

Minutes of the meeting of the Board of Governors of Glyndwr University held on **Friday 10th March 2023** at 9.00am via Zoom.

Present:

Paul Barlow
 Richard Campbell
 Dr Leigh Griffin (Chair)
 Professor Maria Hinfelaar
 Lauren Hole
 Professor Sandra Jowett
 Sally Lambah
 Diane McCarthy
 Judy Owen
 Amy Rowley [*Items 22.47 to 22.54 and 2.66 only*]
 David Sprake
 David Subacchi
 Richard Thomas [*Items 22.47 – 22.54 only*]
 Liam Wynne

Officers:

Val Butterworth (*Clerk to the Board*)
 David Elcock (*Executive Director of Finance*)
 Professor Richard Day (*PVC Research*)
 James Dawson (*Director SPSA*) [*Items 22.48 to 22.54, 22.66 and 2.67 only*]
 Pete Gibbs (*Executive Director of HR*)
 Lynda Powell (*Executive Director of Operations*)
 Professor Claire Taylor (*Deputy Vice Chancellor*)

Apologies:

Jim Barclay
 Professor Martin Chambers
 Claire Homard
 Paul McGrady
 Professor Aulay Mackenzie (*PVC Partnerships*)
 Maureen Wain

22.47	Meeting without Officers	
	<p>Received: Proposal for delegation to Remuneration Committee to scrutinise and make recommendations to the Board on:</p> <ul style="list-style-type: none"> • a written procedure on the appointment, remuneration, contract and conditions of service of the holders of senior posts. • the process and timeline for a substantive DVC appointment with input and advice from the Vice Chancellor and Executive Director of HR on such. <p>Resolved: To APPROVE delegation to the Remuneration Committee as proposed.</p>	
22.48	Welcome and apologies	
	Members were welcomed to the meeting and apologies were noted. Members were thanked for reverting to meeting remotely due to the adverse weather conditions.	

	<p>Dr Karen Heald was welcomed to her first Board meeting.</p> <p>Amy Rowley was congratulated on her election as Students' Union President for 2023/24. Congratulations were also noted to Maisie Head who had been elected as Vice President.</p>	
22.48	Declarations of interest	
	There were no declarations of interest relating to items on the agenda.	
22.49	Chair's actions	
	<p>Received:</p> <p>(i) Report of Action taken by the Chair to approved the award of a contract for the provision of Occupational Health Services to the University for staff and students, and to approved the request for minor changes to nomenclature within the Instrument and Articles to reflect inclusive non gender specific language.</p> <p>(ii) Report of documentation circulated since the November Board as a matter of record.</p> <p>Resolved: To NOTE the reports.</p>	
22.50	Minutes	
	<p>Received: Minutes of the meetings held on 25th November 2022 and 11th January 2023.</p> <p>Resolved: That the minutes are a true and accurate record of the meetings.</p>	
22.51	Matters arising	
	<p>Received:</p> <p>(i) A matters arising report provided by the Clerk.</p> <p>(ii) The Privy Council Order and approved amended Instrument and Articles which reflect the change of the University's title to Prifysgol Wreccsam/Wrexham University.</p> <p>Reported: it was reported that the steps were being taken to notify statutory bodies and organisations with whom legal agreements are in place of the University's new title.</p> <p>'Wrexham Glyndŵr University' would continue to be utilised for marketing purposes until the rebranding project is completed and launched. Good progress was being made on the re branding project.</p> <p>Resolved: To NOTE the report.</p>	
22.52	Vice Chancellor's Report	
	<p>Received: Vice Chancellor's Update</p> <p>Reported: The Vice Chancellor highlighted the discussions around international student recruitment and financial sustainability arising from a recent Universities Wales meeting.</p> <p>A CEO Designate for the CTER had not yet been appointed although the establishment of the Commission was continuing as planned.</p> <p>Arising from the Universities UK meeting in March it was highlighted that UK Government plans to develop a 10-year vision and strategy for skills for the economy</p>	

