



## COUNCIL

### Minutes of the meeting held at 13:00 on 09 JULY 2021, via Zoom.

Present: Dr Emyr Roberts, Chair of Council (Chair); the Rt Hon Elfyn Llwyd, Deputy Chair of Council (except for minute 87); Professor Elizabeth Treasure, Vice-Chancellor; Professor Tim Woods, Pro Vice-Chancellor (Learning, Teaching and Student Experience); Mr George Ashworth; Ms Kate Eden; Ms Mared Edwards, UMCA President; Ms Meri Huws; Dr Louise Marshall; Ms Sabina O'Donoghue, AberSU President; Ms Rhuanedd Richards; Ms Fiona Sharp; Mr Mark Tweed; Ms Kath Williams; Dr William Williams; Professor Sir Robin Williams; and Professor Reyer Zwigelaar.

In attendance: Mr Stephen Forster, Director of Finance and Corporate Services; Ms Jean Jones, Head of the Vice-Chancellor's Office; Ms Trish McGrath, Aberystwyth University Students' Union Chief Executive Officer; Mr Geraint Pugh, University Secretary; Mr Steve Thomas, Head of Communications and Public Affairs; Dr Rhodri Llwyd Morgan, Director of Welsh Language and External Engagement (for minutes 83 and 84); and Mr Jim O'Rourke, Old College Project Manager (for minute 83).

Apologies for absence had been received from Ms Samantha Blackie.

### 72. MATTERS RAISED BY THE CHAIR

#### 1. Welcome

1. Sabina O'Donoghue, Aberystwyth University Students' Union (AberSU) President; and Mared Edwards, UMCA President, had commenced as sabbatical officers, and consequently as members of the University Council, on 01 July 2021. In welcoming them to the governing body, members also expressed their gratitude for the contribution made to the Council by their predecessors, Nathaniel Pidcock and Morgan Lewis, whose terms had ended on 30 June 2021.
2. Trish McGrath, AberSU Chief Executive Officer, was welcomed to the Council meeting as an observer. Members were advised that had been observing the current cycle of meetings to support the new AberSU and UMCA Presidents.

#### 2. Condolences

Sympathies were expressed following the deaths of:

1. Lord Elystan Morgan, who had served as President of the University and Chair of Council between 1997 and 2007;
2. Geoffrey Brown, former Lecturer in the Department of Education;
3. Mike Keen, former Reader in the Department of Information Studies;
4. Gareth Pierce, former student, and more recently Chair of the *Coleg Cymraeg Cenedlaethol* Board;

5. Leontia Slay, former Marine Biologist and member of the Zoology Department;
6. Christoffer Svendsen, postgraduate student in the Department of Mathematics; and
7. Emeritus Professor Dennis Thomas, formerly of the School of Management and Business.

3. HEFCW Institutional Visit

1. The HEFCW Council had held its triennial Institutional Visit to the University the previous day. This visit had originally been planned for July 2020, but had been postponed in response to the Covid-19 pandemic. Due to ongoing restrictions, the Institutional Visit had been held virtually.
2. Members felt that the Institutional Visit had gone well, and congratulated the Vice-Chancellor and colleagues on their preparations – including the high-quality video presentation. Members noted the HEFCW comment that there was a perceived lack of diversity in the video, and the Vice-Chancellor explained that it was more of a lack of prominence rather than coverage. A copy of the video would be made available for future reference on SharePoint, and it was suggested that a version be prepared for viewing by staff in general.
3. Since the visit, the HEFCW Council Chair had communicated with the Chair of Council and the Vice-Chancellor to thank the University for facilitating the visit, and members concurred that the Funding Council appeared satisfied with what had been discussed.

4. Informal briefing sessions

Informal briefing sessions had been held for Council members in advance of the formal meeting. These sessions had been led by Prof Michael Woods on his research into the impact of Covid-19 on rural Wales; and by Prof Milja Kurki on her research into planetary politics. Copies of both presentations would be made available via SharePoint [**ACTION:** University Secretary].

5. Meeting Conduct

In order to ensure an effective online meeting, members had been asked to provide advance warning should they wish to discuss any item marked with an asterisk on the agenda. There had been no such requests, and the items in question would therefore be approved or noted in accordance with the recommendation set out on the coversheet.

**73. CONFLICTS OF INTEREST**

NOTED

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

**74. MINUTES OF THE PREVIOUS MEETING**

RECEIVED

Minutes of the meeting held on 14 May 2021 (COU2021-135).

**RESOLVED**

That the minutes be confirmed as a correct record.

**75. 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 (COU2021-136).

NOTED

The updates provided in the decisions log.

