

COUNCIL

Minutes of the meeting held at 13:00 on 07 JULY 2023, Main Hall, International Politics.

Present: Dr Emyr Roberts, Chair of Council (Chair); Ms Meri Huws, Deputy Chair of Council (Chair); Professor Elizabeth Treasure, Vice-Chancellor; Professor Tim Woods, Pro Vice-Chancellor (Learning, Teaching and Student Experience); Ms Kate Eden (via Teams); Professor Simon Green; Miss Elain Gwynedd, UMCA President; Dr Louise Marshall; Ms Rhuanedd Richards (via Teams); Mr Bayanda Vundamina, AberSU President; Mr Arwel Thomas; Mr Mark Tweed (via Teams); Ms Claire Vaughan; and Professor Reyer Zwiggelaar.

In attendance: Mr Mark Godsell, Interim Director of Finance; Mrs Jean Jones, Head of the Vice-Chancellor's Office; Dr Rhodri Llwyd Morgan, Director of Welsh Language and External Engagement, (for minute 81.1); Mrs Andrea James, Director of Estates, Facilities and Residencies (for minute 81); Mr Nick Rogers, Director of Human Resources and Operational Development; Mr Steve Thomas, Head of Communications and Public Affairs; and Dr Gwawr Taylor, University Secretary

Apologies for absence had been received from Dr William Williams, Ms Kylie Evans. Ms Nicola Wood sent apologies for part of the meeting, as noted in the minutes.

70. CONFLICTS OF INTEREST

For transparency, the University Secretary noted that the translator was her brother. The service had been arranged via the University's translation service, and the company was not directly engaged via the Governance department.

71. MATTERS RAISED BY THE CHAIR

1. Congratulations

1. Pro-Chancellor, Dame Professor Elan Closs Stephens has been appointed as Interim BBC Chair.
2. Professor Mererid Hopwood's name will be presented to the general meeting of the Gorsedd y Beirdd Board for the position of Archdruid for the period 2024-27.

2. Condolences

Sympathies were expressed following the death of Janet Rowland, Lead Specialist Study Skills Tutor within the Accessibility and Inclusion team in Student Services.

3. VC Recruitment

1. Odgers Berndston have been appointed to lead the search process following a full procurement process. A selection committee will be appointed by Council and will bring a proposal to Council in due course. Members were asked to contact the University Secretary if they were interested in being an independent member of Council on the selection committee.

2. The Nominations Committee will need to consider new members for Council following the resignation of Sharron Lusher, William Williams and Nicola Wood.
4. Chair of Council

Meri Huws left the room for minute 71.5.

1. The process was explained in full, noting that Meri Huws was invited to leave the discussion when it became clear that other options outside of the external recruitment process would need to be considered. The Nominations committee was subsequently chaired by Rhuanedd Richards, who confirmed there was no conflict of interest. An alternative process, as outlined in Ordinance 6, 2.1 (b), was shared and agreed by Council.
2. One application was received by the University Secretary. Meri Huws was invited to interview by the Nominations Committee, and one external member, as per the agreed process. The Nominations Committee recommended to Council that Meri Huws was appointed as Chair of Council, with the term to be reviewed in summer 2025.

RESOLVED

3. Meri Huws to be appointed as Chair of Council from 1 January 2024, with the term to be reviewed in summer 2025.
4. Council would need to consider remunerating a Chair in the near future, due to the challenging recruitment landscape and the increasing demands and responsibilities of the Chair of Council.

72. MINUTES OF THE PREVIOUS MEETING

RECEIVED

Minutes of the meeting held on 11 May 2023 (COU2223-108).

RESOLVED

That the minutes be confirmed as a correct record.

73. 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 (COU2223-109).

NOTED

1. The updates provided in the decisions log.
2. The following actions were reported as 'closed', following a verbal update:
 - 11.1.6. Welsh medium academic sub-strategy: An update to be provided to Council on progress.

- 23. Annual Report on Health and Safety: Year to year comparisons to be provided.
- 27.4 Review of Financial Regulations.
- 54.4 Vice-Chancellor Interim arrangements.

