

Minutes of the meeting of the Board of Governors of Glyndwr University held on **Friday 16<sup>th</sup> July 2021** 9.00 am by video conference.

**Present**

- Jim Barclay
- Paul Barlow
- Diane McCarthy
- Laura Gough
- Professor Maria Hinfelaar
- Lauren Hole
- Claire Homard
- Celia Jenkins
- Professor Sandra Jowett
- Paul McGrady
- Judy Owen
- Maxine Penlington (Chair)
- Askar Sheibani
- David Subacchi
- Richard Thomas
- Chloe Williams
- Maureen Wain

**Officers:**

- Val Butterworth (*Clerk to the Board*)
- David Elcock (*Executive Director of Finance*)
- Dr Aulay Mackenzie (*PVC Partnerships*)
- Lynda Powell (*Executive Director of Operations*)
- Professor Claire Taylor (*Deputy Vice Chancellor*)
- James Dawson (*Director Strategic Planning and Student Administration*) [ *Items 20.80 and 20.86 only*]
- Ebony Banks (*outgoing SU Vice President*) *items 20.87 to 20.95 inclusive only*

**Apologies:**

- Pete Gibbs (*Executive Director of Human Resources*)
- Colin Heron
- David Sprake

<b>20.87</b>	<p><b>Report of Chair’s performance review</b></p> <p><i>The Chair of the Board was not present for this item.</i></p> <p><b>Received:</b> Summary feedback from the 360-degree survey tool utilised for the Chair’s review.</p> <p><b>Reported:</b> The Vice Chair had discussed the outcomes of the review with the Chair noting that colleagues’ feedback in all areas was higher than the Chair’s self- assessment. As previously reported, it was considered that a whole Board approach to widening engagement with staff and the Students’ Union more generally would be of benefit. For example, in addition to formally arranged events, attendance at professorial and other lectures and SU awards and associated student events.</p> <p>The Chair joined the meeting and thanked members for their feedback.</p> <p>A review of the 360-degree survey tool would be undertaken in the autumn.</p>
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	<b>Resolved:</b> To NOTE the report.	
<b>20.88</b>	<b>Welcome and apologies</b>	
	Members were welcomed to the meeting and apologies noted. New governors were welcomed to their first meeting and introductions made for the benefit of those governors who had been unable to attend the 15 <sup>th</sup> July meeting.  Ebony Banks, the outgoing Students' Union President, was in attendance as part of the established handover to new Student Governors. She was thanked for her significant contribution to the Board and for leading the work of the Students' Union during a challenging period, in partnership with the University.	
<b>20.89</b>	<b>Declarations of interest</b>	
	There were no conflicts of interest with any item on the agenda.	
<b>20.90</b>	<b>Chair's Action</b>	
	<b>Received:</b> A report of action taken by the Chair of the Board and the Chair of Strategy and Finance Committee to approve contract awards relating to two Campus 2025 projects due to the urgency to complete the work prior to the start of the new academic year.  <b>Resolved:</b> To NOTE the report.	
<b>20.91</b>	<b>Membership</b>	
	<b>Received:</b> Update on membership and a proposal on the appointment of a co-opted member of the Audit Committee  <b>Resolved:</b> To NOTE the report.  To APPROVE the appointment of Mr Richard Campbell as a co-opted member of the Audit Committee from 1 <sup>st</sup> September 2021 to 31 <sup>st</sup> August 2022.	
<b>20.92</b>	<b>Minutes</b>	
	<b>Received:</b> Minutes of the meeting held on 7 <sup>th</sup> May 2021.  <b>Resolved:</b> That the minutes of the meeting held on 7 <sup>th</sup> May were agreed as a true and accurate record of the meeting.	
<b>20.93</b>	<b>Matters arising</b>	
	<b>Received:</b> A matters arising report provided by the Clerk.  <b>Resolved:</b> To NOTE the report.	
<b>20.94</b>	<b>Vice Chancellor's Report</b>	
	<b>Received:</b> (i) Vice Chancellor's report on HE Collaboration in North Wales and the Welsh Government's programme for Government. (ii) Written Statement by Welsh Government on Autumn term planning for Higher Education and adult learners in FE Colleges, work based and community learning.  <b>Reported:</b> The Vice Chancellor reminded members of their agreement in principle to explore opportunities for HE Collaboration in North Wales between Glyndwr and Bangor Universities. Following the positive outcome of the HEIW tender for allied health	

