

Minutes of the Board meeting of the Board of Governors of Glyndwr University held on **Friday 17th July 2020** 9.00 am by video conference.

Present

- Mr Jim Barclay
- Mr Paul Barlow
- Ms Ebony Banks
- Mrs Laura Gough
- Professor Maria Hinfelaar
- Mr Colin Heron
- Mrs Claire Homard
- Mrs Celia Jenkins
- Professor Sandra Jowett
- Dr Jayne Mitchell
- Mrs Judy Owen
- Ms Maxine Penlington (Chair)
- Mr Askar Sheibani
- Mr David Subacchi
- Ms Chloe Williams

Officers:

- Mr David Elcock (*Executive Director of Finance*)
- Mr Pete Gibbs (*Executive Director of Human Resources*)
- Dr Aulay Mackenzie (*PVC Partnerships*)
- Mrs Lynda Powell (*Executive Director of Operations*)
- Professor Claire Taylor (*Deputy Vice Chancellor*)

In Attendance:

- Mrs Val Butterworth (*Clerk to the Board*)
- Mr Kieran Irwin (*Observer*) *Items 19.89 to 19.97 inclusive only*

Apologies:

- Mr Jason Davies
- Mr Paul McGrady
- Mr David Sprake

19.89	Welcome and apologies	
	Members were welcomed to the meeting and apologies were noted.	
	Ms Ebony Banks and Ms Chloe Williams were welcomed to their first meeting as Students' Union President and Vice President. Mr Kieran Irwin was thanked for his contribution to the Board during his term and wished well for the future	
19.90	Declarations of interest	
	There were no declared conflicts of interest with any item on the agenda.	
19.91	Membership	
	<i>Mr Subacchi left the meeting for this item.</i>	
	Received: A recommendation from Nominations and Governance Committee.	
	Resolved: The Board approved the reappointment of Mr David Subacchi as an independent governor for a second term of office to 31/8/24	
19.92	Minutes	
	Received:	

	<p>Minutes of the meeting held on 28th May 2020.</p> <p>Resolved: That the minutes of the meeting held on 28th May 2020 were a true and accurate record of those meetings.</p>	
19.93	Matters arising	
	<p>Received: A matters arising report provided by the Clerk.</p> <p>Resolved: To NOTE the report.</p>	
19.94	Vice Chancellor's Report	
	<p>Received: Vice Chancellor's report.</p> <p>Reported: The Vice-Chancellor reported on a number of matters including: the recent publication of the Draft Tertiary Education and Research (Wales) Bill for consultation; the progress of the Star Chamber bid; the bringing forward of the University's RDAPs application and the VC's membership of the Regional Employers' Response Group (RERG).</p> <p>Regarding RDAPs members were reminded that the objective was to achieve this by the end of the Vision and Strategy 2025. However, the University had assessed that it meets the criteria and has contacted QAA for advice, and it was planned to bring the achievement of this objective forward. The University's application would require Welsh Government support prior to submission to the Privy Council. The PVC Research would be invited to the October Board meeting to discuss the process and the draft self-evaluation document.</p> <p>The RERG had been set up to advise the Welsh Government on the management of the job losses in the region and development of a coherent suite of flexible programmes to upskill and retrain people who had been made redundant. The initial focus would be on the significant redundancies from Airbus.</p> <p>Resolved: To NOTE the report.</p>	
19.95	Chair's report	
	<p>The Chair of the Board reported that she had attended two meetings of the Chairs of Universities Wales (ChUW) in June and was due to attend a further meeting on 22nd July.</p> <p>The Chair continued to represent ChUW on a Welsh Government working group for Higher Education which had developed guidance for universities in respect of operating during the coronavirus situation. Initial guidance had been issued at the end of June. More specific guidance on operating student accommodation; international students; teaching labs; and test and trace arrangements, was due to be published during week ending 24th July.</p> <p>Several individual meetings had been held with governors over the last few weeks including with the outgoing, current and new student governors. The Chair will undertake further meetings with individual governors over the coming months.</p> <p>Resolved: To NOTE the report.</p>	

