent Member; and
2. Dhan Ramnatsing, Aberystwyth University Students Union (AberSU) President

#### 2. Condolences

Sympathies were expressed following the deaths of:

1. Alun Eirug Davies, former Deputy Librarian;
2. Anna Evans, who had been working with the Arts Centre on community projects;
3. David Hides, former Head of Plant Breeding at Gogerddan;
4. Prof William Jeremy Jones, former Head of the Chemistry department;
5. Dr C Roy Lewis, former Head of the Geography department; and
6. David Metcalfe, former member of staff in the Finance Office.

#### 3. Away Day

1. Council had held an away day on the afternoon of 10 October, and the morning of 11 October 2019. The first day had focused on developments at the University, Council's role in relation to academic quality, and the priorities of each Faculty.

The second day had provided an opportunity to brief members on steps being taken by the institution to improve its environmental sustainability, as well as work to produce a Research Strategy and prepare for the Research Excellence Framework.

#### **RESOLVED**

2. That copies of all presentations be made available on SharePoint for future reference (**ACTION:** University Secretary).
3. That a short questionnaire be circulated to members seeking their feedback on the topics covered during the away day (**ACTION:** University Secretary).
4. Informal meeting of Independent Members

In accordance with the Action Plan developed in response to the AdvanceHE review of Governance Effectiveness at the University, the Chair summarised the matters discussed during the informal meeting of Independent Members with the Vice-Chancellor, which had been held in advance of the formal governing body meeting. All matters related to items to be discussed during the formal meeting and would be considered further under the appropriate agenda item.

#### **2. CONFLICTS OF INTEREST**

Ian MacEachern, as a Trustee of the Aberystwyth University Pension and Assurance Scheme (AUPAS), declared an interest in the item 'AUPAS Employer Covenant'. It was not deemed necessary for him to recuse during discussion of this report.

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

RECEIVED

Minutes of the meeting held on 28 June 2019 (COU1920-003).

#### **RESOLVED**

That the minutes be confirmed as a correct record.

#### **4. 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 (COU1920-004).

NOTED

##### **1. Pantycelyn (minute 50.1.8)**

1. Some Council members had attended a site visit held on 13 September 2019 to view the latest progress at Pantycelyn. With the project currently progressing within budget and on time, members questioned whether there remained any benefit in producing monthly progress reports for stakeholders. Rather, updates

on activity relating to marketing the refurbished hall to prospective and current students may be more appropriate at this stage.

#### **RESOLVED**

2. To cancel the action associated with minute 50.1.8: “That Council members receive monthly progress reports on the Pantycelyn refurbishment project...” (**ACTION:** University Secretary).
2. That Council members receive reports on activity to market the refurbished Pantycelyn to prospective and current students (**ACTION:** Director of Marketing and Student Recruitment; and Senior Communications Officer).
2. The other updates provided in the decisions log.

#### **5. DECISIONS TAKEN BETWEEN MEETINGS**

##### RECEIVED

Report by the University Secretary (COU1920-035).

##### NOTED

1. The report detailed instances since the last Council meeting when matters had been approved by members via correspondence, or by the Chair on behalf of members.
2. The matters approved by members via correspondence were:
  1. a Policy on the use of Group 1 endowments;
  2. the appointment of Prof Colin McInnes as Pro Vice-Chancellor (Research, Knowledge Exchange, and Innovation); and
  3. proposals for a RE:FIT project.
3. The matters approved by the Chair on behalf of the governing body were:
  1. the submission of a revised Fee and Access Plan 2020–21 to HEFCW;
  2. the submission of a further revised Fee and Access Plan 2020–21 to HEFCW;
  3. the submission of a Fee and Access Plan Compliance and Effectiveness Report to HEFCW;
  4. the disposal of additional land to enable the Bow Street Transport Hub development to progress; and
  5. the appointment of Kath Williams as Council’s representative on the ITE Partnership Strategic and Accountability Board.

#### **6. CORRESPONDENCE**

1. [HEFCW Institutional Risk Review Letter](#)

##### RECEIVED

Letter by the Chief Executive of HEFCW dated 25 September 2019 (COU1920-005).

