

Joint Meeting of the Councils

UNRESTRICTED Minutes of the Virtual meeting held at 10.00 a.m. on Thursday 9 July 2020

Present:

Venerable Randolph Thomas (Chair)
Tony Ball
Pam Berry
Andrew Curl
Tania Davies
Margaret Evans
Andrew Gibson
Eifion Griffiths
Emma Hughes
Dr Gareth Hughes
Professor Medwin Hughes
Rowland Jones

James Mills
Arwel Ellis Owen
Eirlys Pritchard-Jones
Victoria Provis
Stuart Robb
Geraint Roberts
Nigel Roberts
Dr Liz Siberry
Maria Stedman
Georgia Thomas
Deris Williams

In attendance:

Professor Robert Brown, Deputy Vice-Chancellor (Research and Innovation)
Sarah Clark, Clerk to Council
Dr Andrew Cornish, Principal, Coleg Sir Gar
Shône Hughes, Chief of Staff
Professor Dylan Jones, Deputy Vice-Chancellor (Student Experience and Civic Engagement)
Professor Catrin Thomas, Deputy Vice-Chancellor (Academic)
Margaret Williams, Secretary

Agenda item	Main discussion points	Action/ Decision
20.14 Protocol for the meeting	The Chair outlined the protocol for the meeting (JCO046).	
20.15 Apologies for absence and declarations of interest	<p>The Councils RECEIVED the update on the members' declarations (JCO047).</p> <p>The Chair welcomed James Mills and Georgia Thomas to their first meeting as UWTSD student governors. He thanked the departing student governors, Becky Ricketts and Martha Warren, for their contribution to the work of the Council. He also conveyed his thanks to the Deputy Vice-Chancellor (Finance and Planning) who had left UWTSD in June.</p>	
20.16 Minutes of the meeting	<p>The Chair reminded members that, following the Governance Effectiveness Reviews (GER), unrestricted Council minutes would in future be published on the website.</p> <p>The Councils CONFIRMED the unrestricted minutes of the meeting held on 30 January 2020 (JCO048), subject to the addition of Margaret Evans, Tony Ball and Rowland Jones to the attendance list.</p> <p>Members APPROVED the minutes for publication once the amendments were made.</p> <p>There were no restricted minutes to approve.</p>	<p>Secretary to update Minutes</p> <p>Unrestricted Minutes to be published</p>
20.17 Matters arising and action points not covered elsewhere on the agenda	<p>The Councils RECEIVED the updated table of action points (JCO049).</p> <p><u>Members' Code of Practice</u> The Clerk reported that the Clerk's office was currently in the process of collating members' sign-ups to the Code of Practice, some of which had been delayed by the Covid-19 restrictions.</p>	
20.18 Report of the Chair of Council	<p>The Councils RECEIVED the report of the Chair of Council (JCO050).</p> <p>The Chair referred to the following matter:</p>	

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	<p><u>Covid 19</u> The Chair referred to the way in which the work of the Council and its standing committees had been undertaken during the current period of lockdown and asked members whether they were content with the arrangements. Members confirmed that, although there had been some initial concerns, they had been content with the processes and thanked staff for the work prepared on their behalf and security of their working during the period.</p>	
<p>20.19 Report of the Vice-Chancellor</p>	<p>The Councils RECEIVED the report of the Vice-Chancellor (JCO051).</p> <p>In presenting the report, the Vice-Chancellor referred to the following matters:</p> <ul style="list-style-type: none"> - The financial challenges facing universities in the light of Covid-19. The outcomes of a funding request to Welsh Government were awaited. - Covid-19 recovery plans and the work undertaken by officers and staff to support the return to campus in autumn 2020. - A major review of the curriculum to position the institution post Covid-19, in particular to ensure that the content of degrees at UWTSD reflected the reality of the employment challenges for students post Covid-19 and that the delivery experience could accommodate both campus-based learning, blended and on-line tuition. - The establishment of a suite of higher level Technical Certificates, Diplomas and technical Degrees which would be directed at sector and government priority areas. - A review of the current bursary framework, resulting in four key developments to be introduced in the new term. - The University's response to the Black Lives Matters movement. - Arrangements for graduation, following postponement of the summer 2020 ceremonies. The University was preparing a series of on-line celebrations for 	