	<p>and nurse education, the VCET had now reviewed the position. Engagement between the two universities was currently shaped by the implementation of the HEIW outcome, delivery of the HEIRF projects, building on the CPE programme and other emerging research collaboration, coalition-building in the context of the North Wales Growth Deal and enterprise projects.</p> <p>On the basis of the range of collaborative projects already established supported by a signed memorandum of understanding between the two universities it was suggested that it would be better to focus on where collaboration was essential and impactful. It was considered that the areas where work is already on going or had been identified, could lead organically to further collaboration. There was deemed to be no merit in bringing in a consultant to create a broader scope of exploration. Any external resource, potentially funded by HEFCW, would need to be assessed by each institution to progress the current agenda.</p> <p>The Board supported this view and asked the Vice-Chancellor to discuss the matter with the Vice-Chancellor of Bangor University and with HEFCW.</p> <p>Members recorded their congratulations on the success of the HEIW bids.</p> <p><b>Resolved:</b> To NOTE the Vice Chancellor's Report.</p> <p>To ENDORSE the suggested approach to HE Collaboration in North Wales.</p>	<b>MH</b>
<b>20.95</b>	<b>Students' Union President's Report</b>	
	<p><b>Received:</b> (i) The Students' Union President's report. (ii) The Students' Union annual Impact Report 2020/21</p> <p><b>Reported:</b> The SU President and Vice President introduced themselves and highlighted key points from their manifestos. Both looked forward to their term as Governors. The SU President highlighted the work and activities undertaken since the May Board meeting. This included the work on review and updating of the Student Charter 2021/22 in partnership with the University.</p> <p>The purpose of the SU's impact report was explained and the achievements during 2020/21 were highlighted under the headings of <i>enhancing the student experience</i>, <i>advocating for quality</i>, and <i>accelerating personal development</i>. Good progress had been made in all areas; and specific matters highlighted were the increased engagement with students at partner institutions with 60 course representatives appointed, up from 15 in 2019/20; and the engagement of 70 students in the Advocacy study module. HEFCW and lottery funding had allowed the SU to put in place resilience training for students, increase the student advice service hours, enhance the offering for students in terms of well-being and social events, and purchase licenses for the 'Umii' social networking app for students and the 'Recite Me' accessibility software for their SU website.</p> <p>The SU requested assurance that they would be involved in all future developments for the University and sought more support for their welcome pack production. The Vice Chancellor would provide her response to the Impact Report at the next Board meeting, and in the meantime commended the report for its thorough and professional layout.</p> <p><b>Resolved:</b> To NOTE the reports.</p>	
<b>20.96</b>	<b>Budget 2021/22</b>	
	<b>Received:</b>	

	<p>Draft budget for 2021/22.</p> <p><b>Reported:</b> The Executive Director of Finance presented the draft budget and highlighted the underlying assumptions and cost pressures. The budget proposed an operational surplus of 2.91%. There continued to be growth in WGU online and TNE therefore resources associated with these diversification strategies had been factored in. Development costs for the recently awarded HEIW allied health provision had also been factored in, in preparation for the first student intakes to the new programmes in September 2022.</p> <p>In other points it was highlighted that: the Students' Union Block Grant had been increased by just under 4% to £385k as proposed by Strategy and Finance Committee; £400k had been retained for the minor capital programme; the pay award had been factored in at 2%, although the current employers offer was 1.5%; and the full allocation of part-time credit funding had been included for 2021/22, this being £100k less than in 2020/21.</p> <p>North Wales Science (NWS) was budgeted to break even, Glyndwr Innovations Ltd (GIL) was budgeted to make a modest loss which would be an improved position on 2020/21 and Glyndwr Services Ltd (GSL) was budgeted to make a small surplus which would be gift aided back to the University.</p> <p>Members explored the prospect of GIL meeting its budget target considering the company's 2020/21 performance and the negative impact of the Covid-19 pandemic. Recent discussions at the GIL Board and at Strategy and Finance Committee regarding the wider purpose and activities undertaken at the OpTIC centre had included the important contribution of its research and development activities to the University. GIL Board had requested for the financial reporting model to be reviewed to more accurately reflect the activities undertaken at OpTIC.</p> <p>Members explored management's confidence in the international student numbers given the volatility in the market. In response it was reported that the budgeted figures were conservative, there were good working relationships with appointed agents, recruitment practices remained consistent and numbers had exceeded estimates to date. The recent government guidance that blended learning could continue until early 2022 so that not all students from India would be compelled to travel to the UK in September 2021 was also a positive factor.</p> <p><b>Resolved:</b> To APPROVE the 2021/22 budget.</p>	
<b>20.97</b>	<b>Financial forecasts</b>	
	<p><b>Received:</b></p> <ul style="list-style-type: none"> <li>i. Draft financial forecast proposals 2022/23 to 2024/25</li> <li>ii. Cash Flow forecasts to July 2025</li> </ul> <p><b>20.97.01 Draft financial forecast proposals</b></p> <p><b>Reported:</b> The Executive Director of Finance presented the report highlighting that increased costs had been factored into the forecasts to support the increased growth in income. The forecasts aimed to demonstrate the sustainability of the growth position in line with the Vision and Strategy 2025.</p> <p>It was noted that HEFCW had requested all institutions to forecast static undergraduate student numbers in years two and three of the forecasts. Key to the forecast would be achievement of full-time undergraduate numbers in 2021/22 and growth in TNE and International student numbers.</p>	