19.96	Students' Union President's Report	
	<p>Received: (i) The Students' Union President's report. (ii) Draft Impact Report 2019/20</p> <p>Reported: The Students' Union President presented the report and highlighted their manifesto which included empowering students to help make positive changes within the University. In the elections there had been 8 candidates and an excellent turn out for the full-time sabbatical officer roles. There had also been improved engagement in respect of the course reps training, SU awards nominations and sports and societies.</p> <p>The Student Advisory Group (SAG) was meeting bi-weekly over the summer and continued to feed into the University's Covid-19 related decisions. The Group had twenty-four members from a broad range of subject areas and levels and was separate to the Student Council. The SU President was in discussion with the Deputy Vice Chancellor about the status and continuity of the SAG in relation to other student feedback groups and mechanisms with reference to the Student Engagement Policy.</p> <p>The SU's 2019/20 Impact Report would be finalised once their student survey had closed, and the results would inform the SU's new Strategic Plan. Governors were thanked for their feedback at the October 2019 strategy day and asked to answer two further questions: 'what makes the Students' Union stand out?' and 'what one thing can the Student's Union do to improve the work of the University?' Members were asked to provide responses outside the meeting.</p> <p>The current focus was on developing welcome week for new and returning students which would concentrate on being place-based with a 'Welcome to Wrexham' theme. The Vice Chancellor was a member of a Civic Leadership Group chaired by the Chief Executive of Wrexham County Borough Council and asked that the SU link in with that group for mutual benefit.</p> <p>Resolved: To NOTE the report.</p>	VB
19.97	Financial management report	
	<p>Received: Financial management report to 31st May 2020.</p> <p>Reported: The Executive Director of Finance presented the report and highlighted the key differences to the forecast outturn as presented in the April FMR. The main reason for the positive forecast outturn was the decision by HEFCW not to clawback 2018/19 and 2019/20 funding for non-delivery of part time credits. The situation was also helped by the notional profit from the sale of the surplus land at Mold Road/Crispin Lane, deposits from international students and Innovation and Capacity Funding from HEFCW. The University's cash position remained strong and the University remained compliant with all AIB bank covenants.</p> <p>It was clarified that the payment of the final 50% of SLC money received in May 2020 was based on student numbers as at the end of February. Whilst adjustments would be made for changes to the status of some students, both positive and negative, after the February cut off, large clawback of funds arising from such changes was not anticipated.</p>	

	<p>It was reported that all capital schemes were largely on track. The 2019/20 HEFCW capital grant would be underspent in year and the balance would be carried over into 2020/21 as permitted.</p> <p>Both North Wales Science (NWS) and Glyndwr Innovations (GIL) had been affected adversely by the Coronavirus situation. NWS had overspent on the Capital Scheme during the period in part due to the need to address design changes at Henblas House and rectify damage caused by vandalism. The Strategy and Finance Committee had asked to receive the management accounts of each of the subsidiary companies at a future meeting.</p> <p>Whilst part-time credits were still forecast to be under delivered in year, the University was working on ensuring the full part-time credit allocation is delivered during 2020/21. It was noted that sixteen new on-line short courses had been developed in recent months with circa 700 attendees. A further twelve flexible and on-line programmes were being developed for 2020/21. A new part-time strategy was also being developed.</p> <p>The Executive Director of Finance and his team were congratulated on the clear report.</p> <p>Resolved: To NOTE the report.</p>	
19.98	Draft Budget	
	<p>Received: Draft budget for the University Group for 2020/21.</p> <p>Reported: The Executive Director of Finance presented the draft budget which had been scrutinised by Strategy and Finance Committee on 26th June and again on 6th July. The provisional position prior to the impact of the coronavirus situation would have been a £0.8m net surplus position. The HEFCW recurrent funding was yet to be formally confirmed, no additional Welsh Government support had been factored into the draft budget, nor had the potential capital receipts from the disposal of the land at Dean/Holt Road, Gatewen, or the Northern Quarter as the timing of the disposals was unknown.</p> <p>The positive and negative assumptions underpinning the revised budget which proposed a £573k net surplus position were highlighted. These included: a reduction in the University's pension scheme liability; a reduction in tuition fee income equivalent to circa 70 students; paring back of the assumed national pay award with the possibility of a sector pay freeze; continuation of close management of staff vacancies; non-pay budgets being held at 2019/20 levels; retention of the minor capital spend programme and inclusion of the £750k of HEFCW Capital in line with 2018/19 and 2019/20 allocations; and a prudent increase in international student numbers. In addition, part-time credit income had been reduced to ensure under delivery would not have an adverse impact on the budget, although there were plans to deliver the full part time credit programme.</p> <p>The finance team had discussed the student number assumptions with the Faculties, programme teams and strategic planning.</p> <p>North Wales Science was budgeted to breakeven and Glyndwr Innovations was budgeted to make a £250k surplus. The block grant for the Student's Union was £371k for 2020/21.</p>	