NOTED

1. On 25 September 2019, HEFCW had issued the 2019 Institutional Risk Review Letter to the Vice-Chancellor. The letter summarised the outcome of the 2018–19 Institutional Risk Review assessment of the University undertaken by HEFCW, and set out the areas where the Funding Council wished to engage further with the institution. Members were reminded of HEFCW’s requirement that the contents of the letter be kept confidential.
  2. Members considered the contents of the correspondence, and were advised that the Vice-Chancellor would discuss further with the Funding Council’s Chair and Chief Executive at their forthcoming meeting.
  3. The University was now working towards drafting updates on the minor matters raised by HEFCW in Appendix B of their letter. The proposed responses would be presented to Council in advance of their submission to the Funding Council by the end of October 2019 (**ACTION:** Vice-Chancellor).
2. Consultation on revisions to HEFCW’s institutional engagement processes

RECEIVED

HEFCW Circular W19/30HE: “Consultation on revisions to HEFCW’s institutional engagement processes” (COU1920-006).

NOTED

1. On 19 September 2019, HEFCW had issued a Circular which invited responses from higher education institutions in Wales on proposed changes to the Funding Council’s institutional engagement processes.
  2. The University was currently drafting a proposed response to HEFCW. A copy of this response would be shared with Council members prior to submission (**ACTION:** Head of Strategic Development).
3. Letter from AUSSSC

RECEIVED

Report by the University Secretary, incorporating a letter by the Chair of the Aberystwyth University Staff Club (AUSSSC) (COU1920-007).

NOTED

1. On 02 October 2019, the University Secretary had received the correspondence from the Chair of the AUSSSC, with a request that it be presented to the next Council meeting. This letter was the latest in a series of interactions between the University and the AUSSSC since Brynamlwg – which was used by the AUSSSC for its meetings and events – was closed in July 2018.
2. The report also summarised the recent interactions between the University and the AUSSSC, and included a draft response to be issued to the AUSSSC on behalf

of the governing body. These were considered by Council members alongside the correspondence received.

3. Members were reassured that, during their interactions to date with the AUSSSC, the University Executive had proposed alternative locations within the University which could be used by AUSSSC. All suggestions to date have been turned down.

#### **RESOLVED**

4. To approve the proposed response to the AUSSSC (**ACTION:** University Secretary).

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

RECEIVED

Report by the Vice-Chancellor (COU1920-008).

NOTED

1. The report consisted of five key parts: a highlight report; a planning and student enrolment report; a communications report; a report from Senate; and a report on research grants.
2. Members congratulated the Vice-Chancellor and colleagues on another excellent performance in the National Student Survey (NSS) 2019, which had been published on 03 July 2019. Overall satisfaction amongst students at the University now stood at 91 per cent.
3. The University had also been named Welsh University of the Year for 2020 by The Times / The Sunday Times Good University Guide. In that particular league table, the University had also climbed three places to 45<sup>th</sup> position. Members again congratulated the Vice-Chancellor and colleagues on this achievement.
4. In response to the AdvanceHE review of Governance Effectiveness at the University, a new section summarising discussions at the most recent Senate meeting had been included to the Vice-Chancellor's report. This was welcomed by Council members.

### **8. HEALTH AND SAFETY UPDATE**

RECEIVED

Report by the Health, Safety and Environmental Manager (COU1920-009).

NOTED

The report provided a summary update on health and safety. A fuller report would be presented to GCC on 07 November 2019.

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

RECEIVED

Report by AberSU (COU1920-010).

NOTED

1. The report provided an update on developments at AberSU since the last meeting of the University's Council.
2. The 'Purple Postbox Project' had been launched by AberSU as a campaign to encourage staff, students and alumni of the University to lobby Members of Parliament across the UK to request that participation in the ERASMUS+ scheme be protected post-Brexit. Other students' unions across the UK had since expressed an interest in joining this campaign.
3. Concerns were expressed in the report about the recruitment practices of a supplier to the University. Since these concerns were based on anecdotes and social media posts, AberSU was not in a position to raise matters formally with the University, which in turn could engage with the supplier in question to investigate further.

## **10. FINANCIAL MATTERS**

### **1. Financial Update**

RECEIVED

Report by Assistant Director of Finance, Mark Godsell (COU1920-011).

NOTED

1. The report summarised the University's financial performance at the end of Quarter 4 (31 July 2019). While subject to the external audit process which is now underway, the institution was on course to achieve the planned deficit budget for 2018–19.
2. Members queried the status of the expected benefits for universities in Wales as a result of the Welsh Government implementing the recommendations of the Diamond 'Review of higher education funding and student finance arrangements'. Council was advised that the status of the expected 'Diamond Dividend' remained uncertain.

### **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 (COU1920-012).

NOTED

The report provided an update on the savings made to date against the SIP targets; a summary of the completed business cases to date; and actions being taken to mitigate any further reduction in income.

### **3. AUPAS Employer Covenant**

RECEIVED

Report by Temporary Financial Accountant Alan Graham (COU1920-013).