	<p>The HEIW contracts had not yet been factored into the forecasts, therefore they would be revisited in the Autumn for presentation to the Board and submission to HEFCW. HEFCW were aware of the award of the HEIW contracts.</p> <p>The Executive Director of Finance was asked to reflect on the production of a capital expenditure budget and a capital cashflow forecast for presentation in 2022.</p> <p>Members explored the impact of the diversification strategy on the size and shape of the University over the next three years. VCET and VCB were reviewing the balance of modes of teaching and developing an academic planning framework. The future size and shape of the University would be addressed at the September Strategy Day.</p> <p><b>20.97.02 Cash Flow forecasts</b></p> <p><b>Reported:</b> The cash position was good across the life of the forecasts, helped by the HEFCW Funding, International Student tuition fee deposits and capital receipts from the disposal of the Northern Quarter and Gatewen sites. Capital receipts from the Dean Road site had not been factored in as it had not yet been marketed, nor had expenditure relating to Campus 2025. There was currently no requirement for a working capital facility during the life of the forecasts.</p> <p>Members advised that it would be prudent to have in place a working capital facility before it is needed, for example to help manage the phasing of major capital works. It was reported that whilst there was no formal arrangement in place, the University's bankers were likely to continue to make available a £2.5m temporary overdraft facility as they had in the past.</p> <p><b>Resolved:</b> To APPROVE the Forecasts for submission to HEFCW in the required format.</p>	<p>DE</p> <p>DE</p>
<b>20.98</b>	<b>Financial Management Report</b>	
	<p><b>Received:</b> Financial Management Report to 31<sup>st</sup> May 2021</p> <p><b>Reported:</b> The University Group was on target to achieve a forecast net surplus of £1,532k with year end cash forecast for £20.1m which included the cash receipts from the sales of the Northern Quarter and Gatewen sites. Performance was positive against all the KPIs which were forecast to exceed targets by the year end.</p> <p>The largest variance from the previous forecast related to a £377k improvement in tuition fees where fewer credit notes for full time undergraduate fees were issued than previously forecasts triggered by the May Student Loan Company return.</p> <p>The latest position on part-time credits was that circa £340k would likely need to be re paid to HEFCW which was better than budget.</p> <p><b>Resolved:</b> To NOTE the Financial Management Report.</p>	
<b>20.99</b>	<b>Fee and Access Plan 2022/23</b>	
	<p><b>Received:</b> Fee and Access Plan 2022/23 submitted to HEFCW on 18<sup>th</sup> June 2021.</p> <p><b>Reported:</b> HEFCW had not indicated any issues with the Plan to date.</p>	