	<p>The key dependencies, risks and mitigations were also highlighted.</p> <p>Elements of the budget classed as discretionary spending would be held until student numbers were confirmed in October, at which point proposals could be made to the Board on the release of some of the discretionary expenditure if, in the Executive's view, the student numbers were heading in a positive direction.</p> <p>The difficulty of formulating a budget with so many uncertainties was acknowledged, and it was impossible to account for the possibility of an unknown second spike in Covid-19 cases resulting in another lockdown in the autumn. However, the University would ensure it was able to move back to full online delivery for any period where such a scenario might arise. It was noted that there may be positive as well as negative unknowns which could impact the budget, hence the decision to formally review the situation again in the autumn.</p> <p>Resolved: To APPROVE the draft budget for submission to HEFCW which includes discretionary spending that will be held until student numbers are known in October 2020.</p> <p>To AGREE to receive proposals from the Executive regarding release of discretionary spend in October if appropriate</p> <p>To AGREE to review the 2020/21 Budget at the November 2020 Board meeting.</p>	
19.99	HEFCW request for forecasts	
	<p>Received: (i) Financial forecasts 2021/22 (ii) HEFCW scenario modelling (iii) Group cash flow of budget 2020/21 and forecasts 2021/22</p> <p>Reported: The Executive Director of Finance presented the 2021/22 forecast, the HEFCW scenario modelling and the University's response and explained the background and assumptions which had informed the documents. The forecast for 2021/22 was based, and depended upon, the achievement of the 2020/21 budget.</p> <p>It was noted that within the scenario modelling HEFCW's expectation was for universities to highlight the mitigations that would need to be in place to meet a break even or surplus position. The results of the modelling would be aggregated with the data from all Welsh Universities to inform the Welsh Government on the position of the Welsh Higher Education sector.</p> <p>The forecast monthly cashflow for the 2020/21 Budget and 2021/22 Financial forecast were presented as well as the cashflow forecasts for the two HEFCW scenarios. All forecasts and scenarios saw the University remain cash positive due to mitigations to retain a break even or better position. It was noted that the Student Loan Company payment profile would revert to 25%, 25% and 50% in 2021/22.</p> <p>Resolved: To APPROVE the financial forecast 2021/22 and associated University Group cashflow for submission to HEFCW.</p> <p>To APPROVE the response to the scenario modelling and associated University Group cash flow for submission to HEFCW.</p>	

