

Minutes of the meeting of the Board of Governors of Wrexham University held on **Friday 19th May 2023** at 9.00am in the Boardroom, St Asaph Campus, Ffordd William Morgan, St Asaph, LL17 0JD

Present:

Paul Barlow
 Richard Campbell (from 10.00 am)
 Professor Martin Chambers
 Dr Leigh Griffin (Chair)
 Professor Maria Hinfelaar
 Lauren Hole
 Dr Karen Heald
 Sally Lambah
 Diane McCarthy (from 10.00 am)
 Judy Owen
 David Subacchi
 Richard Thomas
 Maureen Wain

Officers:

Val Butterworth (*Clerk to the Board*)
 David Elcock (*Executive Director of Finance*)
 Professor Richard Day (*PVC Research*)
 James Dawson (*Director SPSA*) [*items 22.69 22.80 and items 22.91 to 22.94*]
 Pete Gibbs (*Executive Director of HR*)
 Professor Aulay Mackenzie (*Acting DVC*)
 Lynda Powell (*Executive Director of Operations*)

Apologies:

Jim Barclay
 Claire Homard
 Paul McGrady
 Professor Sandra Jowett
 Amy Rowley
 David Sprake
 Liam Wynne

22.70	Chair of the Board's Review	
	<p><i>Professor Jeremy Bradshaw joined the meeting as an observer as part of the QAA RDAPs review process.</i></p> <p><i>The Chair of the Board left the meeting for this item.</i></p> <p>Reported: The Vice Chair of the Board reported on the outcomes of the process to review the performance of the Chair of the Board. Governors and members of the VCET had been invited to respond to the circulated questions.</p> <p>Feedback was received on three areas: where do you consider the Chair is performing well in their role; what areas, if any do you consider the Chair could improve in their role; and do you consider the Chair's behaviours are aligned to the University's values. The Vice Chair reported on the summarised responses and a written report would be circulated. The Chair had met with the Vice Chair to discuss the feedback received and agreed to take forward suggested areas for improvement.</p>	PB

	<p>The Chair returned to the meeting and thanked members for engaging in the review process and their frank and constructive feedback and confirmed his commitment to addressing areas for further development.</p> <p>Resolved: To NOTE the report.</p>	
22.71	Wrexham University Branding	
	<p>A presentation from the Director of Marketing and Recruitment on the outcomes from a re branding project following the change of the University's title in February 2023.</p> <p>Reported: Members were reminded that the new name and rebranding had been in process for some time with the aim of ensuring a more student focussed brand and to establish the University in the market. The background to the development of the brand, its alignment with the University's values, the considerations on the Welsh language and involvement of stakeholders was outlined. A sample of positive feedback received was provided including that the logo and colour palette were contemporary, mature and that the selected font retained a Welsh identity. The branding had tested well with students.</p> <p>The change over to the new branding would take place on 1st September 2023 with the August open days utilising existing branding. Over the summer some prominent signage would be installed subject to planning permission being granted. Installation of the bulk of the signage would be subject to a procurement exercise.</p> <p>Opportunities for staff to preview the new branding will take place during June, July and August. The branding would be formally launched to internal and external stakeholders in September and October. The University Chancellor would be attending the launch events and the Board would be invited. Implementation of the new brand would be rolled out on a priority basis. The new branding was welcomed and in response to members' questions it was confirmed that brand guidelines would be available to allow for sub brands to be established where there was a clear business case to do so, for example the North Wales School of Art and Design, and also accessibility of the colour schemes in all situations would be reviewed.</p> <p>The Student's Union supported and liked the new branding and having considered the impact on their own branding were looking to drop the 'G' from their name.</p> <p>Resolved: To NOTE the presentation.</p>	
22.72	Welcome and apologies	
	<p>Members were welcomed to the meeting and apologies were noted.</p> <p>Professor Jeremy Bradshaw from the QAA was welcomed as an observer as part of the RDAPs review process.</p> <p>Lauren Hole was thanked for her contribution to the work of the Board of Governors during her time as Students' Union Vice President as her tenure was due to end on 30th June 2023. She was wished well for the future.</p> <p>The Chair wished to record his congratulations to Dr David Sprake on his recent achievement of being awarded his PhD</p>	
22.73	Declarations of interest	
	There were no declarations of interest relating to items on the agenda.	
22.74	Chair's actions and matters by circulation	
	Received:	