	<p><b>Resolved:</b> To APPROVE the Fee and Access Plan 2022/23 and agree that the Chair's signature should be applied.</p>	
<b>20.100</b>	<p><b>National Students' Survey 2021</b></p> <p><b>Reported:</b> The Deputy Vice-Chancellor provided the headline results which included a response rate of 76% increased from 72% in 2020, and 69% across the sector and 73% for Wales.</p> <p>Overall satisfaction stood at 75.3% compared to 75.4% across the sector and 76% for Wales, ranking the University 4<sup>th</sup> in Wales. The decrease in overall satisfaction had been expected considering the impact of the Covid -19 pandemic.</p> <p>Glyndwr ranked 1<sup>st</sup> in the UK for overall satisfaction for Adult Nursing, with scores over 86% in sociology, counselling, psychotherapy &amp; occupational therapy, design studies and social work. The University was also 1<sup>st</sup> in Wales for <i>teaching on my course, assessment and feedback</i> and <i>academic support</i> and were at or above benchmark across all areas except learning resources which was marginally below the UK benchmark.</p> <p>Further analysis would be circulated as soon as it was available.</p> <p>The Board recorded their congratulations and thanks to all staff and the Students' Union for an excellent result in challenging circumstances.</p> <p><b>Resolved:</b> To NOTE the report.</p>	<b>VB</b>
<b>20.101</b>	<p><b>Graduate Outcomes Survey 2018/19</b></p> <p><b>Received:</b> Update on the publication of the Graduate Outcomes Survey 2018/19.</p> <p><b>Reported:</b> Work was being undertaken on the analysis of the survey results and comparison of the data.</p> <p><b>Resolved:</b> To NOTE the update and AGREE to receive the Graduate Outcomes Survey by circulation for information.</p>	
<b>20.102</b>	<p><b>Chair's report</b></p> <p><b>Reported:</b> The Chair reported on events she been involved in since the May Board including her attendance at Chairs of Universities Wales (ChUW) meetings and Welsh Government matters. She had met all new governors on a 1:1 basis.</p> <p>As a member of the HE Guidance Group the Chair reported on the Group's review of Covid-19 guidance for September 2021. This currently mirrored Welsh Government Guidance regarding Covid-19 measures and would see fixed groups of up to 30 people with flexible groups of up to 6 people with 2 metres social distancing. Consideration of the Welsh Government's move to level zero had not yet been discussed by the Group but it was likely that there would be no number restrictions for class sizes and capacity on campus would be built gradually continuing with the Active Learning Framework, with institutional risk assessments being required.</p> <p><b>Resolved:</b> To NOTE the report.</p>	
<b>20.103</b>	<p><b>Report from Academic Board</b></p>	

	<p><b>Received:</b>  (i) Report and minutes from Academic Board’s May and July 2021 meetings.  (ii) Student Charter 2021/22</p> <p><b>Reported:</b>  A QAA Degree Apprenticeships Developmental Review had been undertaken recently and several recommendations had arisen requiring action. The broad issues requiring action related to the need for more comprehensive employer engagement in all aspects of apprenticeship programmes, refinement of validation procedures, and improved differentiation between apprenticeship and standard degree programmes to define the specific nature of apprenticeship programmes. The University was working closely, and has developed an action plan, with the Students’ Union, employer representatives and its delivery partner, Grŵp NPTC.</p> <p>Members were advised that any new intakes onto apprenticeships programmes would be delayed until Semester 2 to provide time to address the identified issues in full, and that budget implications of this delay were being worked through. An action plan was being developed.</p> <p><b>[Secretary’s note:</b> HEFCW has a statutory duty relating to the quality of education and under the Higher Education (Wales) Act 2015 this duty empowers HEFCW to ‘<i>give advice or assistance to institutions with the aim of improving the quality of education, or preventing the quality from becoming inadequate</i>’ and to ‘<i>give direction to an institution to improve the quality of education, or prevent quality from becoming inadequate</i>’.</p> <p>To this end the HEFCW’s Director of Regulation and Analysis wrote to the Deputy Vice Chancellor and the letter, the full QAA report and the action plan were circulated to the Board on 21<sup>st</sup> July 2021. A Task Group established by the DVC which includes the SU, employer and NPTC representative confirmed they were happy with the action plan. The Quality and Standards Scrutiny Panel will consider the full report at its Panel meeting on 21<sup>st</sup> October and will also review a report on the implementation of the action plan in order to assist the Board in completing the annual assurance statements to HEFCW.]</p> <p><b>Resolved:</b>  To NOTE the minutes and APPROVE the revised format going forward.</p> <p>To NOTE the Student Charter 2021/22.</p>	
<b>20.104</b>	<b>Corporate Risk Report</b>	
	<p><b>Received:</b>  Corporate risk summary and Risk Heat Map, June 2021</p> <p><b>Reported:</b>  The Chair of Audit Committee presented the report noting that there had been no change to the risk scores. In June the Committee had raised the matter of non - achievement of decarbonisation and environmental sustainability targets as potential risks and received an excellent report from the Executive Director of Operations on the work being undertaken on these areas in line with the University’s Environmental Sustainability Strategy.</p> <p>The Audit Committee’s discussion regarding the definitions of overall risk severity was highlighted particular under student recruitment and financial sustainability. The Executive had been asked to review risks definitions during their usual summer detailed review of the risk register. It was noted that risk should be about the future rather than the past and that risk volatility and velocity could be considered.</p> <p><b>Resolved:</b></p>	

