

COUNCIL

Minutes of the meeting held at 13:00 on 23 MARCH 2018, at the Executive Boardroom, Visualisation Centre.

Present: Dr Emyr Roberts, (Chair); Prof Elizabeth Treasure, Vice-Chancellor (from minute 43.7); Prof Chris Thomas, Pro Vice-Chancellor (Research) (until minute 66); Mr George Ashworth; Ms Anne Davies (via Skype, for minutes 44 to 52); Mr Keith Evans; Mrs Elizabeth France; Mr Richard John; Ms Gwerfyl Pierce Jones; the Rt Hon Elfyn Llwyd; Mr Ian MacEachern; Dr Hazel Davey (until minute 66); Ms Kath Williams (until minute 66); Prof Reyer Zwiggelaar (until minute 66); 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) (until minute 66); Mr Stephen Forster, Director of Finance (until minute 66); Prof John Grattan, Pro Vice-Chancellor (Student Experience and International) (until minute 66); Mrs Lucy Hodson, Director of Planning (until minute 66); Mrs Jean Jones, Head of the Vice-Chancellor's Office; Mrs Esther Prytherch, Head of Communications and Public Affairs (until minute 66); Mr Geraint Pugh, University Secretary (until minute 66); and Mr Nicholas Rogers, Director of Change Strategy.

Apologies for absence had been received from Ms Susan Chambers, Director of Human Resources; and Dr Rhodri Llwyd Morgan, Pro Vice-Chancellor (Welsh Language and Culture, and External Engagement).

43. PERSONAL MATTERS RAISED BY THE CHAIR

1. Welcome

The following were welcomed to their first meeting of Council:

1. Mr Stephen Forster, Director of Finance; and
2. Mr Nicholas Rogers, Director of Strategic Change.

2. Condolences

Sympathies were expressed following the deaths of:

1. Prof Harold Carter, former Head of the Department of Geography; and
2. Geraint John, former member of staff of the Department of Music.

3. Translation

Due to the recent strike by members of the University and College Union (UCU) in relation to the proposed changes to the Universities Superannuation Scheme (USS), it had not been possible to translate some papers for the meeting.

4. Treasurer

1. Dr Timothy Brain had advised the University on 12 December 2017 that he was stepping down as Treasurer. Council expressed its gratitude to Dr Brain for his contribution to the University during his time on the governing body.

2. The future requirement of the role of Honorary Treasurer had been considered by the Charter Committee, and a recommendation that the role be deleted as part of recommended amendments to the Charter and Statutes would be considered during the meeting.
3. In place of appointing a new Treasurer, the University was looking to recruit one or more new Independent Members to Council who have appropriate financial and / or accounting skills, one of whom will be appointed to chair the Finance and Strategy Committee (FSC). Members thanked Gwerfyl Pierce Jones for agreeing to chair FSC in the interim.

5. Recruitment of Independent Members to Council

The closing date for applications to serve as Independent Members on Council had been at noon on Thursday, 15 March 2018. 35 applications had been received in total, and the Nominations Committee would be meeting immediately following the current Council meeting to consider these applications and agree a long list of candidates with Odgers Berndtson, the executive search agents engaged by the University to assist with the recruitment process.

6. Order of Business

1. Given the content of the paper on the proposed University restructure, some Council members and attendees would have a conflict of interest and would need to recuse from that discussion.

RESOLVED

2. To consider the paper on the proposed University restructure as the very last item during the current meeting, with the relevant minutes recorded in a separate appendix.

7. Operation of Council and its sub-committees

RECEIVED

Report by the Chair of Council (COU1718-057).

NOTED

1. Since becoming Chair of Council on 01 January 2018, Dr Emyr Roberts had held informal discussions with all Council members on their views on the operation of Council and its sub-committees. The Chair of Council thanked members for their participation in this process.
2. The report summarised the key points raised during these discussions, and proposed a number of recommendations for consideration.

RESOLVED

3. That briefing sessions are held ahead of Council meetings on specific subjects, and to circulate more information to Council about the University's achievements (**ACTION:** University Secretary).
4. That the Vice-Chancellor attend short meetings with the Independent Members to discuss any issues in private in advance of formal Council meetings (**ACTION:** University Secretary).