19.100	Graduate Outcomes Survey	
	<p>Received: Report B arising from the results of the Graduate Outcomes Survey 2017/18.</p> <p>Reported; The Deputy Vice Chancellor presented the report and the background to this first report of the new Survey which replaced the annual Destination of Leavers from HE (DLHE) Survey. The University had come out top in Wales where all graduates who went into employment were grouped. However, the level of WGU graduates entering high skills work (Standard Occupational Classification 1-3) in the UK was below all Welsh HEIs. Further data had been received on performance in subject areas and this would be provided in report C which would be circulated after the meeting. The data would inform the Employability Strategy and associated action plan.</p> <p>It was acknowledged that 15 months for the results of the survey was a long time and whilst there was no intention to replicate the survey to seek earlier indications of graduate outcomes, the University would continue to support its graduates and track engagement with career activity through WGUConnect. The Director of Operations would reflect with the PVC Partnerships whether there were any mechanisms where it might be possible to ascertain the success of activities to help graduates secure high skills employment before a national survey is conducted.</p> <p>It was noted that the response rate from Glyndwr graduates was 53% compared with 47% from the overall target population and some institutions had response rates in the 20% range. This poor response brought into question the validity of the survey. The survey will be a feature of the next iteration of the Teaching Excellence Framework (TEF).</p> <p>The outcomes were considered a good foundation on which to move forward.</p> <p>Resolved: To NOTE the report.</p>	VB
19.101	National Students' Survey	
	<p>Received: NSS Headline results (circulated)</p> <p>Reported: The Deputy Vice Chancellor presented the report and reminded members of the background to the survey, the format of the questions and how they were published.</p> <p>The overall satisfaction score had increased by 4% on last year to 81%. The University also performed well in: 'Teaching on my course' (87%); 'Assessment and Feedback' (80%) and 'Academic Support' (82*). Significant work had been undertaken to support students including revised approaches to Student Engagement and the development of the Strategy for Supporting Student Learning and Achievement. There had been percentage point improvements compared to the 2019 survey of between 3 and 7% in all areas. The score for 'Learning Resources' had improved by 6% but further improvement still needed to be made.</p> <p>Members were extremely pleased to see the improvements and acknowledged the hard work required to increase scores and sustain them. The Board was also pleased to see an improved score for the Students' Union. The SU were thanked</p>	

	<p>for their contribution to the University's achievement of this good set of results with their pressure to ensure consistently timely assessment feedback.</p> <p>Resolved: To NOTE the NSS high level data and AGREE to receive further analyses by circulation.</p>	VB
19.102	Report from Academic Board	
	<p>Received: (i) Report of the Academic Board meeting held 23rd June (ii) Report on the Academic Board effectiveness review and resulting action plan (iii) Annual progress update on the QER action plan June 2020. (iv) Degree Outcomes report 2020</p> <p>Reported: 19.102.01 Academic Board Effectiveness Review The Vice Chancellor explained the background and outcomes arising from the Academic Board effectiveness review which had been scrutinised by Nominations and Governance Committee. The effectiveness report concluded that 'Glyndwr University's academic governance structure is fit for purpose' and the actions were largely focused around defining the roles of members, induction, development and communication with the wider academic community.</p> <p>19.102.02 Degree Outcomes Statement The Deputy Vice Chancellor presented the Degree Outcomes Statement which was a new requirement that arose from the response to public concerns about perceived grade inflation. Degree outcomes were already being reviewed annually by Academic Board, but the Degree Outcomes Statement would be a public document.</p> <p>A jump in achievement of first- and second-class honours between 2014/15 and 2015/16 was attributed to the closure of the London campus where students typically achieved lower grades than at the University's other campuses and partner institutions but accounted for nearly a quarter of the student population at that time. Excluding the London Campus flattened out the curve and showed the University was broadly in line with Wales and the UK. It was important to note that the document described actions being taken to improve standards for the University's students which was positive.</p> <p>There was work underway through Universities UK to establish consistent degree algorithms across the sector.</p> <p>It was noted that the report was a good and full response which would provide an additional layer of reflection for the Quality and Standards Scrutiny panel in the autumn. It was also considered to be a helpful document for governors and stakeholders in understanding the complexity behind grading. It was likely the report would evolve over time.</p> <p>Resolved: To NOTE the report of the Academic Board meeting held 23rd June 2020, including an Annual progress update on the QER action plan.</p> <p>To APPROVE the action plan arising out of the Academic Board effectiveness review.</p> <p>To APPROVE the Degree Outcomes report for publication.</p>	
19.103	Corporate Strategic Risk	
	Received:	