**76. DECISIONS TAKEN BETWEEN MEETINGS**

RECEIVED

Report by the University Secretary (COU2021-137).

NOTED

1. The report detailed the instances since the last Council meeting where matters had been approved by the Chair on behalf of Council.
2. The following had been approved by the Chair on behalf of the Council:

1. Disposal of a Surplus Asset

The Chair had approved the disposal of 'Pidgeon's Field', which had been omitted in error from the list of surplus assets previously approved by Council for disposal.

2. Research Project

The Chair had approved the submission of an application for research funding where the proposal would involve a loss against the Full Economic Costing, although the institution would not incur an actual financial loss.

3. Station Chambers Lease

On the recommendation of the Resources and Performance Committee (RPC), the Chair had approved a proposal that the University enter into a three-year lease for premises at Station Chambers, Aberystwyth.

4. 2021–22 Fee and Access Plan

At the request of HEFCW, the Chair had approved minor revisions to the University's Fee and Access Plan for 2021–22.

**77. CORRESPONDENCE**

1. Institutional Assurance Review: Quality and Student Experience

RECEIVED

Report by the University Secretary, incorporating a report by HEFCW on the April 2021 Triennial Quality Assurance Visit (COU2021-138).

NOTED

1. HEFCW officers undertake triennial quality assurance visits to universities in Wales. The last such visit to the University was held virtually on 30 April 2021, where HEFCW officers had held meetings with various representatives, including the Chair and Deputy Chair of Council, and the student members of Council.
2. On 18 June 2021, the Funding Council had issued its report on the triennial visit which confirmed that suitable processes were in place to provide assurance on quality and the student experience.
3. Nevertheless, a couple of recommendations were raised in HEFCW's report. Since these were likely to be relevant to the forthcoming Quality Enhancement Review at the University – which was due to take place in April 2022 – the Pro Vice-Chancellor (Learning, Teaching and Student Experience) was developing an action plan which would be implemented via the Academic Board.
4. A copy of this action plan would also be presented to the next Governance and Compliance Committee (GCC) meeting [**ACTION:** Pro Vice-Chancellor (Learning, Teaching and Student Experience)].

**78. VICE-CHANCELLOR'S REPORT**

RECEIVED

Report by the Vice-Chancellor (COU2021-139).

NOTED

1. The report consisted of four key parts: a highlight report; a report from the Senate; a planning and student enrolment report; and a communications report.
2. On 30 June 2021, the Welsh Government had released a statement on how universities could plan for in-person teaching in the new academic year. The guiding principle was a move towards operating as normally as possible in the autumn, with learning and teaching at universities being in line with what people could do in wider society.
3. The University was now planning for the new term on the basis of this revised guidance. The relevant preparations included a review of ventilation arrangements for all teaching rooms to inform any appropriate measures, or removing a room from timetabled teaching if appropriate ventilation cannot be achieved.
4. On 29 June 2021, Health Education and Improvement Wales (HEIW) had announced that the University had been successful in its bid to deliver nursing education from September 2022. Members congratulated the University's Principal in Healthcare Education, Sally Hoare, and team for their hard work which had resulted in this achievement.

5. During May and June 2021, a staff survey had been held. While the University Executive had since received some high-level results, further analysis was now taking place. The results would be shared with Council during the away day on 20 and 21 September 2021.
6. Applications for September 2021 entry were the highest they had been since 2015, and the University was also experiencing an increase in the number of firm acceptances. However, there remained a risk that a large proportion of international applicants would not enrol due to the current pandemic. The University continued to work with counterparts in the sector on a common approach to welcoming students from 'red list' countries wishing to study in the UK.
7. The Westminster Government had recently announced that research funding via the Global Challenges Research Fund (GCRF) and Newton Fund would be heavily cut as a result of reductions in the overseas aid budget. The implications for the research undertaken by the University with the support of these funds were discussed.
8. Following the session on 15 April 2021 on the Old College financial appeal, a 'crib sheet' on key messages had been prepared for Council members. A copy had been appended to the report, and would be circulated separately to members following the meeting [**ACTION:** University Secretary].

#### **79. HEALTH AND SAFETY UPDATE**

RECEIVED

Report by the Health, Safety and Environmental Manager (COU2021-140).

NOTED

The report provided a summary update on health and safety activity, drawing on aspects of the fuller report presented to GCC on 17 June 2021.

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

NOTED

The new sabbatical officers had been in post since 01 July 2021, and had since been engaging in teamwork activities and learning about their roles. While the student members were yet to agree their individual priorities for the coming year, members were advised that student mental health, and achieving an appropriate balance between in-person and virtual teaching, were likely to be included amongst the key priorities.