	<p>(i) Report of Action taken by the Chair and Mr Richard Thomas to approve the Student Complaints Procedure and the Suitability for Practice Procedure</p> <p>(ii) Report of documentation circulated since the March Board as a matter of record.</p> <p>(iii) Report of action taken via circulation to approve two honorary fellowships.</p> <p>Resolved: To NOTE the reports.</p>	
22.75	Minutes	
	<p>Received: Minutes of the meetings held on 10th March 2023, 27th April 2023 and 5th May 2023</p> <p>Resolved: That the minutes are a true and accurate record of the meetings.</p>	
22.76	Matters arising	
	<p>Received: A matters arising report provided by the Clerk.</p> <p>22.76.01 Manchester Campus (minute 22.57) It was confirmed that the delay in LSC not having completed their revised model and company structure was not detrimental to the University. In fact, the new arrangement would provide greater clarity on the governance arrangements and the University's responsibility for the quality of the educational delivery and immigration compliance. The detail would be provided to the Board as soon as it had been confirmed.</p> <p>Resolved: To NOTE the report.</p>	
22.77	Vice Chancellor's Report	
	<p>Received: Vice Chancellor's update</p> <p>Reported: The Vice Chancellor highlighted key points from their report. This included that Universities Wales would be meeting the Chief Executive designate of the CTER in early July and that secondary legislation would be taken through the Senedd to establish the regulatory framework for the new Commission under the Tertiary Education and Research (Wales) Bill. The registration procedure for all tertiary education providers was under development and it was likely that registration would be required in 2025/26.</p> <p>The Higher Education Policy Unit had undertaken research on the impact of international students on the UK economy and the resulting report would be circulated.</p> <p>Resolved: To NOTE the report</p>	MH
22.78	Students' Union's Report	
	<p>Received: Students' Union's update</p> <p>Reported: The SU President highlighted key points from their report. This included being featured on ITV news in April for their 'Help Yourshelf' campaign which continued to assist students in need and for which the SU had received a commendation at the recent NUS (Wales) conference. The SU were also congratulated on the success of their motion at the NUS conference to ensure equal representation for students' Unions in North Wales and South Wales within NUS Wales.</p>	

	<p>The SU President was asked about the key concerns or challenges for students. In response they stated that there remained some dissatisfaction around the May graduation/festival celebrations although to a lesser extent that when it was first announced, and this would need to be monitored. In response the Vice Chancellor stated that the University was committed to evaluating the May 2024 event to inform future graduation/celebratory occasions.</p> <p>More robust induction for international students was also highlighted as an area for consideration and this was being addressed as part of the academic integrity action plan. The SU asked that the University is more receptive to students' views because, whilst the relationship between the SU and the University was generally very positive there were times the SU needed to challenge the University's position or plans. The final point was that increased engagement of governors around the campus would be welcomed.</p> <p>Members noted that the Students' Union had initially not been totally supportive of the change of the University's title, however through the re branding consultation students were now supportive of the change and were reassured that the University's Welsh identity was being retained. Whilst they were looking to remove the 'G' from their own branding, they would be retaining the name of their Bar as 'Glyn's Bar'.</p> <p>The SU President thanked the Board for their support over her tenure as President.</p> <p>Resolved: To NOTE the report.</p>	
22.79	Future Size and Shape of the University	
	<p>Received: A report on the future size and shape of the University as part of preparations to develop a new Vision and Strategy beyond 2025.</p> <p>Reported: The Vice Chancellor introduced the report and highlighted how the University's profile had changed over the years. Since the paper had been presented to Strategy and Finance Committee, agents' fees relating to international students had been removed from the tuition fee pie chart to provide a more accurate picture of international income.</p> <p>Student enrolments were already at 9,422 across all provision with the potential to grow incrementally to around 13,000 by 2025/26 if current operating conditions remained relatively stable.</p> <p>The balance of enrolments for Home UK undergraduate students had decreased whilst students on transnational education and international students had increased. UK undergraduate student numbers were again starting to rise linked to the HEIW contract for nursing and allied health programmes.</p> <p>There was discussion around the subject areas and the current assessment of their strengths in the home and international/TNE markets as well as research potential and opportunities for strengthening market position. A strong on campus provision needed to be balanced against the non-campus-based provision.</p> <p>The reasons that the market for business programmes was strong in international/TNE markets but not in the Home market were explored. This was to some degree down to needing an identifiable brand and a strong research focus in the business area for the UK market.</p> <p>Members welcomed the intention to retain a balanced portfolio noting that within each subject area the commitment to employability and the regional economy were implicit</p>	