74. DECISIONS TAKEN BETWEEN MEETINGS

RECEIVED

Report by the University Secretary (COU2223-110)

NOTED

1. The report detailed the instances since the last Council meeting where matters had been approved by members via correspondence, or by the Chair on behalf of Council.
2. The matters approved by members via correspondence were:
 1. Governing Documents.

75. CORRESPONDENCE

1. Institutional Risk Review Letter

RECEIVED

Letter from Dr David Blaney, Chief Executive of HEFCW (COU2223-111)

NOTED

1. The draft Institutional Risk Review Letter from HEFCW had been tabled at the Council briefing session. The final letter and a full response would be presented to a future meeting of Council for consideration following receipt of the final letter and confirmation of the response deadlines.

76. VICE-CHANCELLOR'S REPORT

RECEIVED

Report by the Vice-Chancellor (COU2223-112)

NOTED

1. The report consisted of three key parts: a highlight report; a planning and student recruitment report; and a communications report.
2. UCU continue to be in dispute with the employers on pay and pension issues. There are positive indications that all students will graduate with classified degrees and all students will progress to the next academic year. A few students remain without complete marks and their work will need to be marked at a later stage, although their

marks should not impact their final degrees. The university has kept HEFCW informed of the context.

3. The financial sustainability of university remains challenging. Recruitment remains a key priority. Pay and financial sustainability of the university are considered hand in hand and the university continues to operate within fine margins.
4. The Complete University Guide was published on 7 June and Aberystwyth University climbed 14 places to 39th in the overall position. The University was placed 38th in the Times Higher Education, making the University a top-40 university in two university league tables.
5. The United Kingdom will have access to Horizon Europe grants and bid to take part in projects under the Horizon programme, which is important to the research community.

Nicky Wood left the meeting.

RESOLVED

6. Members noted the report.
7. Executive staff will consider how staff who have gone above and beyond to ensure students have graduated and progressed are recognised, without prejudice against those who have undertaken industrial action.

77. HEALTH AND SAFETY UPDATE

RECEIVED

Report by the Health, Safety and Environmental Manager (COU2223-113).

NOTED

1. The report provided a summary update on health and safety, drawing on the relevant reports presented to the Governance and Compliance Committee (GCC) on 13 June 2023.

78. REPORT BY ABERYSTWYTH UNIVERSITY STUDENTS' UNION

RECEIVED

Report by the AberSU President (COU2223-114).

NOTED

1. The report provided an update on developments at AberSU since the last meeting of the University's Council.
2. The number of volunteer hours has increased by 45% since last year and 9000 hours were logged by 118 student volunteers.
3. UMCA President noted that UMCA will celebrate 50 years in the 2023-24 academic year.

79. FINANCIAL MATTERS

1. Management Accounts update

RECEIVED

Report by Mark Godsell, Interim Director of Finance (COU2223-115)

NOTED

1. Since the budget was approved, there have been some adverse movements, most notably around reduced student numbers, reduced investment income, higher than budgeted pay awards and additional cost pressures arising in the current climate. There have also been some favourable movements, most notably USS pension credit, the UK Government's reversal of the previously announced National Insurance Contribution uplift and additional in year QR funding from HEFCW.
2. The University was allocated an additional £0.9m additional in-year, one-off QR funding in March 2023 against an original reduction of £0.3m.
3. A renewed focus on the recruitment of international students, in particular, began in autumn 2023, with a view to initially targeting January 2023 starts. Recruitment exceeded budget, and an additional £0.76m has been included in the forecast.
4. The Arts Centre's financial position remains challenging, which mirrors similar positions across the sector. Footfall has not returned to pre-pandemic levels and the general inflationary increases to cost of sales items in trading outlets are being monitored closely.
5. Costs are being actively managed and HEFCW officers are met and updated on a monthly basis.

RESOLVED

6. Members discussed and noted the report.

2. Performance of the Endowment and other Investment Funds

RECEIVED

Report by Mathew Clarke, Tax and Investments Manager (COU2223-116)

NOTED

1. The Endowment and other Investments fund portfolios had decreased slightly from £40.3m to £40.2m. The market valuation of the investments' portfolio reduced by £0.7m, which had been offset by the receipt of a new £0.5m endowment.
2. The Old College project has experienced some delays, with no divestment activity required to financially support the project.
3. Quantum Advisory has been newly appointed as professional advisors and gave the Investments Committee an overview of the market and outlook in its committee meeting.

