COUNCIL

Minutes of the meeting held at 13:00 on 15 MAY 2026, in the Dialogue Centre, Visualisation Centre.

Present:	Meri Huws, Chair of Council (Chair); Rhuanedd Richards, Deputy Chair of Council; Dr Paul Bevan; Professor Sarah Davies; Kate Eden; Millie Hackett, Undeb Aber President; Professor Angela Hatton, Pro Vice-Chancellor (Research, Knowledge Exchange and Innovation); Dr Aloysius Igboekwu; Yusuf Ibrahim; Nanw Maelor Hampson, Welsh Culture Officer and UMCA President; Dan Richards; Arwel Thomas; Professor Jon Timmis, Vice-Chancellor; Claire Vaughan.
In attendance:	Julie Archer, Head of Governance (minutes); Simon Crick, Chief Financial Officer; Jean Jones, Head of the Vice-Chancellor's Office; Alice Leroy, Undeb Aber; Gwenno Roberts, Undeb Aber; Dr Gwawr Taylor, University Secretary and Director of Welsh Language; Steve Thomas, Director of Communications and External Affairs.

Apologies for absence were received from Kylie Evans, Mark Tweed, and Jane Usherwood.

52. MATTERS TO BE RAISED BY THE CHAIR

NOTED

1. Incoming Undeb Aber officers, Gwenno Roberts and Alice Leroy, who were shadowing the outgoing student members for this meeting, were welcomed by the Chair.

2. Congratulations were offered to those who organised the Court, which proved to be a successful and well-attended event.

3. The Chair congratulated Professor Sarah Davies and Professor Peter Merriman who have been elected Fellows of the Learned Society of Wales.

4. The Chair congratulated Huw Roberts, the University's Senior Accommodation Manager, who has been honoured with Blue Robes by Gorsedd Cymru. Blue Robes are awarded in recognition of an individual's contributions and dedication to Wales, the language and their local area.

5. The Chair congratulated the Vice-Chancellor on his successful completion of the Mynediad Welsh language exam.

6. Elfyn Llwyd, Pro-Chancellor, was congratulated on his appointment as Welsh Government's Counsel General Designate.

7. Members were requested to complete the committee effectiveness surveys which would be circulated during week commencing 25th May, with responses required by 12th June.

53. CONFLICTS OF INTEREST

NOTED

1. It was noted that the two members being considered for re-appointment for a second term will leave the room during the discussion for that item.

54. MINUTES OF THE PREVIOUS MEETING

RECEIVED

Minutes of the meeting held on 23 March 2026 (COU2526-079) and an amendment to the minutes for the meeting held on 24 November 2025 (COU2526-080).

NOTED

1. It was noted that Rhuanedd Richards was present at the meeting on 23 March but had been missed off the list of attendees. [**ACTION**: Head of Governance to correct the attendees].

2. The second set of minutes, from the meeting held on 24 November 2025, includes revised wording for one item, [redacted] FOIA s43(2). No change has been made to the substantive decision made by Council.

RESOLVED

3. Minutes of the meeting held on 23 March 2026 were approved as an accurate record.

4. The revised wording for minute 24.4 from the 24 November 2025 meeting was approved.

55. MATTERS ARISING FROM THE MINUTES

RECEIVED

Report by Julie Archer, Head of Governance (COU2526-081).

NOTED

1. <u>67.1.6 and 67.1.11 Review of Governing Documents -</u> Shakespeare Martineau have been supporting with the review of the governing documents, which is a long and ongoing process.

2. <u>39.4 Minutes of previous meeting</u> - An additional meeting is on the agenda.

3. <u>43.17 Review of internal audit report's recommendations</u> - Audit, Risk and Assurance Committee (ARAC) have not yet met, so this will be considered in June.

4. <u>36 AUPAS information sharing protocol</u> - There has been no agreement with AUPAS trustees to date. The intention is to bring this to Council in July.

56. DECISIONS TAKEN BETWEEN MEETINGS

RECEIVED

Report by Rhodri Gravell, Governance Co-ordinator (Governance and Risk) (COU2526-082) where matters have been approved via Chair's action.

NOTED

1. The decisions taken between meetings were in relation to the use of the University Seal and will be covered under agenda item 11.6.

57. CORRESPONDENCE

1. AUPAS Deed of Removal of a Trustee

RECEIVED

Deed of Removal of a Trustee of the Aberystwyth University Pension & Assurance Scheme (COU2526-083).