#### **81. FINANCIAL UPDATE**

1. Management Accounts

RECEIVED

Report by the Deputy Director of Finance (COU2021-142).

NOTED

1. The report set out the University's financial performance to the end of Month 10 (31 May 2021). An improved deficit position was forecast for the year end in

comparison with the University's approved budget for 2020–21. This was unchanged since the Quarter 3 (30 April 2021) report which had been considered at RPC on 17 June 2021.

2. Movements in central support service costs were raised by a member. These related almost completely to Covid-19 costs and grants, and further details would be sent to the Council member following the meeting [**ACTION:** Director of Finance and Corporate Services].

2. Budget 2021-22, with financial forecasts for the outyears to 2025-26.

RECEIVED

Report by the Deputy Director of Finance, incorporating the draft budget for 2021–22 (COU2021-143).

NOTED

1. The draft 2021–22 Budget, and forecast financial performance to 2025–26, showed a planned return to surplus in each financial year, in accordance with the steer provided by RPC members on 23 April 2021. The underlying University strategies of growing the student population, alongside careful management of the cost base and risks, would underpin this improving financial performance.
2. While this was deemed a realistic and prudent budget, it would involve a significant improvement in financial performance compared to the current year to generate the small surplus forecast for 2021–22. Considerable financial discipline would therefore be required during the year.
3. To agree a break-even budget for 2021–22, the University would need to forego investment in initiatives to boost research activity. The Vice-Chancellor expressed her disappointment with this situation as both a balanced budget and growth in research were important strategic objectives. However, in recommending that Council approves the budget as proposed, at their meeting on 17 June 2021 RPC members also requested that every effort be made during 2021–22 to identify funding towards initiatives to support and boost research activity.

**RESOLVED**

4. To approve the budget for 2021–22 and note the financial forecasts for the outyears to 2025–26 [**ACTION:** Deputy Director of Finance].

3. Fferm Penglais Solar Farm

RECEIVED

Report by the Sustainability Advisor (COU2021-144).

NOTED

1. At the Council meeting held on 19 March 2021, members had approved an application for an interest-free Salix loan, primarily to fund the capital costs of the proposed solar farm adjacent to Fferm Penglais.

2. Due to rapidly changing costs and availability of components and materials in the supply chain, the contractor had reviewed their pricing and programme. The revised business case for the project increased the amount required to be borrowed from the Salix scheme above the limit previously approved by Council. The revised business case and key considerations were set out in the report.

**RESOLVED**

3. To approve an application for further borrowing of £125k under the Salix scheme to fund the increased capital costs of the solar farm, subject to agreement of the Funding Council [**ACTION:** Sustainability Advisor].
4. That an update be provided to a future Council meeting on work to revise the University's Carbon Management Strategy [**ACTION:** Sustainability Advisor].

**82. STRATEGIC MATTERS**

1. Digital Strategy

RECEIVED

Report by the Director of Information Services, incorporating a draft Digital Strategy (COU2021-146).

NOTED

1. The draft strategy set out a vision for adopting a digital approach across the whole University. A series of cross-cutting foundations and specific functional pillars were outlined in the draft strategy, which was also designed to complement the Estates and People sub-strategies.
2. Delivery of the draft strategy would be phased over three to five years according to the resources available. While the University Executive had considered an initial draft operational plan for the delivery of the strategy, further work was required to establish relevant costs. It was expected that the funding required would be approved as part of capital funding allocations in future budgets.
3. Members discussed the proposed strategy, and in particular how an appropriate blended approach could be struck which meets the different requirements and expectations of students. It was agreed that obtaining regular feedback from students would be essential as part of implementing the proposed strategy.
4. The draft strategy had been considered at the RPC meeting held on 17 June 2021 where members had recommended that it be approved by Council.

**RESOLVED**

5. To approve the draft Digital Strategy [**ACTION:** Director of Information Services].
2. Key Performance Indicators

RECEIVED

Report by the Head of Planning (COU2021-147).

NOTED

The report presented the institution's performance as of 30 April 2021 against the KPIs which had been agreed by Council to monitor the delivery of the institutional Strategic Plan.

### **83. OLD COLLEGE**

RECEIVED

Report by Director of Welsh Language and External Engagement (COU2021-148).