RESOLVED

4. Members noted the movements in the endowments and other investment funds during the period 1 August 2022 to 31 March 2023.
3. Budget for 2023-24, and Financial Forecasts for outyears 2027-28

RECEIVED

Report by Mark Godsell, Interim Director of Finance (COU2223-117)

NOTED

1. The 2023-24 Budget and five-year Financial Forecast to 2027-28 show a planned surplus in each financial year, building upon the expected surplus for 2022-23 and delivered surplus in 2021-22.
2. In addition to the normal business activity risks that the University manages, there are several risks that affect the HE Sector, which include student number intake and conversion rates; future pay awards; a reduction in trading activity; regulated undergraduate fee policy in Wales, which remain at £9,000; Quality research funding; and the uncertainty in relation to utility costs.
3. Recent pay award negotiations have been significantly in excess of longer-term planning assumptions, at Aberystwyth University and across the wider Welsh HEI sector.
4. New posts have been included in the budget, but not all requests could be accommodated, to ensure the financial sustainability of the organisation.
5. Accommodation spaces are full, apart from Pantycelyn. This matter continues to be reviewed by Resources and Performance Committee.
6. The University has been covenant-compliant across 2022-23, and the cashflow statement is forecast to maintain covenant compliance across all quarters of 2023-24.
7. It is acknowledged that the University's cash reserves are too low and need to be replenished. The potential changes in USS contributions following the triennial 2023 review are likely to provide a further cash benefit to the University that could be used for this purpose. Resources and Performance Committee noted the position and endorsed the position for the future.
8. Council should be alerted if any problems should arise in relation to student recruitment and the financial consequences.
9. The Arts centre should articulate its value to the student population and student experience as it considers its future strategy.
10. Hen Goleg largely dominates the capital budget. IT and student record systems, and ongoing cyber essential works have been considered within the budget process. Discussions are also being held across the sector to explore opportunities to collaborate on significant projects.

11. Energy efficiency project and the spend were discussed and will continue to be closely monitored.

RESOLVED

12. Member approved the budget for 2023-24 and approved the out-years on an indicative basis.
13. The potential changes to USS contributions should be revisited and the number of liquidity days should be considered on an annual basis. [ACTION: University Secretary; Director of Finance]

4. Fee and Access Plan

RECEIVED

Report by Sarah Taylor, Head of Strategic Development (COU2223-118)

NOTED

1. HEFCW moved to a two-year cycle for Fee and Access Plans from 2023. The current plan will run to academic session 2024/25. There remains some uncertainty over what impact the move from HEFCW to CTER will have on the future format, content and timings of Fee and Access Plans.
2. The University is required to spend 17% of student (UG) fees on Fee and Access Plan activities.

RESOLVED

3. The Planning Office will review activities which are badged as Fee and Access Plan activities with the relevant departments, to ensure that the University is able to report effectively to the University's Council in autumn and to ensure that University continues sufficient activities in academic year 2024/25 to achieve an acceptable level of Fee and Access Plan expenditure (17% of undergraduate fees).

5. Key Performance Indicators

RECEIVED

Report by Mark Godsell, Interim Director of Finance and Helen Thomas, Senior Data Analyst (COU2223-119)

NOTED

1. The KPIs relating to research funding and international student intake are very positive.
2. Following positive outcomes overall, the KPIs will be reviewed by officers to ensure they remain sufficiently challenging.

RESOLVED

3. The report was noted.

6. Financial Regulations

RECEIVED

Report by Mark Godsell, Interim Director of Finance (COU2223-120)

NOTED

1. A review of the Financial Regulations has been undertaken. The Regulations outline a series of principles and high-level information. The underpinning Policies and Procedures will provide specific guidance.