5. That the Executive brings forward proposals for rationalising the sub-committee structure, in line with the new strategic direction (**ACTION:** University Secretary).
6. That future agendas and papers to Council seek to focus on the main strategic issues facing the University and Council (**ACTION:** University Secretary).
7. To encourage improved awareness of the role of the Council within the University, and the decisions taken by the governing body (**ACTION:** University Secretary; and Head of Communications and Public Affairs).

44. CONFLICTS OF INTEREST

NOTED

1. On the basis of the legal advice received by the University, all members of staff would be required to recuse from the discussion on Council's discussion on the proposed University restructure, the only exceptions being the Vice-Chancellor, the Director of Change Strategy, and an individual to take the minutes. Those Council members permitted to participate in that discussion would be invited to declare any conflicts of interests in relation to the proposed restructure once the staff members had departed.
2. No conflicts of interest were declared in relation to the other business to be transacted during the meeting.

45. MINUTES OF THE PREVIOUS MEETING

RECEIVED

Minutes of the meetings held on 27 November 2017 (COU1718-059).

RESOLVED

That the minutes be confirmed as a correct record.

46. 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 (COU1718-060).

NOTED

1. Code of Practice: Ethical Employment in Supply Chains (minute 115)

RESOLVED

That an update be presented on the action plan to ensure compliance with the Code of Practice be presented to the next Council meeting (**ACTION:** Pro Vice-Chancellor (Chief Operating Officer)).

2. Pantycelyn (minute 29)

NOTED

1. The £12m refurbishment of Pantycelyn was intended to be funded through a £5m grant from Welsh Government (WG) and £7m released from the endowments

funds. Pending final confirmation of the funding, the University could not formally appoint a contractor for the main-build.

2. The University's own assessment has identified several unrestricted endowment funds that could be used for more general charitable purposes. Appropriate legal advice was now being obtained to confirm this assessment and it was intended to seek Council's formal approval to re-designate these endowment funds at its meeting on 18 May 2018 (**ACTION:** Director of Finance).
3. WG officials had advised that the information provided by the University to enable the £5m grant award would be considered at a WG Capital Panel meeting on 20 March 2018. The Vice-Chancellor's late arrival at the current Council meeting was due to a call with WG officials on the further aspects of the grant application which would now need to be addressed by the University following the discussions at the Capital Panel meeting.

3. The other updates provided in the decisions log.

47. DECISIONS TAKEN BETWEEN MEETINGS

RECEIVED

Report by the University Secretary (COU1718-052).

NOTED

1. The report detailed the instances since the last Council meeting when matters had been approved either by members via correspondence, or via executive action by the current or previous Chairs of Council in line with the provision of the Standing Order.
2. The matters approved by members via correspondence were:
 1. the University's Strategic Planning and Engagement Document submission to HEFCW; and
 2. temporary revisions to Ordinance 36 ("Redundancy Avoidance Policy") to permit due consideration of, and to carry out, a whole institution restructure.
3. The matters approved by means of executive action by the current or the previous Chairs of Council were:
 1. the submission of the Annual Sustainability Assurance Report data approved by Council on 27 November 2017 in a revised reporting format;
 2. the appointment of Richard John to the Nominations Committee, for a term ending 31 July 2020;
 3. an agreement between the University and Boston Campus Limited;
 4. the final text of the 2018–23 Strategic Plan;
 5. the appointment of KPMG as the University's External Auditors;
 6. an extension to Prof John Grattan's term of office as Pro Vice-Chancellor to 31 July 2018;
 7. entering into a joint ownership of an Aberystwyth University Patent with Queen's University Belfast;

8. assigning ownership of an Aberystwyth University Patent to Rothamsted Research;
9. the appointment of Deloitte as the University's Internal Auditors;
10. the appointment of Prof Wynne Jones as the Council-nominated representative on the IBERS External Advisory Board;
11. the appointment of Ian MacEachern to the Investments Committee, for a term ending 31 July 2018;
12. the appointment of Ian MacEachern as a Council-nominated Trustee of the Aberystwyth University Pension and Assurance Scheme (AUPAS); and
13. the inclusion of the Pro Vice-Chancellors within the revised Ordinance 36 process.