	<p>and that there would be some streamlining required to ensure all programmes remained viable. Cross discipline research would also be important to develop capacity and progress innovative research. It was reported that FSLs were looking for common themes for subject areas to work together utilising technology with the aim of drawing in staff who have not previously engaged in research and to build critical mass.</p> <p>The University was engaged in a research proposal to undertake a longitudinal study on the City of Culture business process to determine what the application process and success mean for a community. It was noted that it could be several years for the effect of Wrexham's city status, and any future success in City of Culture bids, to have a positive effect on the University although the media interest in Wrexham Football Club could accelerate that effect.</p> <p>There continued to be challenges with cross border competition and retaining students and graduates in Wales. Marketing continued to engage strategies with this in mind. The Board suggested that the University retains close dialogue with Wrexham Council to build on Wrexham's strengths noting that the Council was developing a placemaking strategy with which the University is contributing to.</p> <p>In summary the University needs to be clear about its unique selling points and articulate its opportunities and risks for growth aligned to the local community and external stakeholders. The Board would welcome an update on how the new Vision and Strategy will be taken forward along with a broad timeline on its development.</p> <p>The Board were thanked for their input to this early stage of development of the new Vision and Strategy.</p> <p>Resolved: To NOTE the report</p>	MH
22.80	Academic Partnerships	
	<p>Received: A report on current Academic Partnerships including active student numbers across all programmes and partners.</p> <p>Reported: The Acting Deputy Vice Chancellor presented the report and responded to members' questions around how the viability of partners was assessed, particularly noting that small numbers of students were being taught at some partners. The annual risk review process was outlined which included quality matters and financial standing.</p> <p>Geopolitical risks were being monitored also, via advice from the Universities UK International Unit. Advice was also sought from UK Government where there are identified risks relating to a particular country. The example of Myanmar was provided where there is Government support to continue teaching at institutions which are not engaged with the current military regime. There have also been discussions in Parliament around UK-China relations which are also being monitored.</p> <p>It was noted that the University has a significant number of students studying at one Institution in Singapore. The reason was that the institution was one of only three in the country that was accredited to deliver HE programmes and with the ability to issue study visas to students outside Singapore who travel from other parts of Asia to study there.</p> <p>Members discussed the potential of the USA market and the Acting Deputy Vice Chancellor confirmed he was actively building relationships with several institutions. These were largely community colleges who have a widening participation focus.</p>	