RESOLVED

2. The Financial Regulations were approved.
3. The Financial Regulations are comprehensively reviewed every 3 years instead of the existing 2 years, with a 'light touch' review undertaken by Finance staff during interim years. [ACTION: University Secretary; and Director of Finance]

80. PROPOSAL: DENTISTRY

RECEIVED

Report by Professor Elizabeth Treasure, Vice-Chancellor (COU2223-121)

NOTED

1. Subject to adequate funding it is proposed to explore the opportunities to open a dental school with associated training facilities on a hub and spoke model. Aberystwyth University would form the hub with clinical facilities in four or five locations as the spokes. The exact location of the spokes would be based on dental need, lack of workforce, and identification of suitable facilities that might be converted for the purpose.
2. The potential risks and opportunities were discussed, also noting that there were risks around not proceeding.
3. Funding and resources could not be diverted to ensure the financial sustainability of the project, therefore full funding would be required.

RESOLVED

4. Members agreed to allow officers to progress to the next stage of the process. [ACTION: Vice Chancellor]

81. ESTATES MATTERS

1. Old College

RECEIVED

Report by Dr Rhodri Llwyd Morgan, Director of (COU2223-122)

NOTED

1. Following detailed consideration, including legal advice and consultation with main funders, the Deed of Variation to the Building Contract with Andrew Scott Ltd was signed on 9 May. Sub-contractors are on site and work commenced on 5 June.
2. According to the latest valuation information the project costs are anticipated to increase due to continuing inflationary pressures and delays.
3. A new phase of fundraising activity will begin with the resumption of works on site. Further opportunities in relation to major gifts and uplifts in bids are being considered and pursued.
4. Due to the delay, the prospect of additional WEFO funding is diminishing and the priority is to maximise expenditure of the confirmed funding. WEFO expect timely notification if the full amount cannot be spent in time so that funds can be re-allocated. Expenditure is being monitored closely and all eligible spend is being identified as a priority as well as any possibilities to accelerate works.
5. Council was assured that Old College Oversight Group was satisfied with the reports they were receiving, and the progress made.

RESOLVED

6. Council to visit the building in autumn 2023. [ACTION: University Secretary]
2. Blaendolau Cycle Path

RECEIVED

Report by Tim Macy, Space Planning Manager (COU2223-123)

NOTED

1. The County Council approached the University to widen the existing cycle path around Blaendolau playing fields as part of their Active Travel Scheme. The work will entail moving the existing fence and dedicating an additional strip of land to accommodate the wider path. There is no sale of the land, as the University retain the freehold of the soil.
2. The Council will not pay the University for the dedication, but it will improve the fence along the section by way of compensation.

RESOLVED

3. Council approved the dedication of a narrow strip of land to enable the County Council to widen the existing cycle path.

82. RENAMING THE WOODROW WILSON CHAIR IN INTERNATIONAL POLITICS, IN THE DEPARTMENT OF INTERNATIONAL POLITICS.

RECEIVED

Report by Dr Alistair Shepherd, Acting Head of International Politics Department)
(COU2223-124)

NOTED

1. In July 2020, the University Council agreed in principle to rename the Woodrow Wilson Chair in International Politics, subject to consultation with the Davies family, who originally endowed the Chair. The Davies family were consulted in July 2020 and felt a name change to be a university matter.
2. Staff and stakeholders have been consulted and various options have been discussed.

RESOLVED

3. Council approved the name of the chair, 'The Aberystwyth Chair in International Politics', subject to the approval of the Wilson Board.

83. NET ZERO STRATEGY AND ACTION PLAN

RECEIVED

Report by Dewi Day, Environment and Sustainability Adviser (COU2223-125)

NOTED

1. A briefing session was provided to Council prior to the formal Council meeting, and the strategy and action plan have been considered by Executive, and Resources and Performance Committee.
2. Achieving net zero will be challenging, but priority projects have been identified.
3. The Students' Union noted their interest in the work and explored ways to ensure that students are involved in consultation groups.