48. CORRESPONDENCE

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

49. VICE-CHANCELLOR'S REPORT

RECEIVED

Report by the Vice-Chancellor (COU1718-062).

NOTED

1. The report had adopted a new format and consisted of three key parts: a highlight report; a detailed report on student recruitment and enrolment, the National Student Survey (NSS) and league tables, and important external factors; and a summary of recent communications activities.
2. Four members of academic staff had been appointed to serve on the sub-panels being established for the next Research Excellence Framework (REF) exercise. Members congratulated Prof Michael Gooding, Prof Colin McInnes, Prof Phillipp Schofield, and Prof Qiang Shen on their appointments.
3. Members discussed the recent strike action taken by members of the UCU in response to the proposed changes to the USS pension scheme, and the on-going 'action short of a strike'. The Pro Vice-Chancellor (Student Experience and International) and team were working hard to ensure that students are not disadvantaged as a result of this industrial action.
4. The University had recently announced the appointment of Robin Halley as Director of Marketing and Recruitment. One of the new Director's priorities once in post on 23 April 2018 would be to review the University's recruitment activities in detail – particularly recruitment from within Wales, and sufficient resources would need to be made available in this respect.

50. REPORT BY ABERYSTWYTH UNIVERSITY STUDENTS' UNION

RECEIVED

Report by the AberSU Development Officer (COU1718-063).

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. During January 2018, the Vice-Chancellor had invited the AberSU Development Officer to consider the functions and the types of services to be delivered by the Union in future, and consequently what accommodation provision would be most appropriate. A copy of the report submitted to the Vice-Chancellor on this matter had been circulated for information. This report was now being considered by the Vice-Chancellor and would inform the development of the institution's forthcoming Estate Strategy.
3. The AberSU Development Officer was congratulated on his re-election as a sabbatical officer for 2018–19 to the same role, but with the revised title of AberSU President. Council also congratulated the other candidates who had been elected or re-elected to serve from 01 July 2018.

51. STRATEGIC PLAN 2018-23

RECEIVED

1. Report by the Director of Planning; and the Head of Strategic Development (COU1718-064); and
2. Draft designed Strategic Plan 2018–23 publication (COU1718-089).

NOTED

3. On 27 November 2017, Council had approved in principle the proposed text of the 2018–23 Strategic Plan, and had delegated authority for the then Chair of Council to formally approve an amended text following receipt of any last-minute feedback. The approved text had since been converted into a designed document for publication. Members considered and provided feedback on the proposed design for publication.
4. 12 high-level Key Performance Indicators (KPIs) had been identified which would enable Council to monitor delivery of the Strategic Plan. These were outlined in the report. Only the actual values had been included in the report in relation to the proposed KPIs. Targets would now be developed, to be brought forward for approval once the required internal consultation had been undertaken (**ACTION:** Director of Planning).
5. The Pro Vice-Chancellors were now developing a series of sub-strategies, drawing on the measures which had been proposed as part of the overarching Strategic Plan. A further suite of more detailed KPIs would therefore also be monitored by the University Executive in relation to these sub-strategies and more operational aspects of the University. During the FSC meeting on 14 February 2018, members had requested that a schedule of in-depth thematic reporting be developed to enable the governing body to focus on these more detailed KPIs at those meetings.

RESOLVED

6. To approve the proposed design for the Strategic Plan 2018–23 publication subject to reviewing the images used, particularly on the front cover (**ACTION:** Head of Communications and Public Affairs).
7. To approve the proposed 12 high-level KPIs, and the proposed timetable for agreeing the relevant target values (**ACTION:** Director of Planning).
8. That a proposed schedule of more in-depth thematic reporting on KPIs be developed and brought forward for agreement (**ACTION:** Director of Planning).

9. That Council receives an update on performance against the 12 high-level KPIs at every meeting once the relevant target values have been agreed (**ACTION:** University Secretary).

52. SUSTAINABILITY IMPLEMENTATION PLAN

RECEIVED

Report by Assistant Director of Finance Mark Godsell; Director of Finance, the Director of Strategic Change; and the Director of Planning (COU1718-065).