## NOTED

1. Under the Pensions Act 2004, the AUPAS Trustees were required to report to the Pensions Regulator on the strength of the employer covenant following each triennial valuation (the last of which was performed on 01 August 2017 and issued on 16 October 2018), and more frequently if circumstances require.
2. The report set out the key considerations, which confirmed that the University's role remains one of supporting the AUPAS Trustees, and underwriting any deficit in the scheme. There had been little change in the financial position of the scheme since the last triennial valuation.
3. The report had been considered by the Resources and Performance Committee (RPC) on 26 September 2019 where members had endorsed the proposed response as employer.

## RESOLVED

4. As employer, to (**ACTION:** Temporary Financial Accountant Alan Graham):
  1. formally agree to continue to underwrite any deficit in AUPAS to support the assessment of the strength of the employer covenant; and
  2. support an independent review of the strength of the employer covenant, should the AUPAS Trustees wish to commission such an independent review.

## 11. STRATEGIC MATTERS

1. Strategic Plan 2018–23 Key Performance Indicators

### RECEIVED

Report by the Head of Planning (COU1920-014).

### 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. People Strategy

### RECEIVED

Report by the Director of Human Resources and Organisational Development, incorporating a draft Strategy (COU1920-015).

### NOTED

1. A one-page People Strategy had been drafted for consideration, supported by a diagram outlining how the desired behaviours supported the values appearing in the institutional Strategic Plan 2018–23. A separate document had also been produced which outlined the relationships between the draft People Strategy and

the institutional Strategic Plan 2018–23, and how both documents would drive the Human Resources department’s objectives for 2019–22.

2. The draft Strategy had been considered by GCC on 26 September 2019 where members had recommended that it be approved by Council, subject to revisions to incorporate the feedback provided by GCC members at that meeting.

**RESOLVED**

3. To approve the proposed People Strategy (**ACTION:** Director of Human Resources and Organisational Development).

3. Development and Alumni Relations Strategy

RECEIVED

Report by the Director of Development and Alumni Relations, incorporating a draft Development and Alumni Relations Strategy 2019–23 and an associated action plan for 2019–20 (COU1920-016).

NOTED

1. At the RPC meeting held on 23 May 2019, members had considered a draft Development and Alumni Relations Strategy, and had requested that it be re-presented to the Committee alongside a proposed operational plan.
2. The draft Strategy and a new action plan had therefore been presented to RPC for consideration on 26 September 2019. Both documents were endorsed by members at that meeting.

**RESOLVED**

3. To approve the Development and Alumni Relations Strategy 2019–23 and associated action plan for 2019–20 (**ACTION:** Director of Development and Alumni Relations).

4. Farms Strategy

RECEIVED

Report by the Chair in Livestock Science, incorporating a draft Farms Strategy 2019–22 (COU1920-017).

NOTED

1. On 08 February 2019, Council had considered a report on the financial plan agreed by the University Executive for the future sustainable operation of the University’s farms. As agreed at that meeting, an overarching strategy for the farms had since been produced and was being presented for approval.
2. The strategy was discussed in detail by members. While teaching and research activities were rightly the main drivers of the strategy, it was considered important to ensure that all secondary activity be undertaken as commercially as possible to contribute to sustainable operations.

3. The draft Strategy had been considered by RPC on 26 September 2019 where members had recommended that it be approved by Council.

**RESOLVED**

4. To approve the proposed Farms Strategy 2019–22, subject to the deletion of one sentence in the Strategy (**ACTION** Chair in Livestock Science).

**12. VETERINARY MEDICINE**

Report COU1920-018 had been withdrawn and would be re-presented during the next cycle of committee meetings (**ACTION:** Pro Vice-Chancellor (Learning, Teaching and Student Experience)).

**13. DEPUTY CHAIR OF COUNCIL**

NOTED

On 31 December 2019, Gwerfyl Pierce Jones, Deputy Chair of Council, would reach the end of her term on the governing body. In accordance with Ordinance 6, expressions of interest had been invited from the independent members on Council during late August 2019 in order to appoint a new Deputy Chair. One expression of interest had been received.

**RESOLVED**

To formally elect the Rt Hon Elfyn Llwyd as Deputy Chair of Council for the period from 01 January 2020 to 31 July 2021 (**ACTION:** University Secretary).

**14. CO-OWNERSHIP / FUTURE ASSIGNMENT OF UNIVERSITY PATENT TO ARCITEKBIO LIMITED**

RECEIVED

Report by the Interim Head of Research, Business and Innovation (COU1920-019).