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	<p>students graduating at the end of the academic year. Formal ceremonies were planned for them later in the academic year.</p> <p>In relation to the Black Lives Matter movement, it was reported that the Senate had, at its June meeting, considered a paper on the University's complex history, which included receipt by St David's College, Lampeter of financial support from people whose wealth at least in part derived from slavery. Senate had proposed to the University Council that the University create an appropriate package of measures, consistent with the overall objectives of the Strategic Equality Plan and the Fee and Access Plan, to respond to this aspect of its institutional history. Subsequently it had been agreed to propose the establishment of a number of bursaries and scholarships for programmes at Lampeter specifically for students from BAME background, to be accepted on academic merit. It was also proposed to establish a permanent exhibition at Lampeter to mark the importance of cultural values and the erection of a plaque at the Dynevor campus at Swansea. The Students' Union President confirmed that these proposals had the full support of the SU.</p> <p>Council AGREED to support the proposals.</p>	
<p>20.20 Camm Review of Governance of Universities in Wales</p>	<p>The Councils CONSIDERED the Camm Review of Governance of Universities in Wales (JCO052) together with the action plan prepared by the University in response to the recommendations of the report and Charter as agreed by the Chairs and Vice-Chancellors.</p> <p>The Clerk reported that the Charter and action plan had been considered in detail by the Nominations and Governance Committee in May 2020 and subsequently by the Remuneration Committee in June. The action plan had been annotated to show the current position of the UW and UWTSD in relation to the commitments made. The proposed dates for action had since been updated in light of the Covid-19.</p> <p>Members considered the Clerk's analysis of the position of UW and UWTSD in relation to the action plan, and noted that in the majority of cases the existing practice of the two Councils was broadly in compliance with the Charter but that</p>	

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	<p>there were some areas for consideration, which centred around the following headings:</p> <ul style="list-style-type: none"> • Understanding culture • Succession planning • Diversity and inclusivity • Risk management • Whistleblowing <p>In relation to governance review of qualitative data relating to culture, the Clerk reported that NGC had noted that culture was evolving in the light of the Covid-19 crisis, with a renewed emphasis on openness, inclusivity and ownership of decisions. NGC had agreed that any data set should be based on an understanding of context and broader issues, and on positive as well as negative indicators. NGC was recommending that the first formal review of data was undertaken in a year's time.</p> <p>Members considered the commitments relating to the diversity of the governing body and acknowledged that further work was required in some areas which would be addressed in the strategy for the next recruitment round.</p> <p>The Clerk referred to risk management and reported that officers had reviewed the risk policy and that a review of the internal audit function would be undertaken during the next year.</p> <p>The Clerk reported that the first whistleblowing report would be considered by the Audit and Risk Committee in November prior to presentation to Council.</p> <p>The Clerk also referred to the new form of annual reporting, to include reports from standing committees. Sector work was in progress in relation to this area, to which the University would respond in due course.</p> <p>The Chair of NGC thanked the Clerk for the work undertaken and noted that the Councils were well positioned to respond to the recommendations of the Camm report. She referred to a recent webinar session with Gillian Camm and noted the clear emphasis on two themes, namely culture and risk.</p>	

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	<p>The Councils APPROVED the annotated action plan and associated timescales and AGREED that progress monitoring of the action plan be undertaken by NGC on their behalf.</p>	
<p>20.21 Risk Management</p>	<p>The Councils CONSIDERED the revised Risk Policy and the Corporate Risk Register relating to UW and UWTSD (JCO053).</p> <p>The Clerk reported that the Risk Policy had been considered and endorsed by the ARC at its meeting in June. The principles set out in the Policy had since been applied to the Risk Register which was being presented direct to the Councils for their consideration and approval. The Group Risk Register was in preparation and would be presented to the Audit and Risk Committee at the start of the autumn term.</p> <p>The Clerk referred to the key changes to the policy which included:</p> <ul style="list-style-type: none"> • The addition of a statement of Risk Tolerance which articulated the Group’s risk tolerance in terms of five institutional risk impact areas (Quality, Business Continuity, Compliance, Reputation, Financial Performance and Sustainability) and described the maximum impact that would be tolerated under each; • A revised risk Scoring Framework; • The risk reporting model which provided an updated diagram of the institutional structures for managing and monitoring risk; • A shorter, clearer Risk Register which allowed ARC and Council to monitor progress in the management of risk; • The proposal that Risk Appetite be set annually by Council as part of its strategic planning discussions. <p>Members referred to the tolerance level for financial sustainability and asked that officers considered allowing further tolerance to the criteria.</p> <p>The Councils APPROVED (a) The revised risk policy, subject to addition of UW and CSG financial thresholds, to be approved by Officers;</p>	<p>Clerk to discuss with Director of Financial Services</p>

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	(b) The Corporate Risk Register, noting that the Group risk register was in preparation.	
20.22 Serious incident reporting procedure	The Council APPROVED the serious incident reporting procedure (JCO054).	
20.23 Declarations of interest	No additional conflicts of interest were reported during the course of the meeting.	
20.24 Date and time of next meeting	The next meeting would be held on 30 September or 1 October 2020.	