NOTED

1. The document relates to an AUPAS trustee, George Ashworth, coming to the end of their term. The document must be sealed as it is a deed.

RESOLVED

2. The removal of the trustee and the use of the seal were both approved.

58. VICE CHANCELLOR'S REPORT

RECEIVED

Report by Professor Jon Timmis, Vice-Chancellor (COU2526-084), comprising three key sections: a highlight report; a planning report relating to student recruitment; and a communications report.

NOTED

1. The Vice-Chancellor thanked members who were able to attend Court.

2. Following the recent election, engagement is already taking place on behalf of the University and as part of Universities Wales. The new government has committed to a review of higher education in its first one hundred days, and there are ongoing discussions to ensure universities will be heavily involved. It was noted that Welsh Government are restricted in terms of actions around funding as they operate within Westminster's framework. Members highlighted the role of Aberystwyth staff during the election coverage and welcomed the contribution of Anwen Elias, seen as central to political discourse.

3. Members questioned how the University can effectively engage with the new members, noting that there are six in its constituency alone. It was noted that Elin Jones (one of the members for Ceredigion Penfro) has been named in cabinet and that Kerry Ferguson, Aberystwyth Town Councillor, has been named as Deputy Llywydd. Members emphasised that it is important not to limit engagement to this constituency. Members noted their own role in external engagement and requested key messages for their use to ensure consistent messaging, including the importance of Old College to the town and region. [**ACTION**: Director of Communications and External Relations].

4. The Vice-Chancellor intends to review the structure of their report going forward. Members emphasised the value of the research elements in the report and requested a future briefing from academic staff on the positive research work taking place at the University [**ACTION**: University Secretary].

RESOLVED

5. Members noted the report.

59. REPORT BY UNDEB ABER

RECEIVED

Report by Millie Hackett, Undeb Aber President, Nanw Maelor Hampson, Welsh Culture Officer & UMCA President, and Trish McGrath, Undeb Aber Chief Executive Officer (COU2526-085)

NOTED

1. Members offered their congratulations to Undeb Aber on their award as Students' Union of the Year at the NUS Cymru celebration event.

2. The President gave thanks to their officers on campaigns run throughout the year, including the removal of the resit cap and fees, textured hair workshops, and BAME engagement.

3. This year, 63% of Aber students have engaged with Yr Undeb via democracy, volunteering, advice, clubs or societies or by being an Academic Rep, reflecting an increase from 60% in 2024-25.

4. UMCA reported that RAG Week had just taken place, during which £2,400 was raised for charities Diabetes UK and Mind. The UMCA byelaw is now in place and on Yr Undeb's website. The byelaw outlines the basis for developing a mutually beneficial and respectful relationship between UMCA and Undeb Aber, offering fair and robust processes on for UMCA and its members.

5. Undeb officers noted it was their last meeting and gave thanks to Council.

RESOLVED

6. Members noted the report and wished both officers well for the future.

60. FINANCIAL MATTERS

1. <u>Management Accounts Update</u>

RECEIVED

Report by Dallas Baker, Interim Head of Financial Management and Reporting, and Stephen Harrison, Head of Financial Operations and Compliance (COU2526-086), setting out the University's financial performance as at Month 7, 2025-26.

NOTED

1. FOIA s43(2) [redacted]

2. FOIA s43(2) [redacted] There is pressure on research contributions, with officers noting that performance tends to improve as grant income is received but there is no expectation for that to shift significantly this year.

3. Officers confirmed that short-term issues are being addressed, for example the way the University uses the estate has not yet changed in response to other transformation work.

4. It was noted that a good discussion had taken place at RPC, which observed that, while it was disappointing to see the slippage, the short-term measures had provided reassurance.

5. Officers noted that cash flow issues are due to timing. An example is the sale of Llanbadarn, which is still in train but will be delayed.

6. Members scrutinised the costs of interim appointments. Officers confirmed that the University has already largely moved away from that approach. Members further questioned how the message around being prudent can be emphasised. Officers noted the risk of being too open with staff about the financial position. The aim is to have more targeted conversations with areas where the spend can be reduced between now and the end of July.

7. Members sought assurance around risks relating to the sale of Llanbadarn. Officers confirmed that it is a timing issue and clarified that there is no expenditure against that receipt. A further question was raised around the impact of any delay as the sale was factored into next year's budget planning. Officers confirmed that there is no impact on operational requirements. There will be a need to re-forecast for next year based on when that money is received.