RESOLVED

4. Members approved the Net Zero strategy and net zero action plan.
5. Further updates should be provided to Council through its committees. [ACTION: Environment and Sustainability Adviser; and University Secretary]

84. ARTS CENTRE THEATRE TAX RELIEF

RECEIVED

Report by Michelle Carwardine-Palmer, Interim Arts Centre Director and Professor Anwen Jones, FPVC FASS (COU2223-126)

NOTED

1. Theatre Tax Relief is a creative industry tax relief incentive, funded by the UK government. Higher rates of tax relief have been extended through to April 2026 to help support the creative industries during unprecedented challenges within the sector. It is estimated that the Arts Centre could claim up to £90,000 in Year 1 with the average summer production benefitting by up to £40,000 per annum. The ability to claim TTR significantly supports the Arts Centre's financial sustainability and its ability to produce its own theatrical productions.
2. Further to members' queries, it was confirmed that there were no HR implications. TTR reclaims expenditure and it is not a tax relief.

RESOLVED

3. The proposal was approved.

85. GOVERNANCE MATTERS

1. Governance Effectiveness Review Action Plan – update and Camm Review Action Plan - Update

RECEIVED

Report by the University Secretary (COU2223-127).

NOTED

1. The updated actions and the ongoing work of the University Secretary to review previously completed actions to ensure that the work has been fully embedded.

RESOLVED

2. The Governance Effectiveness Review Action Plan and the Camm Review Action Plan should be combined into one action plan. **[ACTION: University Secretary]**.

2. Revisions to the AberSU Relationship Agreement

RECEIVED

Report by the University Secretary (COU2223-128).

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. Other than to update signatures, no changes were being proposed to the current Relationship Agreement, a copy of which was appended to the report.

RESOLVED

3. That Council retains the current Relationship Agreement for the forthcoming academic year.

3. Outcome of Committee Effectiveness Survey

RECEIVED

Report received by University Secretary (COU2223-129).

NOTED

1. As established practice, Council members were invited to complete a questionnaire to provide constructive feedback on the governing body's operation during past year. Where appropriate, the responses received as part of the previous year's process were provided for comparison.
2. 77% returned the survey, which was higher than 2022, and members were thanked for their participation. A note of the quantitative and qualitative information was included in the report and showed broad satisfaction with the operation of Council. Similar to committee feedback, a key area for possible development is around risk and how the University Council consider and discuss risk at committee and council level. 78.6% of respondents believed that the balance between Council and its committees was appropriate, but members noted the volume of papers and suggested reviewing the work of Council and its committees. Members broadly welcomed the return to face-to-face meetings.

RESOLVED

3. To note the content of the report and reflect on any suggestions. [**ACTION:** University Secretary]

4. AberInnovation Chair

RECEIVED

Report by the University Secretary (COU2223-130).

NOTED

1. Professor Colin McInnes will step down as Chair of Aberinnovation on his retirement on 31 August 2023.
2. The Board's Remuneration and Nominations Committee recommended to its Board of Directors that John Berry, an agrifoods specialist with extensive business and leadership experience, be appointed Chair of AIEC / Aberinnovation. This was approved at its Board meeting on 22 June 2023.

RESOLVED

3. The appointment was noted.

86. ITEMS FOR INFORMATION

RECEIVED

Members received reports on the following for information:

1. Summary Corporate Risk Register (COU2223-131);
2. AberSU Annual Report to Senate (COU2223-132); and
3. Summary of Complaints Received (COU2223-133);

NOTED

4. The contents of the reports were presented for information.

87. REPORTS FROM SUB-COMMITTEES

RECEIVED

A composite report comprising the following (COU2223-134):

1. Audit, Risk and Assurance Committee (23 June 2023);
2. Governance and Compliance (13 June 2023);
3. Investments Committee (19 May 2023)
4. Resources and Performance (26 April 2023 and 14 June 2023); and
5. Senate (03 May 2023 and 21 June 2023).

NOTED

6. The reports received from the sub-committees.

88. ANY OTHER BUSINESS, MEETING REVIEW, AND FUTURE BUSINESS

1. Farewell

1. This would be Dr Will Williams' last meeting of Council. The Chair thanked him for his work and valuable contributions during his respective term of office.
2. This would also be Nicola Woods' last meeting, who has decided to step down from Council, but will remain on Governance and Compliance Committee.
3. The next meeting of Council will be held on 6 October 2023, with a strategy day on 5-6 October.