

Minutes of the Board meeting of the Board of Governors of Glyndŵr University held on **Friday 12th July 2019** at 9.00 am in 1887, Glyndŵr University, Mold Road, Wrexham LL11 2AW.

Present

Mr Jim Barclay
 Mr Paul Barlow
 Ms Ebony Banks
 Professor Maria Hinfelaar
 Mr Colin Heron
 Mrs Celia Jenkins
 Professor Sandra Jowett
 Dr Jayne Mitchell
 Mrs Judy Owen
 Ms Maxine Penlington (Chair)
 Mr Askar Sheibani
 Mr David Sprake
 Mr David Subacchi
 Mrs Caroline Whiteley

Officers: Mr David Elcock (*Executive Director of Finance*)
 Mrs Lynda Powell (*Executive Director of Operations*)
 Professor Claire Taylor (*Deputy Vice Chancellor*)

Apologies: Ms Laura Gough
 Mr Kieran Irwin
 Mr Barrie Jones
 Mr Paul McGrady
 Mr Pete Gibbs (*Executive Director of Human Resources*)
 Dr Aulay Mackenzie (*PVC Partnerships*)
 Mrs Val Butterworth (*Clerk to the Board*)

In Attendance: Mrs Joy Morton (*University Solicitor*) (*Deputy Clerk*)
 Angus Hamill-Stewart (*outgoing Students' Union President*)

18.99	Welcome and apologies	
	The Chair had approved Ms Joy Morton as Deputy Clerk for this meeting in the absence of the Clerk to the Board in line with standing order 32, and thanked her for agreeing to undertake the role. Members were welcomed to the meeting and apologies were noted. Ms Banks was welcomed to her first Board meeting.	
18.100	Declarations of interest	
	There were no conflicts of interest with any item on the agenda.	
18.101	Minutes	
	Received: Minutes of the meeting held on 17 th May 2019.	

	<p>Resolved: That the minutes of the meetings held on 17th May 2019 were a true and accurate record of the meeting.</p>	
18.102	<p>Matters arising</p> <p>Received: A matters arising report provided by the Clerk.</p> <p>Resolved: To NOTE the report.</p>	
18.103	<p>Chair's action</p> <p>Received: A report of action taken by the Chair in between meetings relating to a change in the conditions of the TRIP funding awarded to North Wales Science.</p> <p>Reported: The change related to potential clawback of the £750k TRIP funding if the new premises for Techniquest Glyndwr, Henblas House, is disposed of within ten years from the date of purchase; and Wrexham County Borough Council's requirement to place a legal land charge over Henblas House to this effect.</p> <p>Resolved: To NOTE the report and ENDORSE the Chair's action.</p>	
18.104	<p>Vice Chancellor's Report</p> <p>Received: (i) A report from the Vice Chancellor. (ii) Update on Campus 2025 planning application (tabled)</p> <p>Reported: The Vice Chancellor presented the report informing the Board that the planning applications were considered at Wrexham Borough Council Planning Committee on 1st July 2019. Despite the planning officer recommending approval for all of the planning applications, the planning committee refused the planning applications for the Gatewen and Dean Road sites. The Vice Chancellor outlined that a further Campus 2025 meeting was scheduled for Wednesday 17th July 2019 to initiate the appeal process regarding the two refused planning applications.</p> <p>Resolved: To NOTE the report and ENDORSE the decision for the University to appeal the planning decisions.</p>	
18.105	<p>Students' Union</p> <p>Received: Report from the Students' Union President.</p> <p>Reported: The Students' Union Vice President introduced herself and presented the report on behalf of the President. She highlighted the successful outcome of the Quality Students' Union application. Members congratulated the Students' Union and in particular the outgoing Students' Union President for this accomplishment.</p> <p>The Chair thanked Angus Hamill-Stewart for his contribution to the Students' Union and to the Board of governors.</p> <p>Resolved: To NOTE the report.</p>	