RESOLVED

8. Members noted the report.

2. <u>Recruitment and Enrolment Report</u>

RECEIVED

Report by Helen Eustace, Director of Strategic Planning (COU2526-087), providing a recruitment and enrolment update for April 2026.

NOTED

1. FOIA s43(2) [redacted] It was noted that the UCAS equal consideration date has changed, as well as reject or decline by default dates. FOIA s43(2) [redacted]

2. UCAS recently released a Clearing report highlighting changing student behaviour, showing that 92% of applicants had looked at provider options before results day, and that 64% had researched the higher education institution at which they ended up. Members questioned whether the University is therefore changing its behaviour around Clearing. Officers noted that this audience is difficult to identify but there may be an opportunity to push out content that not specifically addressed to individuals.

3. It was noted that international taught postgraduates are difficult to predict year on year. [redacted] FOIA s43(2)

4. Members noted that the University is aiming for a realistic target in its strategy, but that it is useful to have discussions around moving away from the 10,000 figure. Officers noted that the make-up of the student body is more important than the 10,000 headline figure. Current financial modelling is looking at the costs of certain types of students, which will inform recruitment targets.

5. Members noted the importance of distilling the narrative for different groups, such as staff and external stakeholders, to ensure appropriate messaging for each. Members also noted the importance of sharing the trajectory of what happens if changes are not made. Members emphasised the importance of being seen as retaining a traditional residential student experience, considering applicants' shift towards staying at home to study.

6. Members questioned whether there is a sense of personal responsibility from leadership in those departments which are under-performing. Officers noted that it is variable. Members noted the importance of educating staff around audience, qualifications, and other key recruitment components.

RESOLVED

7. Members noted the report.

3. <u>Gas Mains Apparatus and Associated Wayleave</u>

RECEIVED

Report from Dr Tim Macy, Space Planning Manager, and Simon Edwards, Compliance Manager (COU2526-088).

NOTED

1. The proposal represents a low-risk, income-generating opportunity that also supports the resilience of critical infrastructure serving both the University and the wider community.

RESOLVED

2. Subject to the negotiation of appropriate commercial terms and robust legal safeguards, members approved the proposal in principle and authorised officers to proceed through detailed negotiations to contract, including the application of the University Seal in due course.

4. <u>Disposal of Godre'r Glais</u>

RECEIVED

Report by Dr Tim Macy, Space Planning Manager (COU2526-089),

NOTED

1. The property has been declared as surplus to operational requirements. The property is in poor repair and has generated limited interest. Its market value is lower than expected and the current offer received is therefore acceptable.

2. The proposed disposal was considered by RPC, including a detailed discussion around market intelligence and due diligence. The committee was comfortable and content to recommend for Council approval and was also content that the sale is in line with Charity Commission requirements.

RESOLVED

3. Members agreed to accept the offer FOIA s43(2) [redacted], subject to contract, and to proceed with disposal, contract negotiations, and the application of the University Seal in due course.

61. OLD COLLEGE

RECEIVED

Report by Anwen Jones, Pro Vice Chancellor (Education and Student Experience), and Jim O'Rourke (Project Manager) (COU2526-090) providing an update on construction activity.

NOTED

1. The paper was considered by RPC, and there have been updates since then. A full day visit by NLHF took place in late April. Officers noted that, although no requests were made for information on the day, a decision was made to address issues arising from the discussion and to proactively provide information.

2. FOIA s43(2) [redacted]

3. Key completions dates in May were noted; and that activity is on track to meet the WEFO deadline for South Seddon.

4. As expected, an additional £700k of funding, bringing Welsh Government's financial contribution to a total of £4.5m has been confirmed.

5. FOIA s43(2) [redacted]

6. The update from DARO notes a £499k grant from the National Lottery Community Fund secured by a partner organisation, Area 43, part of which will be used for activity in Old College.

7. Heads of Terms with FOIA s43(2) [redacted] were signed in April and discussions continue regarding kitchen and bedroom designs to maximise hospitality income.

8. FOIA s43(2) [redacted]

FOIA s43(2)

[redacted]

9. Members questioned whether corporate sponsorship might offer an untapped resource, and officers confirmed that this is something that is under consideration.

10. Members noted their appreciation of the level of detail and transparency in these reports.

11. Members questioned what other risks have been identified. Officers noted that the fire authority has been challenging, but it was felt that the risks around planning and fire are reducing rather than increasing.