NOTED

1. The report provided an update on the savings made to date against the SIP targets; the financial factors influencing delivery against the targets; and the risk mitigation put in place.
2. While the Vice-Chancellor was making good progress towards realising the savings required, the period to 31 July 2019 would remain challenging with a number of difficult decisions required.

53. DIRECTOR OF FINANCE'S REPORT

RECEIVED

Report by the Director of Finance (COU1718-066).

NOTED

1. The report set out the University's financial performance during Quarter 2 2017–18, as well as an update on other finance-related performance indicators.
2. The University had engaged a specialist advisor to assist with the procurement of a Revolving Credit Facility to smooth cash flows during the delivery of the institution's major capital projects. It was intended that a proposal would be presented to Council at its meeting on 18 May 2018 in this respect.

54. ABERYSTWYTH INNOVATION AND ENTERPRISE CAMPUS

RECEIVED

Report from the Pro Vice-Chancellor (Research); and the AIEC Chief Executive Officer (COU1718-068).

NOTED

1. The report included an updated business case for the Aberystwyth Innovation and Enterprise Campus (AIEC) project. On the basis of this document, the Biotechnology and Biological Sciences Research Council (BBSRC) had reaffirmed their approval of the project on 14 March 2018.
2. While the University's Council had formally approved the project during 2015, the Chair of Council and the Vice-Chancellor had agreed that it would be appropriate for the governing body to also reaffirm its approval, and permit a letter of intent to be issued by the University to the contractor with respect to the Bio Seed Bank.
3. It had not been possible to present a copy of the updated business case for consideration by FSC in advance of this Council meeting. It was therefore proposed

that a Special Meeting be convened of that committee to scrutinise the financial profile and confirm the applicable costs in advance of any letter of intent being issued.

4. Following design changes to the proposed AIEC buildings, a review had been undertaken to ensure that the procurement approach adopted remained appropriate, with advice sought both from legal advisors and from the Welsh European Funding Office (WEFO).

RESOLVED

5. To reaffirm the University's approval of the AIEC project and agree in principle to issue a letter of intent to enter into a construction contract with Willmott Dixon Construction Ltd for the University-funded Bio Seed Bank element; subject to full BBSRC commitment, and final scrutiny of the financial profile and confirmation of cost for the whole development during a Special Meeting of FSC (**ACTION:** Pro Vice-Chancellor (Research)).

55. FEE AND ACCESS PLAN 2019-20

RECEIVED

Report by the Pro Vice-Chancellor (Student Experience and International); the Director of Planning; and the Head of Strategic Development (COU1718-069).

NOTED

1. A Fee and Access Plan is the regulatory agreement between HEFCW and universities, which permits institutions to charge £9k full-time undergraduate fees, and for students to access Student Loan Company loans. As part of an application for a Fee and Access Plan, the University was required to show how it would spend 15 to 17 per cent of forecast income from full-time undergraduate students to improve equality of opportunity and promotion of higher education.
2. The application would be more general than those submitted in previous years given the on-going nature of the SIP, the potential to reconfigure Professional Service departments as part of the forthcoming University restructure, and possible changes to the nomenclature used for key initiatives.

RESOLVED

3. To approve the text and assumptions underpinning the Fee and Access Plan 2019–20 application, including the assumptions relating to the full-time undergraduate student population for 2019–20, and request that the application be formally submitted to HEFCW (**ACTION:** Director of Planning).

56. REVISIONS TO THE CHARTER AND STATUTES

RECEIVED

Report by Dr Christopher Turner; and the University Secretary (COU1718-070).

NOTED

1. Recent developments at the University – including fully separating the roles of Chancellor and Chair of Council from 01 January 2018, and the resignation of Dr Timothy Brain as Treasurer – had provided an opportunity to review the institution's Charter and Statutes. Dr Christopher Turner, former Registrar and Director of

Governance Services at Cardiff University, had been engaged to assist the University Secretary with this process.

