

Minutes of the meeting of the Board of Governors of Glyndwr University held on **Friday 6th May 2022** 9.00am in room B103, Glyndwr University, Plas Coch, Mold Road, Wrexham LL11 2AW.

Present

- Jim Barclay
- Paul Barlow
- Professor Martin Chambers
- Professor Richard Day
- Dr Leigh Griffin (Chair)
- Professor Maria Hinfelaar
- Claire Homard
- Celia Jenkins
- Sally Lambah
- Diane McCarthy
- Judy Owen
- Amy Rowley (*up to and including item 21.77*)
- David Sprake
- Richard Thomas
- Maureen Wain

Officers:

- Val Butterworth (*Clerk to the Board*)
- David Elcock (*Executive Director of Finance*)
- Pete Gibbs (*Executive Director of HR*)
- Professor Claire Taylor (*Deputy Vice Chancellor*)
- James Dawson (*Director Strategic Planning and Student Administration*) [*Items 21.80 and 21.90 only*]

Apologies:

- Colin Heron
- Professor Sandra Jowett
- Lauren Hole
- Dr Aulay Mackenzie (*PVC Partnerships*)
- Paul McGrady
- Lynda Powell (*Executive Director of Operations*)
- Askar Sheibani
- David Subacchi

21.70	Report from Remuneration Committee	
	<p>Received: Report of the Remuneration Committee’s consideration and approval of the conferment of the title Professor of Strategic Development on Dr Aulay Mackenzie in line with the Professorial and Readership Guidelines Special Cases Procedure.</p> <p>Reported: The Vice Chair of the Board presented the report and highlighted the robust process undertaken.</p> <p>Resolved: To NOTE the report and congratulate Dr Mackenzie.</p>	
21.71	International Strategy	
	<p>The Head of International provided a presentation on the International Strategy.</p> <p>The presentation highlighted the important role of the International Strategy in the development of the University around increasing and recognising the value of International students, increasing enterprise income and increasing the numbers of</p>	

	<p>students on placements. Transnational Education (TNE), managed by the Partnerships Office, and student recruitment, managed by the International Office, had experienced growth in recent years with the latter aided through investment in a dedicated team, the introduction of the graduate route visa, the appointment of an Indian super-agent and effectively responding to the market.</p> <p>The International KPIs and priority aims were highlighted, the latter including diversification in sustainable markets such as Nigeria and Ghana, protecting the University's UKVI license and working with reputable recruitment agents who promote the University effectively and send good quality, well-prepared students.</p> <p>A further strand within the International Strategy was student and staff mobility, the plans for which were in the early days of development. Three funding streams had been identified to support this work strand: Global Wales Discover, Turing and Taith the key features of which were described. Staff and student exchanges, student placements abroad and other mobility activities with new and existing partners were also being explored. The aim was to include mobility into the curriculum and for the International Office to continue working closely with student support and wellbeing, finance and academic departments in this regard.</p> <p>The importance of reviewing all areas of the student admissions journey to ensure it remained accurate and engaging was highlighted. New and returning students should also receive a supportive and meaningful orientation experience as they commenced their studies on campus; and an International Engagement Officer had been appointed to focus on student engagement working closely with the Faculties and support departments.</p> <p>The Board welcomed the informative presentation and thanked the Head of International.</p> <p>Resolved: To NOTE the presentation and the International Strategy</p>	
21.72	Welcome and apologies	
	<p>Members were welcomed to the meeting and apologies noted.</p> <p>The Chair thanked members for their support during his induction noting that individual meetings with all governors were currently underway.</p> <p>The Board wished to record their congratulations to Lauren Hole and Amy Rowley on their election as President and Vice President of the Students' Union for 2022/23.</p> <p>Professor Richard Day was also congratulated on being admitted as a Fellow of the Learned Society of Wales.</p>	
21.73	Declarations of interest	
	There were no declarations of interest relating to items on the agenda.	
21.74	Minutes	
	<p>Received: Minutes of the meeting held on 11th March 2022</p> <p>Resolved: That the minutes are a true and accurate record of the meeting.</p>	
21.75	Matters arising	
	<p>Received: A matters arising report provided by the Clerk.</p> <p>Resolved: To NOTE the report.</p>	