RESOLVED

12. Members noted the report.

62. GOVERNANCE MATTERS

1.1 <u>Appointment of new Council Members</u>

RECEIVED

Report by Dr Gwawr Taylor, University Secretary and Director of Welsh Language (COU2526-091) in two parts: recruitment of new Council and co-opted members, and re-appointment of members for a second term.

NOTED

1. Officers noted that the paper outlines the recruitment process and is accompanied by an anonymised EDI report provided by Odgers following their expanded search.

2. The Nominations Committee panel was unanimous in their recommendation of the appointment of Alan Speight as Council member from 1 June 2026 until 31 July 2030.

3. Officers highlighted the very strong shortlist and noted the Nominations Committee recommendation to have four new co-opted members, serving GCC, RPC, and ARAC. Except for Geraint Jones, all members are available to start on 1 June. Officers noted that Nicola Wood's term as co-opted member ends on 1 June.

4. Officers reported that the University has challenged Odgers as the diversity was not as strong as it could be. Members noted their appreciation that the University did push back on this and questioned whether there are any lessons learned. It was noted that the decision to broaden the search field was positive and will be considered in future recruitment exercises.

5. Members questioned whether any skills gaps remain following these appointments. Officers noted that the new members will need to complete the skills matrices, after which the picture will be clearer. It was also noted that the skills required are also changing.

RESOLVED

6. Members approved the recommendation that Alan Speight be appointed to Council from 1 June 2026 until 31 July 2030.

7. Members approved the recommendation that Fran Button, Daniel Hilbourne, Mo Hussain, and Geraint Jones be appointed as co-opted members of committees from 1 June 2026 until 31 July 2030.

Arwel Thomas and Claire Vaughan left the meeting (officers noted that their absence means that the meeting is not quorate, so the views of absent independent members will be sought via correspondence).

1.2 Re-appointments for second terms

NOTED

1.2.1 Conversations following the interviews for new members centred around the amount of change during the next 12-24 months, with terms ending for other members. Both members whose first terms are ending have been very engaged and the committee recommended their reappointment.

RESOLVED

1.2.2 Members approved the reappointment of Arwel Thomas and Claire Vaughan for a second four-year term, until 31 July 2030, subject to the views of absent members.

Arwel and Claire rejoined the meeting.

The Chief Financial Officer and University Secretary left the meeting.

2. Clerk to the Board Review

RECEIVED

Report by Professor Jon Timmis, Vice-Chancellor (COU2526-092).

NOTED

1. The Vice-Chancellor has reviewed how Executive portfolios are organised to best position the University to address its priorities and look afresh at its strategic approach, with clear portfolios and accountability. Of key importance is the need for the Chief Financial Officer to focus on finances. Elements of their portfolio have therefore been moved to the University Secretary and Director of Welsh Language, creating the new role of Chief Operating Officer.

2. It is proposed that the Chief Operating Officer retains the role of University Secretary and Clerk to the Council. Both the University's Ordinance and Medr's Conditions of Registration allow for the role of clerk to be combined with significant responsibilities at senior executive team level, provided that the independence and accountability of the clerk's position is considered.

3. It was noted the combination of Chief Operating Officer and secretary is novel to some members, but discussions highlighted that this is not an uncommon model. Members acknowledged the mitigations stated in the paper, and that these are critical. The Clerk's position should be reviewed in 12 months' time.

4. Members sought clarity around conflicts of interest, with officers providing assurance that they will be managed as they are currently, noting that the post-holder already has significant areas of responsibility at Executive level.

RESOLVED

5. Members noted the changes made by the Vice-Chancellor to the Executive structure and portfolios, acknowledging that assurance had been sought and received.

6. Members are content to approve the changes to the role affecting the Clerk to the Board, with a review in 12 months' time.

The Chief Financial Officer and University Secretary rejoined the meeting.

3. <u>Medr Conditions of Registration</u>

RECEIVED

Report by Julie Archer, Head of Governance (COU2526-093)

NOTED

1. The report sets out the proposed approach to submitting the information required to support the University's application for registration, in accordance with the requirements of Medr's new Regulatory Framework.

2. Officers noted that there is no system requirement for the Accountable Officer to approve the submission. This was noted as a concern, but it was emphasised that processes were in place internally to ensure that the Accountable Officer approved the submission.

RESOLVED

3. Members noted the report and the proposed approach to registration submission.

4. <u>Meeting Dates 2026-27</u>

RECEIVED

Report by Rebecca Sweeney, Governance Manager; Ffion Jones, Governance Co-ordinator (Information Governance); and Rhodri Gravell, Governance Co-ordinator (Governance and Risk) (COU2526-094) setting out proposed meeting dates for the next academic year.