	<p>One member suggested community colleges in British Columbia would also be worth exploring.</p> <p>In response to a question from the Board, management believe the University has the capacity to manage further growth in partnerships although this was under review to ensure that established structures were robust and working effectively. Members asked about the University's assessment of partners on cost-benefit and risk-benefit basis. This data had recently started to be tracked. Whilst partner proposals were assessed in terms of revenue streams and allocations to the Faculties, the Quality Office and the Partnership Office, the accumulative contributions to these areas would be monitored more robustly going forward.</p> <p>Resolved: To NOTE the report</p>	
22.81	RDAPs process update	
	<p>Reported: The PVC Research updated the Board on progress of the RDAPs review process being undertaken by the QAA including their visit in April and meeting observations. Further meeting observations would be undertaken in the autumn term with a view to confirming the outcome of their review by December 2023.</p> <p>Resolved: To NOTE the report</p>	
22.82	Financial Management Report	
	<p>Received: Financial Management Report to 31st March 2023.</p> <p>Reported:</p> <p>22.82.01 Financial Management Report The Executive Director of Finance presented the report noting that the full year forecast was an operational deficit of £1,154k against a budgeted operational surplus of £113k. The net position following the completion of the sale of Dean Road was forecast to be £2,096k. The financial KPIs had been negatively impacted by the revised forecast position, except for staff costs which were forecast to be broadly in line with budget, as they had been extremely tightly controlled.</p> <p>In relation to the revised worsening of the outturn forecast the Executive Director of Finance outlined the key factors behind the movement. These included the 2% brought forward 2023/24 pay award, increased utility costs and lesser than forecast Tuition Fee income following reconciliation of the HEIW contract. These were partially offset by increased International TNE and Collaborative provision Tuition Fees. The reason for the lesser than forecast Tuition Fee income from the HEIW contract was down to an element of double counting where some nursing and allied health students had self-funded by way of an SLC loan rather than utilising the HEIW bursary. More clarity on how such students were being funded would be established going forward. Students not utilising the HEIW bursary still contributed to the HEIW contracted numbers. Anecdotal information, on why some nursing and allied health students were not utilising the HEIW bursary, was coming though the Student Funding Advice centre and this would be explored further, and was related to the age and personal circumstances of the individuals and the advice they were receiving during the application process.</p> <p>Overachievement of student accommodation income versus budget was circa £265k of premises costs that had been factored in associated with the contract to house Ukrainian refugees which would be reimbursed by Welsh Government. It had been decided not to continue providing accommodation for the Ukrainian refugees in</p>	SL

	<p>2023/24 to ensure enough accommodation would be available for students given the private sector student housing shortage</p> <p>The importance of cash generation was highlighted on the basis that even though there would be an operational deficit, cash reserves were being ring fenced for capital developments and were achieving significant interest.</p> <p>Resolved: To NOTE the Financial Management Report.</p>	
22.83	Budget Preparation	
	<p>Received: Initial draft budget position for 2023/24.</p> <p>Reported: The Executive Director of Finance presented the initial draft budget and outlined the process behind the earlier production of a draft position. The draft position had assumed no growth in new UK full time undergraduate students over the 2022/23 numbers (615 students), and the flow through number of returning students being 1,019, with 447 commissioned places on the HEIW courses, a 3% pay award and a £1m increase in utilities on the basis that the University had come to the end of its forward buying arrangements. No inflation had been applied to non-pay elements of expenditure. The only areas of non-pay expenditure growth factored in above current activity levels, related to the potential one-off costs of the re branding project and IT infrastructure for Wi-Fi improvements. One element of assumed growth was in international student recruitment as this was considered achievable.</p> <p>The draft position would provide for a break-even position before FRS17 charges. It was clear that a surplus position would require additional cost saving, and additional income as outlined within the report, actions which under the circumstances would be challenging for staff. Finance would work with budget holders on the development of the final position.</p> <p>The Chair of Strategy and Finance Committee highlighted the rationale for supporting an operational breakeven position for 2023/24. It had been helpful to understand the financial position early, noting that there would be movements between now and presentation of the final draft to the June Strategy and Finance Committee and the July Board.</p> <p>Resolved: To NOTE the current position and AGREE to an operational breakeven position in the final draft budget.</p>	
22.84	Campus 2025	
	<p>Received: (i) Campus 2025 update. (ii) Request to increase designated 'at risk' spend to a total of £562k for the EEOC project. (iii) Request for delegated action to approve the contract award recommendation for the HEIQ phase 2A works (tabled)</p> <p>Reported:</p> <p>22.84.01 Campus 2025 The Executive Director of Operations presented the report and highlighted matters that had taken place since the report had been written. Work was on going to complete on the sale of Dean Road this academic year.</p> <p>A recent internal audit on the Capital Projects Framework had been undertaken and concluded that the Board can take substantial assurance that the controls upon</p>	