NOTED

The report set out a proposed co-ownership and ultimately assignment of a University-owned patent to the spin-out company ArcitekBio Ltd. The proposal had been considered by RPC on 26 September 2019 where members had recommended that it be approved by Council.

**RESOLVED**

To approve the proposed co-ownership and future assignment of University patent to ArcitekBio Ltd (**ACTION:** Interim Head of Research, Business and Innovation).

**15. FEE AND ACCESS PLAN WORKING GROUP**

RECEIVED

Report by the University Secretary, including proposed terms of reference for a Fee and Access Plan Working Group (COU1920-020).

NOTED

1. Recent interactions with HEFCW had identified the need for a more robust process within the University to enable the governing body to demonstrate compliance with the Fee and Access Plan element of the Higher Education (Wales) Act 2015.
2. In order to ensure that the University has appropriate processes in place for this, a new Fee and Access Plan Working Group was being proposed, which would include members from the various constituencies serving on Council.
3. The draft terms of reference had been considered by GCC on 26 September 2019 where members had recommended that it be approved by Council.

**RESOLVED**

4. To establish the proposed Fee and Access Plan Working Group, and appoint Prof Sir Robin Williams and Prof Reyer Zwiggelaar to serve as Independent and Senate members respectively on the Working Group (**ACTION:** University Secretary).

**16. RISK APPETITE STATEMENT AND MATRIX**

RECEIVED

Report by the Head of Strategic Development (COU1920-021).

NOTED

1. In line with the University's current Risk Management Policy, Council is invited to review the Risk Appetite Statement and Matrix at its first full meeting of each academic year. The University was not currently proposing any revisions to the University's Risk Appetite Statement and Matrix.
2. The report had been considered and endorsed by the Audit, Risk & Assurance Committee (ARAC) on 27 September 2019.

**RESOLVED**

3. To retain the Risk Appetite and Risk Appetite Matrix as currently drafted (**ACTION:** Head of Strategic Development).

**17. ORDINANCES**

RECEIVED

Report by the University Secretary (COU1920-022).

NOTED

1. An internal review by the Human Resources department of processes in relation to Visiting, Honorary and Emeritus appointments had resulted in proposed revisions to two Ordinances, namely:
  1. Ordinance 24: Appointment of Honorary and Visiting Staff; and
  2. Ordinance 25: Conferment of the title of Emeritus Professor, Emeritus Reader, Emeritus Senior Lecturer, and Emeritus Lecturer.

2. The proposed revisions, as well as the rationale for these changes, had been considered and endorsed by GCC on 26 September 2019.

**RESOLVED**

3. To approve the proposed revisions to Ordinances 24 and 25 (**ACTION:** University Secretary).

**18. APPOINTMENTS TO COUNCIL AND SUB-COMMITTEES**

RECEIVED

Report by the University Secretary (COU1920-023).

NOTED

1. Several vacancies existed, or were due to arise in the near future, to serve on Council and / or the governing body's sub-committees. The report set out a series of recommendations to fill these vacancies, some of which would involve individuals changing their current sub-committee membership.
2. The proposed appointments had been considered by GCC on 26 September 2019 where members had recommended that they be approved by Council.

**RESOLVED**

2. To approve the proposed appointments (**ACTION:** University Secretary).

**19. ITEMS FOR INFORMATION**

RECEIVED

Members received reports on the following for information:

1. Summary Corporate Risk Register (COU1920-024);
2. Documents affixed with the Common Seal (COU1920-025);
3. Annual report on the responsibilities of Council members (COU1920-026).

NOTED

4. The contents of the reports presented for information.

**20. REPORTS FROM SUB-COMMITTEES**

RECEIVED

A composite report comprising the following (COU1920-027):

1. Governance and Compliance Committee (26 September 2019);
2. Resources and Performance Committee (26 September 2019);
3. Audit, Risk and Assurance Committee (27 September 2019); and

4. Senate (02 October 2019).

NOTED

5. Resources and Performance Committee (26 September 2019)

In considering a brief update on fundraising for the Old College Project, RPC members had requested that revised project cost and funding gap estimates be prepared to include the likely VAT position, and shared with the governing body. This information had since been circulated to Council members (COU1920-037) and was discussed by members.

6. Audit, Risk and Assurance Committee (27 September 2019)

In response to an incident over the summer, ARAC members had received a fact-finding report by the internal auditors. A copy of the management response would now be presented to the next GCC meeting so that members can discuss the elements of that response within the purview of that committee.

7. The other reports received from the sub-committees.