	<p>Corporate strategic risk register.</p> <p>Reported: The Vice Chancellor highlighted the risks that had been revised in response to the coronavirus situation. The risk register would be revisited again in the autumn as the environment and therefore the risks, were constantly changing.</p> <p>Resolved: To NOTE the report.</p>	
19.104	HEFCW and other Circulars, consultations and responses	
	<p>Received: A report of the HEFCW circulars issued since the last meeting: referencing the Accounts Direction for 2019/20 and Guidance on the Covid-19 impact on higher education providers in relation to consumer protection, student expectations and quality.</p> <p>Resolved: To NOTE the report.</p>	
19.105	Committees of the Board	
	19.105.01 Audit Resources Committee	
	<p>Received: Report of the meeting held on 12th June 2020</p> <p>Resolved: To NOTE that the unconfirmed minutes of 12th June had been circulated in advance of the Board papers.</p> <p>To NOTE the report of the Committee.</p>	
	19.105.02 Human Resources Committee	
	<p>Received: (i) Report of the meeting held on 18th June 2020 (ii) 'Pulse' survey summary report (iii) Revised Freedom of Speech Code of Practice</p> <p>Resolved: To APPROVE the Freedom of Speech Code of Practice.</p> <p>To NOTE the Annual report of the Committee 2019/20 and work plan 2020/21.</p> <p>To NOTE that the unconfirmed minutes of 18th June had been circulated in advance of the Board papers.</p> <p>To NOTE the report of the Committee including the 'Pulse' Survey outcomes.</p>	
	19.105.03 Nominations and Governance Committee	
	<p>Received: (i) Report of the meeting held 26th June 2020. (ii) Proposal for an amendment to the Committee's terms of reference (iii) Proposal on the determination of a maximum Board size (iv) New Board of Governors Succession Planning Framework (v) Updated Selection Process for new Independent Governors (vi) New Committee Chair role description</p>	

	<p>(vii) New statement on the role of the Executive attending Board and Committee meetings</p> <p>(viii) Relationship Agreement between the University and the Students' Union.</p> <p>(ix) Proposed amendment to the Standing Orders (SO 4.2)</p> <p>Reported: The Chair of the Board and the Clerk highlighted the new and revised documents which had been reviewed and developed as a result of the action plan approved by the Board to address the 'Commitments to Action' arising from the Welsh Governance Review (Camm)</p> <p>Resolved:</p> <p>To NOTE the report of the meeting held 26th June 2020.</p> <p>To NOTE that the unconfirmed minutes of 26th June had been circulated in advance of the Board papers.</p> <p>To NOTE the 2017/18 Board Effectiveness closure report. To NOTE that minor updates had been made to the Chair, Vice Chair and Governor role descriptions, to include gender neutral terminology and include reference to the Chair taking part in 360-degree review process as required by the Welsh Governance Review 'commitments to action'.</p> <p>To APPROVE:</p> <ul style="list-style-type: none"> • the amendment to the Committee's terms of reference relating to the quorum. • the maximum Board size of 20 members and the categories of membership. • the Board of Governors Succession Planning Framework • the amendments to the Selection Process for new Independent Governors • the Committee Chair role description • the Statement on the role of the Executive attending Board and Committee meetings • the amendment to the Standing Orders (SO 4.2) <p>To ENDORSE Relationship Agreement between the University and the Students' Union for a further year.</p>	
19.105.04 Strategy and Finance Committee		
	<p>Received:</p> <p>(i) Report of the meetings held on 26th June and 6th July 2020.</p> <p>(ii) Policy on the formation, dissolution and governance of subsidiary companies</p> <p>Reported: The Policy on the formation, dissolution and governance of subsidiary companies had been developed to strengthen the control framework around the subsidiary companies. It was noted that as the companies become larger and more complex, they could have a detrimental impact on the University if they performed poorly.</p>	

	<p>Resolved:</p> <p>To NOTE the report of the meetings held 26th June and 6th July 2020.</p> <p>To NOTE that the unconfirmed minutes of 26th June and 6th July had been circulated in advance of the Board papers.</p> <p>To APPROVE the Policy on the formation, dissolution and governance of subsidiary companies</p>	
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End