	<p>requiring strong collaboration between sectors. Also, following a review of the UK Government's Net Zero Strategy led by The Rt Hon Chris Skidmore MP, ten-year 'Mission Zero' missions will be launched. The importance of Universities' contribution to the achievement of these Net Zero missions had been highlighted.</p> <p>The Vice Chancellor had written an opinion piece in the local media around the Welsh Government's Road Review which is aimed at reducing and re-prioritising investment on new road schemes with a focus on public transport and active travel.</p> <p>UUK plans to develop a new strategy which addresses financial sustainability, public perceptions of universities and international student recruitment around possible changes to UK Government's immigration policy.</p> <p>Resolved: To NOTE the report</p>	
22.53	Students' Union's Report	
	<p>Received: Students' Union's update</p> <p>Reported: The SU President reported on the recent SU elections. Both the President and Students' Union President sabbatical officer roles had been contested with three students running for President and two for Vice President. Amy Rowley and Maisie Head were congratulated again on their success in the election. Six of the officer roles were filled and the remaining officer vacancies would be put to election in October.</p> <p>The SU Vice President reported that their policy on capping the number of delegates attending NUS Wales conferences had been approved for discussion at Conference on 22nd March. The Policy was aimed at addressing the inequality of representation from North and mid Wales universities, which was significantly lower than representation from South Wales based universities.</p> <p>The reintroduction of Varsity has not been possible this year however an alternative 'Glyndŵr Games' had been arranged for 24th March 2023.</p> <p>The Students' Union had received some criticism over the decision to establish a Graduation Event in May annually instead of holding the traditional Graduation Ceremony in November. The Deputy Vice Chancellor provided the background and context for the decision which had arisen from the positive feedback received from students and their families following the Graduation Festival held in May 2022 for those who had been unable to celebrate their achievements during the Covid pandemic. The planned May Graduation Event would combine some of the traditional elements of a Graduation Ceremony with the outdoor celebratory activities of the Festival for which good weather would be needed.</p> <p>The Students' Union had originally agreed to the new format however a small number of students had made negative comments through student feedback mechanisms, on social media and during campaigning for sabbatical officer positions. The comments centred around the length of time students would need to wait between completing their course and attending a Graduation Event. Following the notifications sent out to several thousand students about the new format and date, a small number were not supportive of the change. It was recognised that the SU Officers were in a difficult position as their role is centred on advocating for the student voice.</p> <p>The timing of a Graduation Ceremony was explored noting that many universities hold them in July. It was reported that due to the timing of resit examinations and multiple intakes on some programmes there would always be students who were</p>	

	<p>unable to celebrate with their student cohort. A May ceremony albeit 9 months after the prior academic year end, would provide the opportunity for as many students as possible to celebrate with their cohort. It was clarified that essentially students graduated following the Assessment Board which confirmed their final award and triggered the issuing of their certificate. A later Graduation Event would not impact negatively on career progression.</p> <p>The University and the SU would continue to work together to support each other and promote the merits of the new style Graduation Event, noting that a change to the current plans would likely generate another set of issues.</p> <p>The SU would continue to gather feedback and collaborate with the University to ensure a successful summer Graduation Event and inform future years' graduation planning.</p> <p>The Board welcomed the breadth and depth of the SU report, including the way in which the matters deemed important to students were highlighted.</p> <p>Resolved: To NOTE the report.</p>	
22.54	Staff Engagement Survey 2022	
	<p>Received: Outcomes from the Staff Engagement Survey 2022.</p> <p>Reported: The Executive Director of HR presented the report and highlighted the steps being taken to communicate the survey outcomes to staff and to gather further feedback to inform future action.</p> <p>Members explored the reasons why the 2020 results were deemed to be a peak set of results and why a percentage fall in some questions for 2022 was not deemed as negative. It was reported that seen in isolation the 2022 results were very positive and the results were largely the same or had decreased modestly from 2020. The 2022 survey related to the period when Covid measures were in place.</p> <p>Members explored why the scores for the two governor questions were lower than in 2020 albeit remaining higher than in 2016 and 2018. This could be down to a number of factors including significant numbers of new staff who may not be as familiar with some university decision making bodies, and a lowering of the Board's profile and ability to meet staff and students during the Covid pandemic. The reduction in the quartile against the external benchmark was difficult to explain as it was unknown where other universities were positioned in prior years and how much work they had undertaken to improve their scores. The free text that accompanies each question in the survey had been reviewed and there was no intelligence as to the reasons for the reduction in scores for these two questions.</p> <p>Governors would wish to build assurance that they know about and understand the key challenges facing the University. A connection with governors' presence and engagement on campus would need to be explored and discussions as part of internal stakeholder engagement would also seek to ascertain any further intelligence.</p> <p>Overall satisfaction, where staff are happy working at WGU and consider the University a good place to work remained at 92%. The Board welcomed the overall positive set of results and noted the planned stakeholder engagement, the outcomes from which would inform improvements where necessary.</p> <p>Resolved:</p>	