NOTED

1. The report provided an update on the project's progress, with particular attention to: project scope and timeline, the latest project cost estimate; current match-funding position; and the financial implications of not proceeding with the project. Information was also provided on an application for Levelling Up Funding, and an options appraisal of how this funding could be used should the application be successful.
2. As part of efforts to address the current shortfall in capital funding for the project, the University had been in discussions with the Heritage Lottery Fund (HLF) who had recently confirmed additional funding towards the increased costs.
3. The deadline for submission of tenders by companies wishing to bid for the construction work had been at 09:00 on the morning of the Council meeting. Only one such bid had been received, since the other remaining bidder in the process had gone into administration on the previous day. The University's professional advisors were now analysing the bid received against the institution's own estimate of costs.
4. Members discussed the fact that only one tender had been received and sought assurances that value for money could still be achieved for the project, that the procurement process would remain complaint should the University enter into further negotiations with a single bidder, and that the external funders would be comfortable with such an approach.
5. The Project Manager assured the Council that, in recognising the remaining company as a preferred bidder, the institution would be able to enter negotiations and value engineering discussion with that bidder. However, a separate decision of Council would be required for any award of contract.
6. Special meetings of RPC and Council had been arranged for 26 July and 02 August 2021 respectively to further consider the bid received. The outcome of the analysis currently being undertaken by the University's professional advisors would be provided to those meetings.
7. An earlier iteration of the Director of Welsh Language and External Engagement's report had been presented to RPC on 17 June 2021, where members had considered an appraisal of the two options which could be progressed should the University successfully be awarded Levelling Up Funding via a bid being coordinated by Ceredigion County Council.
8. At that RPC meeting, members had approved the submission of a grant application to the Levelling Up Fund with respect to 'Option A', on the understanding that no financial

contribution is required by the University towards this option. The associated due diligence would now be undertaken.

**RESOLVED**

9. To recognise the sole bidder in the tendering process for the construction work on the Old College project as the 'preferred bidder', subject to obtaining legal advice on continued compliance with procurement requirements and the external funders being comfortable with the situation [**ACTION:** Director of Welsh Language and External Engagement].

**84. 150<sup>TH</sup> ANNIVERSARY**

RECEIVED

Report by the Director of Welsh Language and External Engagement (COU2021-149).

NOTED

1. The University would be celebrating its 150<sup>th</sup> anniversary in 2022. The report set out the celebratory events being planned for 2022–23, efforts work to publish an anniversary volume, branding initiatives, and key milestones for the 150<sup>th</sup> Anniversary Project.
2. The report had originally been considered at Senate on 23 June 2021. The schedule of celebratory events had since been revisited to ensure that the University interacts both with existing stakeholders, as well as attempting to reach a more diverse audience who may be less familiar with the institution and its activities.
3. The opportunities presented by the 150<sup>th</sup> anniversary were discussed by members, including the possibility of developing and enhancing external partnerships. A further iteration of the proposed schedule of events would now be developed for presentation during Council's away day on 20 and 21 September 2021 [**ACTION:** Director of Welsh Language and External Engagement].

**85. 2022–23 FEE AND ACCESS PLAN**

RECEIVED

Report by the Pro Vice-Chancellor (Learning, Teaching and Student Experience); and the Head of Strategic Development (COU2021-150).

NOTED

1. The University had been required to submit its application for a Fee and Access Plan for 2022–23 by 18 June 2021. In response to the current pandemic, the Funding Council had requested a reduced set of plans, comprising only the statutory required elements, estimated spend on fee plan activities, and financial forecasting.
2. The University's proposed Fee and Access Plan submission had been reviewed and endorsed by the Fee and Access Plan Oversight Group in advance of 18 June 2021. This Group included representation from the governing body. However, the full governing body was now being asked to formally approve the submission to HEFCW.

**RESOLVED**

3. To retrospectively approve the University's application for 2022–23 Fee and Access Plan [**ACTION:** Head of Strategic Development].

## 86. DEGREE OUTCOME STATEMENT

RECEIVED

Report by Deputy Registrar Kim Bradick (COU2021-151).

NOTED

1. All Universities are required to publish Degree Outcome Statements. The University had approved its first Degree Outcome Statement during spring 2020, providing data in relation to 2018–19. The Degree Outcome Statement had since been revised to reflect the data for 2019–20.
2. There had been an overall increase in firsts and upper seconds of 13 per cent over the previous 4 years, and which had resulted in an equivalent fall in the other grades. This increase could be attributed to many factors, including the response to the Covid-19 pandemic which had led to fewer exams, more continuous assessments, and an increase in student resitting modules to obtain better results.
3. There was no requirement for institutions to publish revised Degree Outcome Statements on an annual basis. Other institutions in the sector did not intend to publish revised Statements this year owing to the way in which the measures put in place last year in response to the pandemic had skewed the results. The University would adopt the same approach.