21.76	Vice Chancellor's Report	
	<p>Reported: The Vice-Chancellor provided an update of recent University and sector developments. HEFCW had not yet issued their Institutional Risk Review letter, and feedback was awaited from HEFCW on the University's response, at the end of March, to their request for information relating to three matters. The Chair and the Vice Chancellor were scheduled to meet with the Chair of Council and CEO of HEFCW on 9th June. The Vice Chancellor would be meeting the City of Culture bid judges on 11th May with the Chancellor and the judges would be visiting the Racecourse Stadium at the end of the day. The outcome of the City of Culture process would be announced as part of the Queen's Jubilee celebrations.</p> <p>In sector developments it was reported that the TERC(W) Bill was at stage 2 amendments stage of the legislative process, which would be completed within the next few weeks. Stage 3 for further amendments was anticipated to be completed within a short timescale with voting on whether to pass the Bill anticipated in June.</p> <p>In cross border developments the current cap on Tuition Fees in England would remain at £9,250 per year, with a cut in interest rates and a lowering of the repayment thresholds for future graduates. The tuition fee cap in Wales remained at £9,000 although Welsh universities were lobbying for the fee to be raised to that charged in England. There were various sector consultations by the OfS one of which was around the classification of mature students being raised from age 21 to 25, which if adopted, would impact Welsh Universities regardless of whether the age classification was adopted in Wales.</p> <p>Resolved: To NOTE the Vice Chancellor's Report.</p>	
21.77	Students' Union President's Report	
	<p>Received: The Students' Union President's report April 2022.</p> <p>Reported: Key points from their written report were highlighted, which included progress on some of their campaigns and funded workshops, the sabbatical election turnout, and the need to hold elections for unfilled part-time officers in the autumn. The SU also planned to improve student engagement for next academic year and would be recruiting a new Student Council Chair to replace Amy Rowley following her election as Vice President.</p> <p>The Deputy Vice Chancellor highlighted the importance of good student engagement and the University would work closely with the SU to improve engagement and support them in the recruitment to the unfilled part-time officer roles.</p> <p>Katy Little had been appointed as the new CEO from July 2022. A Student Opportunities Co-ordinator and a Membership Project Co-ordinator had also been appointed as permanent staff members.</p> <p>The SU had been disappointed with the low representation from smaller institutions and from North Wales institutions at the recent NUS Wales conference and would take this up with the newly elected NUS officers.</p> <p>Resolved: To NOTE the report.</p>	
21.78	Financial Management Report	
	<p>Received: Financial Management Report to 31st March 2022.</p>	