2. The report sought Council's agreement to petition the Privy Council for approval of changes to the Charter and Statutes. These changes had been discussed and recommended for approval by the Charter Committee during its meeting on 25 January 2018 and subsequent e-mail exchanges.
3. On 25 January 2018, the Charter Committee had considered in some detail whether the honorary office and functions of the Treasurer continued to be relevant to the University, given the changes to University accountabilities that have taken place in recent years. Committee members were keen to draw a distinction between the title of Treasurer, which is what can cause confusion in respect to accountabilities, and the duties associated with the post which remain very relevant in a governance context.
4. The Charter Committee had therefore recommended that the Honorary Office of Treasurer is deleted, that the duties currently attached to the post would be assumed by the Independent Member with financial and/or accounting skills appointed to chair the Finance and Strategy Committee, and those duties would be formally stated in the Committee's terms of reference.
5. In advance of approaching the Privy Council formally, the University Secretary had sought their informal feedback. Helpful and encouraging advice had been received the previous day, and the University would be in a position to address the minor queries raised.

RESOLVED

6. To endorse the proposed changes to the Charter and Statutes, including the deletion of the Honorary Office of Treasurer, and request that a Welsh version of the proposed changes to the governing documents be prepared (**ACTION:** University Secretary).
7. To formally petition the Privy Council for a revised Supplemental Charter and Statutes, subject to any such changes as the Privy Council should require, with the agreement of the Chair of Council the Vice-Chancellor (**ACTION:** University Secretary).

57. ELECTION OF A DEPUTY CHAIR

NOTED

1. Mrs Elizabeth France would reach the end of her term both as an Independent Member of Council and as Deputy Chair of the governing body on 30 April 2018.
2. In light of the procedure set out in Ordinance 40, the Independent Members had discussed the forthcoming vacancy during their informal session prior to the start of the Council meeting, where they proposed that Ms Gwerfyl Pierce Jones be appointed as Deputy Chair of Council.

RESOLVED

3. That Ms Gwerfyl Pierce Jones be appointed as Deputy Chair of Council from 01 May 2018, for the remainder of her term on the governing body (31 December 2019) (**ACTION:** University Secretary).

58. GENERAL DATA PROTECTION REGULATIONS

RECEIVED

Report by the Pro Vice-Chancellor (Chief Operating Officer); the Data Protection & Copyright Manager; and the Head of Strategic Development (COU1718-071).

NOTED

1. The General Data Protection Regulation (GDPR) was scheduled to come into force on 25th May 2018. An advisory Internal Audit on the steps being taken by the University to comply with the GDPR had been undertaken during November 2017, and the resulting report considered by the Audit and Risk Committee (ARC) on 09 March 2018.
2. During that ARC meeting, members had acknowledged that the public sector was trailing the private sector with respect to their readiness for the GDPR. It was confirmed by the Internal Auditors that, based on their experience when undertaking similar audits, the University's progress towards compliance was similar to that of a government department.
3. On the recommendation of ARC, a detailed action plan charting progress towards complying with the GDPR had been included in the report. This highlighted the further progress which had been made since the fieldwork for the audit was conducted during November 2017.
4. Members emphasised the need for the University to appoint an individual as the institution's Data Protection Officer – a statutory role which requires a degree of independence to challenge colleagues, and with the ability to raise matters directly with the Information Commissioner's Office and the Vice-Chancellor as required.
5. A further assessment would now be undertaken to identify the areas within the institution which remained at risk of non-compliance with the GDPR by 25 May 2018, and a comprehensive report presented to the University Executive. An update on compliance with the GDPR would also be presented to the next ARC meeting (**ACTION:** Pro Vice-Chancellor (Chief Operating Officer)).

59. AUPAS: EMPLOYER COVENANT

RECEIVED

Report from Assistant Director of Finance Nansi George (COU1718-072).

NOTED

1. The Trustees of the Aberystwyth University Pension and Assurance Scheme (AUPAS) were undertaking a formal triennial actuarial valuation of the Scheme as at 01 August 2017. The last such valuation was performed on 01 August 2014. While the Scheme had been closed to member contributions since April 2015, it was expected that the Scheme's deficit will have increased.

RESOLVED

2. That the University as employer formally agrees to continue underwriting any deficit on the understanding that the annual amount paid towards addressing the deficit is retained at its current level, which may consequently require a longer recovery period (**ACTION:** Assistant Director of Finance Nansi George).

60. COUNTER FRAUD AND MALPRACTICE POLICY

RECEIVED

Report by the Pro Vice-Chancellor (Chief Operating Officer); and the University Secretary (COU1718-073).