	<p>which the University relies to manage capital projects is suitably designed, consistently applied and operating effectively.</p> <p>22.84.02 EEOC project ‘at risk’ expenditure Members were reminded that that £300k expenditure had been approved in July 2021 to carry out ‘at risk’ activities to allow design of the EEOC building and to proceed to the procurement process for the stage 2 Design and Build. This would enable the submission of the Final Business Case (FBC). An increase of £262k was requested taking the total ‘at risk’ expenditure to £562k which included a £60k contingency.</p> <p>The ‘at risk’ spend was a percentage of the expected build costs and the budget for the project had increased since the initial approval. Once the FBC has been approved and the growth deal contract has been signed the University would be able to reclaim the expenditure. There was high confidence that the project would proceed as the North Wales Economic Ambition Board (NWEAB) had approved the Outline Business Case, agreed the increase to the overall project budget and there was significant political support for the project.</p> <p>Strategy and Finance Committee recommended approval of the additional expenditure.</p> <p>22.84.03 HEIQ Phase 2 works Members were reminded that they had approved the business case and expenditure for phases 2a and 2B to undertake capital infrastructure developments to deliver the HEIW contract entailing £6.613m for both phases.</p> <p>A tender process had been undertaken for the Phase 2A works, which was advertised on the public procurement platform Sell2Wales during April 2023 with 6 compliant responses received. The tenders for the contract value of circa £1.6m was undergoing detailed analysis by the quantity surveyor. The approval of the award of the contract was needed in May in order to ensure adequate lead in time for the successful contractor to start on site on 3rd July to enable hand over of the first portion of the works in September 2023 and the second portion in November 2023.</p> <p>Resolved: To NOTE the report.</p> <p>To APPROVE the increase in expenditure of £262k giving a total of £562k for ‘at risk’ activities to enable the EEOC project to move to the full business case.</p> <p>To APPROVE delegation to the Chair of the Board and the Chair of Strategy and Finance Committee jointly to review and approve the contract award recommendation.</p>	
22.85	Chair’s Report	
	<p>Reported: The Chair summarised their activities since the last meeting. These included attendance at a ChUW meeting with the Minister for Education and the Welsh Language, about which a summary of the discussions had been circulated to governors, and the CUC Plenary Conference on 15th and 16th May, where the themes were sustainable futures, international student growth, demographic changes, priority skill, and potential future funding models.</p> <p>Interviews with prospective new governors were taking place on 24th May. The Chair wished to increase the involvement of governors outside of meetings both internally and externally. He had also written to the new Chair of BCUHB seeking a meeting.</p>	

	<p>Resolved: To NOTE the report.</p>	
22.86	<p>Academic Board</p> <p>Received: (i) Report and minutes from Academic Board meeting held 10th May 2023 (ii) Update to Academic Board on progress against the Academic Integrity Action Plan.</p> <p>Reported The Vice Chancellor highlighted that Academic Board was already addressing some of the actions arising out of the QAA Concerns Investigation action plan.</p> <p>The implementation of the Academic Integrity Action Plan was being led by the Associate Dean for Academic Development, Neil Pickles. It was observed that there was no update within the report to the continuing review of English language entry criteria against benchmark institutions. There was also a question about whether a week-long induction for international students prior to the start of their academic programme was long enough. It was clarified that this focussed week long induction was in addition to the already established faculty led induction programmes. The success rates and performance of international students as a result of the initiatives and interventions being put in place would be monitored by programme teams.</p> <p>It was clarified that the majority of the expenditure required to support the implementation of the Academic Integrity action plan had been included in the budget.</p> <p>It was suggested that the Quality and Standards Scrutiny Panel should undertake a more detailed review of the update against the original action plan to ensure all aspects were being addressed. It was suggested that the Head of International is invited with other officers to attend the Panel meetings in future.</p> <p>Resolved: To NOTE the report and minutes.</p> <p>To NOTE the Academic Integrity action plan progress report.</p>	VB/ SJ
22.87	<p>Corporate Strategic Risk Report</p> <p>Received: Corporate Strategic Risk Report summary and heat map as at March 2023.</p> <p>Reported: The Vice Chair of Audit and Risk Committee presented the report and highlighted key aspects of the Committee's review of the risks. There had been increases in the risk scores for five risk areas, some of which were anticipated to reduce at the next review.</p> <p>Resolved: To NOTE the report.</p>	
22.88	<p>University Seal</p> <p>Received: Report of the application of the University seal on two contracts: Spatial Environments Ltd for HEIQ phase 1 works, and Taylor Hobson Ltd for the purchase and support of a Wide Range Profilometer.</p> <p>Resolved: To NOTE the report</p>	
22.89	<p>Circulars and Consultations</p> <p>Received:</p>	