	<p>Reported: The Executive Director of Finance presented the report and highlighted the KPI performance and the full year forecast as well as other key features of the report.</p> <p>The forecast was currently £1.560k adverse to budget giving an overall forecast deficit of £151k which was largely in line with the February forecast. The overall group surplus was forecast to be £6,691k taking account of proceeds from land disposals which now included the sale of the Racecourse Stadium which was near to completion. The loan facility from Lloyds Bank had not been included, as that was yet to be approved by the Board and would be presented at the July meeting. Covenant compliance was positive as were cash flow and liquidity.</p> <p>There had been positive performance regarding Wrexham Student Village with higher occupancy than anticipated at 79% and full occupancy anticipated for 2022/23 with the increase in students arising from the HEIW contract. It was unlikely that the full allocation of part-time credits would be delivered. There had been a reduction in collaborative income due to the strict lockdown in China having impacted on student recruitment to Chinese partner institutions.</p> <p>North Wales Science (Xplore!) was performing in line with budget but the performance of Glyndwr Innovations Ltd had worsened slightly. A restructure of the operations at the St Asaph campus and GIL and the associated financial structure were currently under review.</p> <p>In response to members' question the Londontec bad debt related to issues with currency controls and a short-term solution was being put in place. The situation was being monitored as were all payments from partners overseas.</p> <p>Resolved: To NOTE the report.</p>	
21.79	Preparation of the 2022/23 budget	
	<p>Received:</p> <p>Reported: The Executive Director of Finance presented the report and outlined the key assumptions and the process being undertaken by the finance team to develop the final draft budget.</p> <p>It was likely that the first draft would be a deficit budget, and the VCET were looking at ways to manage the deficit. It was confirmed that no contingences were built into the assumptions however cash levels remained positive.</p> <p>As part of the final 2022/23 budget paper Strategy and Finance Committee had asked to see the impact of upfront revenue costs associated with growth areas e.g. HEIW, on the 2023/24 financial forecasts. The Committee had also requested some sensitivities to be modelled for three scenarios – worst case, reasonable and best case.</p> <p>Resolved: To NOTE the report. To APPROVE the assumptions</p>	
21.80	Fee and Access Plan	
	<p>Received: Fee and Access Plan for 2023/24 and 2024/25.</p> <p>Reported:</p>	

	<p>The Director of Strategic Planning and Student Administration presented the Fee and Access plan and highlighted the minimal changes from the 2022/23 Plan approved by the Board in July 2021.</p> <p>Resolved: To APPROVE the Fee and Access Plan for 2023/24 and 2024/25 for signing by the Chair and submission to HEFCW.</p>	
21.81	Campus 2025	
	<p>Received: Campus 2025 update.</p> <p>Reported: The Executive Director of Finance presented the report highlighting the updates on planning matters around the Northern Quarter, Plas Coch and Wrexham Student Village.</p> <p>The Racecourse Stadium sale was due to be completed later in May with some final legal matters currently being worked through.</p> <p>The outline business case for the EEOC Capital Project had now been approved by the North Wales Economic Ambition Board allowing the project to move to the development of the full business case for submission in 2023.</p> <p>Procurement on the projects identified under the £1.5m of additional HEFCW revenue funding was underway, as the funds needed to be spent by 31st July. The water-based hockey pitch was being resurfaced over the summer using a grant from the Sports Council Wales.</p> <p>Resolved: To NOTE the Campus 2025 update</p>	
21.82	Health Education Innovation Quarter (HEIQ)	
	<p>Received: Business case for the delivery of the HEIQ - Glyndwr University Campus /St Asaph developments, Phase 1.</p> <p>Reported: The Executive Director of Finance presented the business case seeking approval of £1.706m to deliver the capital aspects of phase 1 of the HEIQ project in preparation for new students enrolling in September 2022 as recommended by Strategy and Finance Committee.</p> <p>Phase 1 would entail refurbishment of the former Technquest building and K block in Crispin Lane to provide specialist learning spaces and space for education innovation, as well as design costs in preparation to deliver the phase 2A and 2B new build. A business case for phase 2 would be presented in due course. It was noted that the 2022/23 £750k HEFCW capital funding would be utilised for the phase 1 refurbishments.</p> <p>Members noted the contingencies that were being considered to mitigate any delays in planning permissions for a new build as part of phase 2B which would entail the repurposing of current space.</p> <p>Resolved: To APPROVE the expenditure of £1.706m to fund phase 1 of the HEIQ project.</p>	
21.83	Board Effectiveness Review	
	<p>Received: Draft action plan to address the findings of the 2021/22 Board Effectiveness Review.</p>	