	To NOTE the Staff Engagement Survey outcomes and the next steps.	
22.55	Financial Management Report	
	<p>Received: (i) Financial Management Report to 31st January 2023. (ii) EBITDA briefing</p> <p>Reported:</p> <p>22.55.01 Financial Management Report The Executive Director of Finance presented the report highlighting the full year forecast of an operational deficit of £234k against a budgeted operational surplus of £113k. The sale of the Dean Road site would provide for a circa £3m net bottom line surplus. The positive and negative variances contributing to the forecast position were highlighted.</p> <p>Members noted the increase in international agents' fees, and it was explained that international students studied across two years so whilst the income must be recognised over two years, the payment of agents' fees fell into the first year upon students' enrolment.</p> <p>Clarity was provided on the amount of income from international students and from academic partnerships. In future reports more narrative on the income and expenditure position from these two areas was requested.</p> <p>It was reported that national pay bargaining had commenced early for 2023/24 in recognition of the cost of living situation. UCEA had instructed institutions to implement a 2% pay award from 1st February 2023 which would have a circa £275k 6-month impact in year. The remaining 3% would be implemented on 1st August 2023.</p> <p>Members noted the mitigating actions now incorporated into the Forecast but enquired as to the status of the additional mitigating actions yet to be quantified. It was confirmed that these additional opportunities did present potential upsides and emphasised the need to both make savings and maximise income opportunities.</p> <p>22.55.02 EBITDA The advantages of using EBITDA as a way of monitoring the true financial performance of the University were highlighted. This was deemed a more effective measure than Net Surplus/Deficit which was prone to distortions resulting from pension accounting. EBITDA is more comparable to the University's ability to generate cash. Bankers and potential lenders used this measure. It was suggested that EBITDA is added as a financial performance KPI.</p> <p>Resolved: To NOTE the Financial Management Report. To NOTE the EBITDA briefing and ENDORSE the use of EBITDA as a financial KPI.</p>	DE
22.56	Academic Partnerships	
	<p>Received: Academic Partnerships update</p> <p>Reported: The PVC Partnerships would provide a more detailed report to the May Board meeting.</p>	

	<p>The Chair of the Q&SS Panel requested further information on the scale and nature of the challenges partners were experiencing in meeting Assessment Board deadlines ahead of the fuller report to the May Board.</p> <p>Resolved: To NOTE the report.</p>	AM
22.57	Manchester Campus	
	<p>Received: Update on the Manchester Campus.</p> <p>Reported: A revised staffing model for the academic delivery at the Manchester Campus had been determined. In addition, LSC, the commercial partner, was planning to revise their business model and company structure. Consequently, a new MoA would need to be developed. It was AGREED that the proposed new MoA and updated business plan are presented to Strategy and Finance Committee in the first instance.</p> <p>Members enquired as to the impact on the budget of a further delay in recruiting to the Manchester Campus. It was confirmed that there were no income assumptions for 2022/23 and consideration would need to be given to the inclusion of income for 2023/24 during the budget preparation.</p> <p>Resolved: To NOTE the report.</p>	AM
22.58	Research Degree Awarding Powers	
	<p>Received: Briefing on the QAA scrutiny process.</p> <p>Reported: The PVC Research presented the report and highlighted the key dates the QAA would be on site to meet staff and governors and to observe meetings. They would be observing the Board meeting on 19th May at the St Asaph campus. The protocols associated with meeting observations were explained.</p> <p>The QAA Assessors had been made aware of the Board committee meetings scheduled on 27th and 28th April when they will be on site. The Governors who had been asked to be part of the group meeting the Assessors were confirmed as Dr Leigh Griffin, Professor Sandra Jowett, Richard Thomas and Professor Martin Chambers.</p> <p>Resolved: To NOTE the report.</p>	
22.59	Campus 2025	
	<p>Received: Campus 2025 update.</p> <p>Reported: The Executive Director of Operations updated the Board on developments since the report had been written.</p> <p>In respect of the Dean Road site, there had been no objections arising from the erection of fencing to prevent rear gate access to the University's playing fields to cover for any prescriptive easement claim, nor had there been any litigation claims. Therefore, completion of the sale was proceeding. Welsh Government had not yet formally confirmed their plan to exercise their option to purchase the land on the corner of Mold Road/Crispin Lane but had informally indicated their intention to do so.</p>	