	<p>Brief summary of two HEFCW circulars: a technical consultation on the publication of the NSS 2023 data, and the outcome of a consultation on teaching funding.</p> <p>Resolved: To NOTE the report</p>	
22.90	Committees of the Board	
	22.90.01 Audit and Risk Committee	
	<p>Received: Report of the meeting held 23rd March 2023</p> <p>Reported: The Vice Chair of the Committee presented the report. A tender process had been undertaken to appoint the internal audit services as RSM UK Risk Assurance Services LLP had come to the end of a five-year contract. A panel acting on behalf of the Audit and Risk Committee had interviewed three bidders and RSM had come out top of the three and were being recommended for re-appointment.</p> <p>Resolved: To NOTE the report of the meeting held on 23rd March 2023.</p> <p>To NOTE that the unconfirmed minutes of 23rd March had been circulated separately to the Board papers.</p> <p>To APPROVE the appointment of RSM UK Assurance Services LLP to provide the University's internal audit services with effect from 1st August 2023 for a period of three years in the first instance extendable for a maximum of five years subject to annual performance review.</p>	
	22.90.02 People and Culture Committee	
	<p>Received: Report of the meeting held 27th April 2023</p> <p>Reported: The Vice Chair of the Committee presented the report and highlighted the action being taken to monitor the implementation of critical and high recommendations within the Safety, Health and Environment report.</p> <p>Resolved: To NOTE the report of the meeting held on 27th April 2023.</p> <p>To NOTE that the unconfirmed minutes of 27th April had been circulated separately to the Board papers.</p>	
	22.90.03 Strategy and Finance Committee	
	<p>Received: Report of the meeting held 28th April 2023.</p> <p>Reported: The Chair of the Committee presented the report and highlighted that the Committee had approved expenditure of £470k for the development of a Cyber Hub which would utilise the former Terry Hands Studio and renamed the 'Cyber Innovation Academy'. The Cyber Hub would benefit students but would also attract income through a partnership with Cyber Wales to offer a Cyber Escape Room to the military and other organisations.</p> <p>Resolved: To NOTE the report of the meeting held on 28th April 2023.</p>	

	To NOTE that the unconfirmed minutes of 28 th April had been circulated separately to the Board papers.	
	22.90.04 Quality and Standards Scrutiny Panel	
	<p>Received: Report of the meeting held 24th February and 20th April 2023.</p> <p>Reported: The recent work of the Q&SSP was highlighted and the Panel would be developed into a full Board Committee for the 2023/24 academic year onwards.</p> <p>Resolved: To NOTE the report of the meeting held on 24th February and 20th April 2023</p> <p>To NOTE that the unconfirmed notes of 24th February and 20th April had been circulated separately to the Board papers.</p>	
	21.90.05 Subsidiary Companies	
	<p>Received: Minutes of Glyndwr Innovations Ltd meeting, 29th March 2023</p> <p>Resolved: To NOTE the minutes which had been circulated separately to the Board papers.</p>	

End