	<p>Reported: The Chair of Nominations and Governance presented the draft action plan about which the Committee had had a robust discussion. Members were reminded of the positive review report and that the recommendations were intended to enhance current practice. The key areas that had been 'accepted' or 'accepted as a continuation of on-going practice' were highlighted. One recommendation relating to consideration of splitting the Strategy and Finance Committee had not been accepted and the reasons were outlined, although the S&F Committee's terms of reference would be reviewed.</p> <p>Nominations and Governance Committee would monitor the implementation of the action plan on behalf of the Board.</p> <p>Resolved: To APPROVE the Effectiveness Review action plan.</p>	
21.84	Chair's report	
	<p>Reported: The Chair reported on events they had been involved in since 1st April. This included the ongoing individual meetings with all governors, a tour of Xplore! and planned attendance at the Graduation Festival, observation of the May Academic Board meeting, a visit to the St Asaph Campus, and a meeting with the Students' Union including the production of a student focused video message.</p> <p>The Chair has also attending the CUC Plenary in April with a theme of Widening Participation and there were some areas of interest arising from the event that he would take forward. The presentations had covered the need to focus on staff and student wellbeing, preparation of students for the job market, legislative issues and the various ways institutions were supporting Ukraine. WGU was highlighted as the first University in the UK to reach out to twin with a Ukrainian institution.</p> <p>UUK and the CUC expressed their desire to build closer relationships.</p> <p>Richard Thomas was invited to feedback on the recent online Governance in Wales event he had attended. The event had featured updates: from Universities Wales on Welsh Government policy; from Advance HE on Equality, Diversity and Inclusion and improving Board diversity; and on academic quality assurance. The latter had been presented by Professor Sandra Jowett who highlighted the work of the Board's Quality and Standards Panel. The importance of preparing students for their governor role had also been highlighted.</p> <p>Resolved: To NOTE the reports.</p>	
21.84	Corporate Risk Report	
	<p>Received: Corporate risk summary and Risk Heat Map, March 2022</p> <p>Reported: The Vice Chancellor presented the report and confirmed that the Audit Committee had reviewed the revised risk register at its meeting on 24th March and the Board's request to consider the inclusion of risk velocity would be addressed over the summer as part of the detailed review of the risk register.</p> <p>It was suggested academic colleagues may not have a sense of the severity of some of the current corporate risks and that this needs to be conveyed to them.</p> <p>Resolved: To NOTE the report.</p>	VCET

21.85	HEFCW and other circulars	
	<p>Received: Report on HEFCW circulars relating to the outcome of the consultation on changes to the Quality Assessment Framework and the on the publication of the NSS 2022 results.</p> <p>Resolved: To NOTE the report.</p>	
21.86	Committees of the Board	
	21.86.01 Audit Committee	
	<p>Received: Report of the meeting held 24th March 2022</p> <p>Reported: The risk presentation from the DVC and Director of Marketing and Admissions had been welcomed by the Committee.</p> <p>Resolved: To NOTE the report of the meeting held on 24th March 2022</p> <p>To NOTE that the unconfirmed minutes of 24th March had been circulated separately to the Board papers.</p>	
	21.86.02 Human Resources Committee	
	<p>Received: Report of the meeting held 7th April 2022.</p> <p>Reported: The EDI work being undertaken across the University was significant. The Committee had welcomed and congratulated those involved in the achievement of the rise to 47th place in the Stonewell Workplace Index.</p> <p>Resolved: To NOTE the report of the meeting held on 7th April 2022</p> <p>To NOTE that the unconfirmed minutes of 7th April had been circulated separately to the Board papers.</p>	
	21.86.03 Nominations and Governance Committee	
	<p>Received: Report of the meeting held 7th April 2022.</p> <p>Reported: The role of the EDI Champion was highlighted, and expressions of interest would be invited in due course, notwithstanding EDI was a whole Board responsibility. An action plan to address Board diversity and the Board's increased focus on EDI issues more widely was being developed by the Clerk for consideration at the June Committee meeting.</p> <p>Resolved: To NOTE the report of the meeting held on 7th April 2022</p> <p>To NOTE that the unconfirmed minutes of the 7th April had been circulated separately to the Board papers.</p>	
	21.86.04 Strategy and Finance Committee	
	<p>Received: Report of the meeting held 8th April 2022.</p> <p>Reported:</p>	