	<p>Tender specifications for phase 2a of the HEIQ project were due to be published on Sell2Wales soon. The planning application for phase 2B is currently being prepared with the intention to submit it to the Council's planning department in early April. The timing of commencement of the works would be dependent on the length of time the Council takes to approve the scheme, but the aspiration based on a 56-week build was for it to be completed by October 2024.</p> <p>There had been positive engagement recently with the Students' Union on their requirements for the Learning Gateway Building.</p> <p>Resolved: To NOTE the report.</p>	
22.60	Chair's Report	
	<p>Reported: The Chair summarised his activities since the last meeting which included his attendance at the successful HEIQ launch event on 3rd February, and the completion of his second round of 1:1 meetings with governors.</p> <p>The themes from recent ChUW meetings were highlighted and included the impact of static tuition fees on the Welsh sector. Professor Colin Riordon had written an article on the impact of fixed tuition fees on the sustainability of universities in Wales. ChUW members were scheduled to meet with the Minister for Education and Welsh Language in May when they would take the opportunity to convey the challenges arising from the fixed tuition fees. ChUW and Universities Wales were scheduled to meet together in June, which would provide an opportunity to ensure consistency of message around tuition fees, as Universities Wales were also scheduled to meet the Minister.</p> <p>ChUW had received summaries of institutions' action plans to address the Camm Review commitments to action and were satisfied that good progress had been made. HEFCW had reviewed compliance with the Annual Report template arising from the Camm Review and had highlighted some areas where narrative and compliance needed to be strengthened. Individual institutional feedback had also been provided and Audit and Risk Committee were due to consider it at their March meeting. The University's Annual Report had complied with the template save for three minor points which would be addressed for next year.</p> <p>Resolved: To NOTE the report.</p>	
22.61	Academic Board	
	<p>Received:</p> <ul style="list-style-type: none"> (i) Report and minutes from Academic Board meeting held 8th February 2023 (ii) Update to Academic Board on progress against the Academic Integrity Action Plan. (iii) Annual Report on the Concordat to support the Career Development of Researchers <p>Reported: Progress against the Academic Integrity Action plan as reported to Academic Board was explored. One question was about resourcing particularly in relation to the resourcing requirements to implement it as this was not referenced within the update. The Independent Review Report on Academic Integrity conducted by Tim Cobbett had identified the need to invest in the necessary infrastructure to support international students. It was confirmed that a resourcing plan had been approved by VCET at a cost of circa £78k for the period February to July 2023. This resourcing plan would be shared with the Board.</p>	CT

	<p><i>[Secretary's note: the resourcing plan was agreed, and will be monitored by, the VCET to provide funding to deliver aspects of the AI action plan, financed from international student revenue. It stipulates funding for academic integrity resource development, inter-cultural awareness training, expanded in-sessional English Language support and enhancements to the attendance monitoring system.]</i></p> <p>Responsible officers had been assigned to each recommendation to ensure actions are taken and relevant evidence collated, with the PVC Partnerships and the Associate Dean for Academic Development having a key role in overall oversight of the work being undertaken.</p> <p>Whilst Officers reported that work had been undertaken to address the required actions between the action plan having been finalised on 12th December 2022 and the report made to the Academic Board on 8th February 2023, members felt that the written update was not clear about the scale of the work undertaken and the tone and content did not demonstrate the step change needed to address the important matters raised in the Independent Review Report.</p> <p>In terms of scale members expected to see data, where it was available, for example, the outcomes of the International Office review of English Language criteria and what the benchmarks highlighted, the volume of students that had been provided with enhanced orientation and briefings on Academic Integrity to date, the number of follow up sessions provided and those planned from March 2023, the number of agents who have or are scheduled to undergo training, what are the baseline activities for in-sessional support that are mentioned. It was felt that the report needed to be sharper and more detailed to demonstrate clearly how the concerns raised in the Independent Review Report are being addressed and evidence what work is being undertaken to ensure that the Academic Integrity Action Plan is effective.</p> <p>An additional note was requested to be circulated prior to the May meeting to provide assurance to the Board that the action plan was on track and would address robustly the significant concerns raised about Academic Integrity. The update would need to indicate numbers of students undertaking activities, for example, and details of changes made. If students are unclear about what is required and what is optional, for example, how is this being addressed.</p> <p>22.61.01 Concordat to Support the Development of Researchers. The PVC Research provided the background and purpose to the adoption of the Concordat. The annual report presented was supported by a 21-page action plan. It was noted that a Culture, Employment and Development in Academic Research Survey (CEDARS) was due to be released by Vitae which would provide benchmark data against which the success of the action plan could be measured in due course.</p> <p>Resolved: To NOTE the report and minutes.</p> <p>To APPROVE the Annual Report on the Concordat to support the Career Development of Researchers for publication.</p> <p>To APPROVE delegation to the Chair of the Board and one other governor to review and approve the Student Complaints Procedure and the Suitability for Practice Procedure.</p>	<p>AM/ MH</p>
<p>22.62</p>	<p>Board and Committee dates</p>	