18.106	Financial Management Report	
	<p>Received: Financial management report to 31st May 2019.</p> <p>Reported: The Executive Director of Finance presented the report noting that the forecast outturn was £421k against a planned budget target of £552k. Performance against all year to date KPIs was positive, as was cashflow. The University was complying with all covenants associated with its current loan.</p> <p>The delivery of part time credits within 2018/19 was raised recognising that any clawback of part-time funding by HEFCW would have a detrimental effect on the surplus position. The background to the funding and delivery profile over the last two years was explained resulting in a £200k provision being created at the end of 2017/18 when all of the required credits had been delivered. The Strategy and Finance Committee had asked for the Executive member responsible for delivery of part time credits to attend their next meeting to update them on the action plan to deliver the required credits during 2019/20</p> <p>Resolved: To NOTE the report.</p>	AM
18.107	Draft Budget 2019/20	
	<p>Received: Draft Budget for the University Group 2019/20.</p> <p>Reported: The Executive Director of Finance highlighted the background to the challenges in the 2018/19 budget including the anticipated cost increases associated with the Teacher's Pension Scheme which would rise from 16.48% to 23.68% for 2019/20. A number of cost saving initiatives had been undertaken to produce the 2019/20 budget to achieve a higher surplus than in previous years. The budget was based on 1068 new full-time undergraduate students and 1365 returning students. Collaborative partner and TNE provision were contributing to increased levels of income and this diversification was mitigating largely static home/EU undergraduate student numbers, as was increased growth in postgraduate provision and degree apprenticeships. A 2% pay increase had been factored into the budget as confirmation of the final pay increase, currently at 1.8%, was awaited.</p> <p>The planned higher level of surplus would help create increased levels of cash generated by the year end of around £1.1m after the repayment of the £1m to AIB. A 0.5% improvement in retention rates had also been factored in.</p> <p>The subsidiary companies were budgeted to return surplus positions with the order book for Glyndwr Innovations Ltd growing.</p> <p>The Student's Union Block Grant was factored into the budget at £360,500 for 2019/20. This was close to the SU's option 1 out of three options they presented to Strategy and Finance Committee in February 2019.</p> <p>The Board requested a capital budget for 2021/22 alongside the revenue budget and forecasts. It was noted that the long term capital budget had been developed for Campus 2025.</p> <p>Resolved: To APPROVE the budget for the University Group 2019/20.</p>	

18.108	Financial forecast	
	<p>Received: Financial forecast 2020/21 to 2022/23.</p> <p>Reported: The Executive Director of Finance presented the forecasts and highlighted the planning assumptions including the static number of new students across the forecasts which had been requested by HEFCW for all Universities in Wales.</p> <p>Resolved: To APPROVE the financial forecasts for submission to HEFCW.</p>	
18.109	QAA Quality Enhancement Review	
	<p>Received: QAA Quality Enhancement Review report, technical report and action plan.</p> <p>Reported: The Deputy Vice Chancellor presented the report and highlighted that the University had received two commendations, one affirmation (which reflected an area of good work that had commenced) and one recommendation. The required action plan had been submitted to the QAA for information, although they do not approve the plan.</p> <p>The Board wished to record its thanks to the Deputy Vice Chancellor and the wider staff for the systematic improvements made to enhance quality and the student experience since the mid-cycle review.</p> <p>Resolved: To NOTE the reports and endorse the action plan.</p>	
18.110	20/21 Fee and Access Plan update	
	<p>Received:</p> <ul style="list-style-type: none"> (i) An update on progress on the development of the Fee and Access Plan 2020/21 which the Board originally approved in March 2019. (ii) The Fee and Access Plan monitoring and evaluation process. <p>Reported: The Director of Strategic Planning and Student Administration highlighted the elements of the Fee and Access Plan about which the University had been in dialogue with HEFCW, and outlined the nature of the changes made in response to their feedback. In summary the amendments were around the narrative to demonstrate that the Fee and Access Plan had been developed with reference to the critical evaluation of the prior years' Fee and Access Plans, clarification of fees for partners, increased data on low participation targets to take account of HEFCW National Measures, clarification of the levels of investment against the University's objectives, a review of targets relating to widening access, participation and retention, clarification of the Board's role in monitoring compliance with the general requirements, fee levels and performance against objectives, and the addition of targets referencing the HEFCW National Measures.</p> <p>Resolved: To NOTE the progress of the 2020/21 Fee and Access Plan and ENDORSE the nature of the amendments made in response to HEFCW's review and feedback.</p>	

	<p>To AGREE delegation to the Chair, or in their absence the Vice Chair, to confirm that the nature of the amendments are reflected in the final document and APPROVE the final Fee and Access Plan 2020/21 for re submission to HEFCW.</p> <p>APPROVE the proposed refinement of the Framework for governance, monitoring and evaluation of the Fee and Access Plan.</p>	
18.111	National Students Survey	
	<p>Received: The outcomes of the NSS 2019.</p> <p>Reported: Initial results had been circulated to the Board on 3rd July following publication. The report presented included further analysis of key questions benchmarked against the sector as a whole, Wales and the top quartile in the UK. It was noted that whilst the overall satisfaction had dropped by 1% compared to 2018 there were several programmes that had achieved over 90% and in some cases 100% overall satisfaction.</p> <p>Further analysis would be undertaken as usual across programme areas and shared with faculties to inform enhancement actions. A further more detailed report would be provided in the autumn.</p> <p>Resolved: To NOTE the report.</p>	CT
18.112	University League Tables	
	<p>Received: A report on the University's position in key league tables.</p> <p>Reported: The University's positions in the Complete University Guide and The Guardian University Guide were highlighted as well as in the WhatUni Student Choice Awards.</p> <p>A new working group would review the University's approach to league table data.</p> <p>Resolved: To NOTE the report.</p>	
18.113	Chair's report	
	<p>Reported: The Chair reported on her attendance at the June Academic Board meeting as an observer which she found informative.</p> <p>Mrs Owen informed the Board that she and Mr McGrady had observed a validation event on 31st May 2019 and they found hearing the students talk about their programme of study, enlightening.</p> <p>The Chair reminded members that the Colliers Park opening had been arranged for Sunday 22nd September.</p> <p>Members were also advised that Mr Sprake had invited Governors to sit in on his MSc summer school lecture on climate change scheduled for Monday 12th August.</p> <p>The Governor Development Day would likely to be held in April 2020, as would the Advance HE Governance in Wales which was scheduled for 23rd April. Further information would be circulated in due course.</p>	