NOTED

1. At its meeting on 03 October 2017, the Audit and Risk Committee (ARC) had endorsed a new Counter Fraud and Malpractice Policy, to replace the University's current Fraud, Malpractice and Irregularity Policy. The new Policy had been prepared in collaboration with Anne Davies, an Independent Member of Council with professional experience in this field, and with reference to best practice in the higher education sector.

RESOLVED

2. To approve the new Counter Fraud and Malpractice Policy (**ACTION:** University Secretary).

61. ANNUAL EQUALITIES REPORT

RECEIVED

Report by Dr Debra Croft, incorporating a draft Annual Equalities Report for 2016–17 and the latest iteration of the University's Equality Action Plan (COU1718-074).

NOTED

1. In line with the statutory requirements of the Equality Act 2010 and Public Sector Equality Duties (PSED) 2011 for Wales, the University was required to publish an annual report detailing how we are complying with these duties. The Annual Equality Report outlined the progress AU is making to embed equality and diversity, and to promote an inclusive culture and environment for students, staff and the wider community who use its facilities and services.
2. Members of the Professional Development, Staffing, and Equality Committee had reviewed the draft annual report on 09 February 2018 and had recommended that it be approved, subject to minor amendments. A copy had also been presented to Senate on 07 March 2018.

RESOLVED

3. To approve the draft Annual Equalities Report for 2016–17 (**ACTION:** Dr Debra Croft).

62. ANNUAL REPORT ON THE WELSH LANGUAGE SCHEME

RECEIVED

Draft Annual Monitoring Report on the Welsh Language Scheme for 2016–17 (COU1718-075).

NOTED

1. This would be the last Monitoring Report prepared in relation to the University's Welsh Language Scheme before AU is required to comply with the Welsh Language Standards from 01 April 2018. At the request of the Welsh Language Commissioner, the report concentrated on the main KPIs provided in the reporting template which had been drawn up by the Welsh Language Board.

2. Members of the Welsh Language Strategy Committee had reviewed the draft annual report on 09 February 2018 and had recommended that it be approved. A copy had also been presented to Senate on 07 March 2018.

RESOLVED

3. To approve the draft Monitoring Report (**ACTION:** Manager of the Centre for Welsh Language Services).

63. ITEMS FOR INFORMATION

RECEIVED

Members received reports on the following for information:

1. Summary Corporate Risk Register (COU1718-076);
2. Annual report on Anti-bribery; Public Information Disclosure; and Fraud, Malpractice and Irregularity cases (COU1718-077);
3. Annual report on Health and Safety (COU1718-078);
4. Health and Safety Incident Trends (COU1718-079);
5. Annual report on academic appeals and complaints (COU1718-080); and
6. Meeting dates for 2018–19 (COU1718-081).

NOTED

7. The contents of the reports presented for information.

64. REPORTS FROM SUB-COMMITTEES

RECEIVED

A composite report comprising the following (COU1718-082):

1. Finance and Strategy Committee (14 February 2018);
2. Audit and Risk Committee (09 March 2018);
3. Senate (07 March 2018);
4. Health, Safety and Environment Committee (09 March 2018);
5. Professional Development, Staffing and Equality Committee (09 February 2018);
6. University Research Ethics Committee (15 February 2018); and
7. Wilson Chair in International Politics Advisory Board (10 November 2017).

NOTED

8. The reports received from the committees.

RESOLVED

9. That steps be taken to prepare summaries of minutes for consideration by Council (**ACTION:** University Secretary).

65. ANY OTHER BUSINESS

1. Farewell

This had been Mrs Elizabeth France's final meeting of the governing body as she would stand down as Pro-Chancellor and Deputy Chair of Council at the end of her term on 30 April 2018. The Chair of Council paid tribute to Mrs France's significant contribution to the University during her term on the governing body.

Minutes of the special session of Council held on 23rd March 2018, at Executive Board Room, Visualisation Centre

Present: Dr Emyr Roberts (Chair); Prof Elizabeth Treasure, Vice-Chancellor; Mr George Ashworth; Mr Keith Evans; Mrs Elizabeth France; Mr Richard John; Ms Gwerfyl Pierce Jones; The Right Hon Elfyn Llwyd; Mr Ian MacEachern; Mr Bruce Wight, AberSU Union Development Officer; and Mr Gwion Llwyd Williams, UMCA President.