	<p>Received: Board and Committee dates for 2023/24.</p> <p>Resolved: To NOTE the Board and Committee dates for 2023/24.</p>	
22.63	Committees of the Board	
	22.63.01 People and Culture Committee	
	<p>Received: Report of the meeting held 9th February 2023</p> <p>Reported: The Chair of the Committee presented the report and in her capacity as the Board's EDI Champion highlighted the increase in the University's position in the Stonewall Top 100 Employers' list from 47th to 41st Plane. Unfortunately, some members of the EDI Action Group had been subjected to personal abuse on social media around the value of the University becoming an LGBTQ+ inclusive employer.</p> <p>It was reported that the social media comments had been removed as far as possible and that the University had a zero tolerance to any form of personal abuse.</p> <p>The Board recorded its congratulations on the achievements of the EDI action group resulting in the increased Stonewall position and asked what support could be provided by Governors to further champion LGBTQ+ activities. It was AGREED that a joint statement would be made to staff by the Chair of the Board and the Vice Chancellor.</p> <p>Resolved: To NOTE the report of the meeting held on 9th February 2023.</p> <p>To NOTE that the unconfirmed minutes of 9th February had been circulated separately to the Board papers.</p>	PG
	22.63.02 Strategy and Finance Committee	
	<p>Received: (i) Report of the meeting held 10th February 2023 (ii) Draft Memorandum of Agreement between the University and North Wales Science Ltd (Xplore!) (iii) Revised forecasts to 2024/25</p> <p>Reported: The Chair of the Committee presented the report and highlighted the proposed Memorandum of Agreement between the University and North Wales Science Ltd. The MOA would be shared with the NWS Board at its next meeting.</p> <p>The Committee's consideration of the revised forecasts to 2024/25 was outlined. The exercise had been useful in showing how the impact of reduced tuition fee income in 2022/23 flowed across the next two years.</p> <p>Resolved: To APPROVE the Memorandum of Agreement between the University and North Wales Science Ltd.</p> <p>To NOTE the revised forecasts to 2024/25.</p> <p>To NOTE the report of the meeting held on 10th February 2023.</p> <p>To NOTE that the unconfirmed minutes of 10th February had been circulated separately to the Board papers.</p>	

	22.63.03 Nominations and Governance Committee	
	<p>Received: (i) Report of the meeting held 15th February 2023. (ii) Board knowledge, skills and experience statement</p> <p>Reported: The Vice Chair of the Committee presented the report and highlighted the Committee's consideration of the required Board knowledge, skills and experience which had also been reviewed through the lens of equality, diversity and inclusion.</p> <p>Resolved: To NOTE the report of the meeting held on 10th November 2022.</p> <p>To APPROVE the Board knowledge, skill and experience statement</p> <p>To NOTE that the unconfirmed minutes of 10th November had been circulated separately to the Board papers.</p>	
	21.63.04 Subsidiary Companies	
	<p>Received: Minutes of: (i) Glyndwr Innovations Ltd meeting, 18th January 2023 (ii) North Wales Science meetings, 30th January 2023 and 20th February 2023.</p> <p>Resolved: To NOTE the minutes which had been circulated separately to the Board papers.</p>	

End