NOTED

1. A question around an additional January meeting was taken from the matters arising. Officers suggested that this is retained as an online briefing with the option of convening a special meeting if required [**ACTION**: Governance team to correct the 29/01 Council meeting location to online.]

2. Members raised concerns that moving the July date earlier in the month will impact the student members as it will be their first week in post. Officers noted that the whole of their first month will be busy for Undeb officers, and that it is not possible to move the meeting later due to graduation.

RESOLVED

3. To consider induction for student members during June to ease the transition into the July meeting of Council. [**ACTION**: University Secretary].

4. Members approved the meeting dates.

5. <u>Serious Incidents reported to the Charity Commission</u>

RECEIVED

Report by Rhodri Gravell, Governance Co-ordinator (Governance and Risk) (COU2526-095).

NOTED

1. No serious incidents have been reported to the Charity Commission since the last meeting.

2. Members noted an erroneous reference to HEFCW on the coversheet [**ACTION**: Head of Governance to correct].

RESOLVED

3. Members noted the report.

6. <u>Documents affixed with the Common Seal</u>

RECEIVED

Report by Rhodri Gravell, Governance Co-ordinator (Governance and Risk) (COU2526-096) outlining the documents which have been affixed with the University's Common Seal since the last meeting.

NOTED

1. The items under consideration had been approved via Chair's action.

RESOLVED

2. Members noted the report.

7. <u>Appointment of subsidiary company directors</u>

RECEIVED

Report by Mathew Clarke, Treasury & Compliance Manager (COU2526-097).

NOTED

1. It was noted that the recommended model, following external advice, had been to establish the subsidiary company, [redacted] FOIA s43(2) [redacted]

2. Three named officers have been identified as company directors during this transitional period. It was noted that company directors always require Council approval.

3. Officers noted that GCC will retain oversight of the company's structure going forward.

RESOLVED

4. Members approved the transitional arrangements and the appointment of the named individuals as company directors.

63. UNIVERISTY RISK REGISTER

RECEIVED

Report by Julie Archer, Head of Governance (COU2526-098).

NOTED

1. A detailed discussion was held by the Executive, including consideration of the recommendations from RPC.

2. The Executive had questioned whether the register reflects what are still the main risks. A discussion took place around how to manage emerging risks, such as the changes in academic units. It had been agreed that they will not be on the risk register, but that a list of issues will be created. Members suggested that the Vice-Chancellor's report might be a suitable place to identify any emerging risks below Council's threshold.

3. Members sought assurance around the list of deliverables and whether they are realistic. It was noted that GCC will conduct a deep dive into the people risks.

4. Members questioned whether there is potential for a brief SWOT analysis as an appendix to the University Risk Register. [**ACTION**: University Secretary to discuss with the relevant member outside the meeting].

5. Members scrutinised the frequency with which Council considers the University Risk Register. It was agreed that it is appropriate to retain it as an item at each meeting.

RESOLVED

6. Members noted the report.

64. REPORTS FROM SUB-COMMITTEES

RECEIVED

Verbal reports from those sub-committees that have met since the last meeting of Council.

NOTED

1. RPC noted that all items have been covered elsewhere on the agenda.

2. Investments Committee reported its review of the performance of the endowments. Benchmarks continue to be met, despite divestment. Investment funds from the previous strategy have now gone. The AI bubble has been addressed with the investment advisers, and it was noted that companies involved are substantial in other operations, so there is not the same level risk as the seen in the dot com bubble.

3. The Investment Policy was reviewed in accordance with the biennial schedule, and it was agreed that the existing targets are still appropriate and that no new targets are required. Future action includes consideration of further reducing fossil fuel investment, and

potential screens around weapons and border security companies. The revised draft policy will be reviewed for consideration and approval in September, but no significant changes in direction are anticipated.

4. Council members questioned impact investing, and members noted it would be helpful to have a considered approach to changes to the portfolio.

RESOLVED

5. Members noted the reports.

65. ANY OTHER BUSINESS, MEETING REVIEW AND FUTURE BUSINESS

NOTED

1. Officers were thanked for the quality of reports and presentations.

2. Student members Millie and Nanw were thanked for their active contribution to Council during the year.

3. The Vice-Chancellor conveyed thanks on behalf of the Executive to Council for their support and constructive challenge.

The meeting ended at 15:50

The next meeting will be held on 6 July 2026