	Resolved: To NOTE the report.	
18.114	Academic Board	
	Received: (i) A report of Academic Board's meeting held on 26 th June 2019. (ii) A report on Professional, Statutory and Regulatory Bodies (PSRB) and the associated PSRB register.	
	Resolved: To NOTE the report and PSRB Register.	
18.115	Corporate Strategic Risk	
	Received: (i) A summary of the University's corporate strategic risks. (ii) Risk heat map	
	Resolved: To NOTE the report.	
18.116	Circulars and consultations	
	Received: A summary of three HEFCW circulars issued since the May 2019 meeting.	
	Resolved: To NOTE the report.	
18.117	Application of the University Seal	
	Received: Report on the application of the University seal since May 2019.	
	Resolved: To NOTE that the Seal had been applied on two occasions since May 2019 as set out in the report.	
18.118	Committees of the Board	
	18.118.01 Audit Committee	
	Received: (i) Report of the meeting held on 14 th June 2019. (ii) Annual report of the Committee 2018/19 and work plan 2019/20.	
	Resolved: To NOTE that the minutes of 14 th June 2019 had been circulated in advance of the Board papers.	
	To NOTE the report of the Committee.	
	To NOTE the annual report of the Committee 2018/19 and work plan 2019/20.	
	To APPROVE the appointment of KPMG as the University's external auditors for three years from 1 st August 2019 with the option of a further two years subject to satisfactory annual performance.	
	18.118.02 Human Resources Committee	
	Received: (i) Report of the meeting held on 27 th June 2019.	

	<p>(ii) Annual report of the Committee 2018/19 and work plan 2019/20.</p> <p>Resolved: To NOTE that the minutes of 27th June 2019 had been circulated in advance of the Board papers.</p> <p>To NOTE the report.</p> <p>To NOTE the annual report of the Committee 2018/19 and work plan 2019/20.</p> <p>To APPROVE delegation to the Chair of the Board, or in their absence the Vice Chair, to approve the Safeguarding of Children and Vulnerable Adults Policy upon the recommendation of the HR Committee.</p>	
	<p>18.118.03 Nominations and Governance Committee</p>	
	<p>Received:</p> <p>(i) Report of the meeting held on 27th June 2019.</p> <p>(ii) Annual report of the Committee 2018/19 and work plan 2019/20.</p> <p>(iii) Statement of Primary Responsibilities</p> <p>(iv) Standing Orders of the University</p> <p>Resolved: To NOTE that the minutes of 27th June 2019 had been circulated in advance of the Board papers.</p> <p>To NOTE the report of the meeting.</p> <p>To NOTE the annual report of the Committee 2018/19 and work plan 2019/20.</p> <p>To ENDORSE the Relationship Agreement between the University and the Students' Union.</p> <p>To APPROVE the updated quorum rule within the Committee's terms of reference.</p> <p>To APPROVE the amended Statement of Primary Responsibilities</p> <p>To APPROVE the amendments to the Standing Orders.</p>	
	<p>18.118.04 Strategy and Finance Committee</p>	
	<p>Received:</p> <p>(i) Report of the meeting held on 28th June 2019.</p> <p>(ii) Annual report of the Committee 2018/19 and work plan 2019/20.</p> <p>(iii) Recommendation for the establishment of a new subsidiary company – Glyndwr Services Ltd.</p> <p>Reported: The Chair of the Committee highlighted the Committee's request for more detailed information on the performance of the subsidiary companies which would come forward in the autumn as part of the financial management reports to the Committee and the Board</p> <p>Resolved: To NOTE that the minutes of 28th June 2019 had been circulated in advance of the Board papers.</p>	

	<p>To NOTE the report of the meeting.</p> <p>To NOTE the annual report of the Committee 2018/19 and work plan 2019/20.</p> <p>To APPROVE the establishment of a new subsidiary company – Glyndwr Services Ltd.</p>	
18.119	<p>Board membership</p> <p>The Chair informed the Board that due to his on-going work commitments, Mr Barrie Jones had notified her of his resignation from the Board. Members recorded their thanks to Mr Jones for his contribution to the work of the Board.</p>	

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