In attendance: Mrs Jean Jones, Head of the Vice-Chancellor's Office; & Mr Nick Rogers, Director of Change Strategy

Apologies for absence had been received from Ms Anne Davies.

66. COMPOSITION OF THE SPECIAL SESSION OF THE COUNCIL

To enable Council to consider this proposal, members had approved by correspondence on 15th March 2018, temporary revisions to Ordinance 36 ("Redundancy Avoidance Policy"). The temporary Ordinance 36T has since been published online.

In line with the above, all University staff members of the Council withdrew for this special session to consider paper COU1718-067 Proposed University Restructure. Mr Nicholas Rogers as co-author of the paper remained with Jean Jones who was to take the minutes.

67. CONFLICTS OF INTEREST

The following conflicts of interest were noted:

1. Mr Ian MacEachern; as a Director of Aberystwyth Ltd, two PVCs affected by the proposal were also directors.
2. Mr Keith Evans; noted that he was the Leader of Ceredigion Council when an employee of the authority had been appointed as a PVC, and that a member of the University Secretary's family was also employed by the County Council during this period.
3. Mr Richard John; noted that a PVC was the Godfather of one of his children.
4. Mr Nicholas Rogers; a family relation worked at the University and would be indirectly affected by the proposal.

It was agreed that none of the Independent Members declaring an interest needed to recuse themselves from the subsequent discussion.

68. PROPOSED UNIVERSITY RESTRUCTURE

RECEIVED

Proposed University Restructure COU1718-067

NOTED

1. The paper set out proposals to restructure the University with the aims of maintaining excellence in teaching and student experience; maximising research strengths, delivering the Strategic Plan as well as developing a strong culture of accountability consistency of working across the University. The proposal was one of a number of steps necessary to deliver a financially sustainable structure for the medium to longer term.
2. There were no plans to reduce the number of academic Departments but it was proposed to reduce the number of Institutes from 6, and form 3 new colleges or Faculties, for Arts, Social Sciences and Sciences. Professional Services Departments were clustered into new groupings reducing the number of posts at Grade 8 and above. It was further proposed to reduce the number of Pro-Vice Chancellor roles from 4 to 2 and create a new role of Director of Finance and Corporate Services. £1.3m of saving were estimated if the

proposals were approved and implemented which would go some way to achieving the savings target for SIP in 2018/19

RESOLVED

1. The paper would be amended to indicate more explicitly the requirement to include the Welsh Language and Culture portfolio in one of the Executive roles. Substantive changes in the areas of responsibility for the Director of Estates now meant that this role needed to be placed 'at risk of redundancy.'
2. The proposed restructure was approved in principle following a vote, with 9 in favour and 2 against. This was subject to consultation with a request that the required formal consultation process commenced on Monday 26th March as outlined in the 'Implementation Plan and Timeline' section of the paper. The paper would remain confidential until this point.
3. To approve, in addition to the formal collective and individual consultation with respect to those posts which are placed 'at risk of redundancy', a wider consultation on the proposed revised institutional structure is undertaken, with a Special Meeting convened of Senate to permit the academic governing body the opportunity to consider the proposals, in accordance with established governance practice;
4. To approve issuing a Section 188 at the appropriate time in accordance with legal requirements;
5. To appoint the following members of the Council, Ms Gwerfyl Pierce Jones (Chair), Ms Anne Davies, Mr Richard John with Mr Keith Evans as an alternate, to consider the final proposal following the formal consultation, as required by Ordinance 36T and set out in the addendum;
6. Agree that the decision on whether to bring a final proposal back to the full governing body be determined by the committee of Council receiving that proposal, if it was found to be 'materially different' from the current proposal.
7. To confirm that the remaining Independent Members, including the Chair of Council, will serve, if required, on any grievance or appeal panels, to ensure that no Independent Member serving on the committee deciding the final proposal and directing that notices of dis-missal be issued shall sit on a grievance or appeal panel. If the final decision has to go back to full Council, consideration shall be given to the conduct of any grievance or appeal panels requiring Independent Members of Council including the involvement of external impartial resource, if felt appropriate.