## 87. APPOINTMENT OF A PRO-CHANCELLOR

RECEIVED

Report by the University Secretary (COU2021-152).

NOTED

1. The University had traditionally appointed two Pro-Chancellors. Following consultation with the Chancellor, Lord Thomas, during early 2021, it was felt appropriate to appoint a second Pro-Chancellor, to serve alongside Prof Dame Elan Closs Stephens. Council had been informed of this proposal at its meeting on 14 May 2021.
2. In accordance with Ordinance 2, the process to appoint a Pro-Chancellor had commenced on 17 May 2021. A role description had been made available via the University's governance website and circulated widely, with nominations invited by 04 June.
3. On 14 June 2021, a Selection Committee had been convened to consider the nominations received. The report set out the process followed, and the name of the individual being recommended for appointment.

RESOLVED

4. That the Right Honourable Elfyn Llwyd be appointed as Pro-Chancellor for an initial three-year period from 01 August 2021 [**ACTION:** University Secretary].

## 88. GOVERNANCE MATTERS

### 1. Outcome of the Council self-effectiveness questionnaire

RECEIVED

Report by the University Secretary (COU2021-153).

NOTED

1. Between 24 May and 04 June 2021, Council members had been invited to complete a questionnaire to provide constructive feedback on the governing body's operation during the current academic year. The results were set out in the report.
2. The overall response rate had decreased significantly compared to the previous year and this was disappointing. Nevertheless, members appeared satisfied overall, with no significant changes to the way in which the Council operates.

### 2. Committee Terms of Reference

RECEIVED

Report by the University Secretary (COU2021-154).

NOTED

1. In response to the May 2020 Committee of University Chairs (CUC) Higher Education Audit Committees Code of Practice, the Audit, Risk and Assurance Committee's (ARAC) terms of reference had been reviewed to ensure that they aligned with the model terms of reference published by the CUC and other recommended practice.
2. A review of the Nominations Committee following one year of operation had led to a proposal that responsibility for recommending the appointment of a Visitor be transferred from GCC to the Nominations Committee. This would require revisions to the terms of reference of both committees.
3. The proposed revisions had been considered by GCC and ARAC at their meetings on 17 and 25 June 2021 respectively. At those meetings, members had recommended that the revisions be approved by Council.

**RESOLVED**

4. To approve the proposed revisions to the committee terms of reference [**ACTION:** University Secretary].

## 89. ABERSU RELATIONSHIP AGREEMENT

RECEIVED

Report by the University Secretary (COU2021-155).

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. This had been considered at the GCC meeting held 17 June 2021 where members had endorsed this recommendation.

#### **RESOLVED**

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

#### **90. ITEMS FOR INFORMATION**

##### RECEIVED

Members received reports on the following for information:

1. Covid-19: Decisions Record (COU2021-156);
2. Summary Corporate Risk Register (COU2021-157);
3. Annual Report on Collaborative Partnerships (COU2021-158);
4. Office of the Independent Adjudicator Annual Report (COU2021-159);
5. Annual AberSU submission to Senate (COU2021-160);
6. Summary of complaints received in relation to the Welsh Language Standards (COU2021-161); and
7. Documents affixed with the Common Seal (COU2021-162).

##### NOTED

8. The contents of the reports presented for information.

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

##### RECEIVED

A composite report comprising the minutes of the following (COU2021-163):

1. Pro-Chancellor Selection Committee (14 June 2021);
2. Governance and Compliance Committee (17 June 2021);
3. Resources and Performance Committee (17 June 2021);
4. Senate (23 June 2021);
5. Investments Committee (24 June 2021); and

6. Audit, Risk and Assurance Committee (25 June 2021).

NOTED

7. The reports received from the sub-committees.

## **92. ANY OTHER BUSINESS, MEETING REVIEW, AND FUTURE BUSINESS**

### **1. Farewells**

Several independent members were reaching the end of their terms on the Council on 31 July 2021 and would be leaving the governing body at that point. The following were thanked by the Chair of Council for their considerable contribution, both collectively and individually, to the work of the governing body and its sub-committees over many years:

1. Elfyn Llwyd, who had served since 01 August 2015, and as deputy Chair of Council since 01 January 2020;
2. George Ashworth, who had served since 01 August 2015; and
3. Samantha Blackie, who had served since 01 August 2018.

### **2. Next meetings**

1. Members had already been advised of a Special Meeting of Council which would be held on 02 August 2021 to consider the tenders received for the refurbishment of the Old College.
2. The first full Council meeting of the next academic year would be during the away day on 20 and 21 September 2021. All being well, the intention was to hold this meeting in person at the University.