	To NOTE the report.	
<b>20.105</b>	<b>Committees of the Board</b>	
	<b>20.105.01 Audit Committee</b>	
	<p><b>Received:</b></p> <ul style="list-style-type: none"> <li>(i) Report of the meeting held 11<sup>th</sup> June 2021</li> <li>(ii) Annual report of the Committee 20/21 and work plan 2021/22</li> </ul> <p><b>Resolved:</b></p> <p>To NOTE the report of the meeting held in June 2021.</p> <p>To NOTE the Annual report of the Committee 20/21 and work plan 2021/22</p> <p>To NOTE that the unconfirmed minutes of 11<sup>th</sup> June had been circulated in advance of the Board papers.</p>	
	<b>20.105.02 Nominations and Governance Committee</b>	
	<p><b>Received:</b></p> <ul style="list-style-type: none"> <li>(i) Report of the meeting held 17<sup>th</sup> June 2021 including an update on the Search for a new Chair of the Board and the 2021/22 Board Effectiveness Review</li> <li>(ii) Annual report of the Committee 20/21 and work plan 2021/22</li> <li>(iii) WGSU Constitution</li> <li>(iv) Memorandum of Agreement between WGSU and the University</li> <li>(v) Code of Practice on the Operation of the Students' Union</li> <li>(vi) Relationship Agreement between the University and the Student's Union.</li> </ul> <p><b>Resolved:</b></p> <p>To NOTE the report of the meeting held in June 2021.</p> <p>To NOTE that the unconfirmed minutes of 17<sup>th</sup> June had been circulated in advance of the Board papers.</p> <p>To NOTE the Annual report of the Committee 20/21 and work plan 2021/22</p> <p>To APPROVE the WGSU Constitution and the Memorandum of Agreement for five years.</p> <p>To APPROVE the Relationship Agreement for a further year.</p> <p>To APPROVE the approach to future Board and Committee meetings.</p> <p>To NOTE the Code of Practice on the Operation of the Students' Union</p>	
	<b>20.105.03 Human Resources Committee</b>	
	<p><b>Received:</b></p> <ul style="list-style-type: none"> <li>(i) Report of the meeting held on 17<sup>th</sup> June 2021.</li> <li>(ii) Annual report of the Committee 20/21 and work plan 2021/22</li> </ul> <p><b>Reported:</b></p> <p>The Chair of the Committee highlighted the positive results of the good practice 3<sup>rd</sup> party fire review. The significant work being undertaken on equality, diversity, and inclusion and on race equality was also highlighted.</p> <p><b>Resolved:</b></p>	



	<p>To NOTE the report of the meeting held 17<sup>th</sup> June 2021.</p> <p>To NOTE that the unconfirmed minutes of 17<sup>th</sup> June 2021 had been circulated in advance of the Board papers.</p> <p>To NOTE the Annual report of the Committee 20/21 and work plan 2021/22</p>	
	<b>20.105.04 Strategy and Finance Committee</b>	
	<p><b>Received:</b> Report of the meeting held 25<sup>th</sup> June 2021.</p> <p><b>Reported:</b> The Chair of the Committee highlighted the helpful presentation from the Vice-Chancellor and the Director of the OpTIC to clarify the contribution of the OpTIC to the University Group over and above the work undertaken through Glyndŵr Innovations Ltd. The Committee would continue to monitor the situation.</p> <p><b>Resolved:</b> To NOTE the report of the meeting held on 25<sup>th</sup> June 2021.</p> <p>To NOTE that the unconfirmed minutes of the 25<sup>th</sup> June had been circulated in advance of the Board papers.</p> <p>To NOTE the Annual report of the Committee 20/21 and work plan 2021/22.</p>	
<b>20.106</b>	<b>Other business</b>	
	<p>The Chair thanked Laura Gough for her contribution to the work of the Board over the last four years, noting that a nominations process was currently running, and the Board may well welcome her back in September.</p> <p>The VCET were thanked for their constant and focussed work in keeping the University running and maintaining the student experience during another challenging year. The quality of the reports and proposals brought forward to the meeting were commended.</p>	

End