	<p>The Chair of the Committee and Jim Barclay, in his capacity as a non-executive director of GIL, were due to meet with the Executive Director of Finance and Head of Finance on 16th May, to discuss the proposed restructure of the St Asaph Campus as it related to GIL.</p> <p>Resolved: To NOTE the report of the meeting held on 8th April 2022</p> <p>To NOTE that the unconfirmed minutes of the 8th April had been circulated separately to the Board papers.</p>	
21.87	Graduation Festival	
	<p>Under AOB the Vice Chancellor updated members on the forthcoming two-day Graduation Festival to recognise graduates from 2020 and 20221. The Chancellor was also attending on 11th May and had agreed to meet with the City of Culture judges that day. There were circa 1600 visitors due on campus on each of the two days.</p>	

End

Confidential Minutes of the meeting of the Board of Governors of Glyndwr University held on Friday 6th May 2022 at 9.00am in B103, Plas Coch, Mold Road, Wrexham LL12 9PT

21.88	Minutes	
	<p>Received: Confidential minutes of the meetings held on 11th March 2022</p> <p>Resolved: To accept the minutes as a true and accurate record.</p>	
21.89	Matters arising	
	There were no matters arising.	
21.90	Student Numbers	
	<p>Received: Student number reports as of 4th April 2022</p> <p>Reported:</p> <p>21.90.01 Student retention 2021/22 In an update to the written report 7.8% of students had withdrawn or suspended as of 6th May compared with 5.6% at the same point in 2020/21. There was a spike in FAST driven by an increase in withdrawals from Foundation year students. Broadly the position for other cohorts and partners was in line with last year. It remained unclear whether the increase at this stage was down to earlier reporting or increased withdrawals.</p> <p>There was discussion around the potential reasons for the higher withdrawal and suspensions compared to last year, and whether these might be linked to the pandemic, as well as the capability of some students to study independently at the level required. The academic and emotional support available to students, as well as the early interventions before students arrived, were outlined. There was acknowledgement that the sense of 'belonging' to the University needed to be reinstated following the pandemic, and the learning blend under the Active Learning Framework for students to attend for three study periods on campus from 2022/23, should help with this.</p> <p>Benchmark data on student continuation rates for similar sized institutions and those with a similar student profile to Glyndwr was anticipated to be available for the July reports.</p> <p>21.90.03 Recruitment for 2022/23 In an update to the written report applications, excluding HEIW programmes, were now up 3.9% year on year on year. Applications in FAST were down largely driven by a decline in computing, and a curriculum review of this subject area would be undertaken as part of the portfolio review project. Postgraduate computing programmes were a growth area for WGU Online and International Students.</p> <p>Resolved: To NOTE the report.</p>	
21.91	Framework for Transformational Change	
	<p>Received: VCET's response to addressing key challenges affecting the University's financial situation.</p> <p>Reported:</p>	

	<p>The Vice Chancellor presented the proposal for a Transformational Change Project, highlighting the need to go beyond the current mitigating actions being undertaken as these would not be enough to address the financial challenges beyond 2022/23. With escalating inflation, increasing pay awards and the need to rebrand and forward invest in growth areas, amongst other increasing costs, the four strands of work within the project were expected to future proof the University. In the 2022/23 budget an additional line referencing this transformational change programme would be included.</p> <p>Members welcomed the strategic approach and asked VCET to consider the costs of retaining all aspects of the estate specifically seeking assurance on the affordability of the Regent Street site. Members also raised the matter of capacity within and pressure on the VCET to undertake the project and the VCET would consider this point at their next away day with a view to engaging external consultants where feasible. Governors offered their support and advice where appropriate.</p> <p>Resolved: To APPROVE in principle for the VCET to develop further proposals for a Transformational Change Project as an exceptional item in 2022/23, utilising reserves judiciously to fund the upfront costs of change, subject to normal budget approval processes.</p>	
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End

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