MINUTES OF THE MEETING OF CARDIFF UNIVERSITY COUNCIL HELD ON WEDNESDAY 24 NOVEMBER 2021 AT 2.00PM IN THE CENTRE FOR STUDENT LIFF

Present: Professor Stuart Palmer (Chair), Professor Colin Riordan, Professor

Rudolf Allemann, Professor Rachel Ashworth, Paul Baston, Ricardo Calil, Hannah Doe, Gina Dunn, Judith Fabian, Professor Dame Janet Finch, Professor Ken Hamilton, Michael Hampson, Jan Juillerat, Dr Joanna Newman, Dr Pretty Sagoo, John Shakeshaft, David Simmons, Judge Ray Singh, Professor Damian Walford Davies, Agnes Xavier-

Phillips.

Attendees: Katy Dale [Minutes], Bruna Gil, Rashi Jain, Claire Morgan, Dr Elid

Morris [Minute 1984], Ruth Robertson, Claire Sanders, Patrick Younge,

Rob Williams.

1970 WELCOME

All were welcomed to the meeting, especially Pat Younge, the incoming Chair of Council, and Bruna Gil, the new Governor Apprentice.

1971 APOLOGIES FOR ABSENCE

1971.1 Apologies were received from Professor Kim Graham, Chris Jones, Dr Janet Wademan and Professor Stuart Walker.

1972 DECLARATIONS OF INTEREST

NOTED

that the Students' Union President and Vice-President Education highlighted there were financial benefits to the Students' Union contained within paper 21/253C (Additional resources required to manage excess student numbers).

1973 MINUTES OF PREVIOUS MEETING

Received and considered papers 20/817, 'Minutes – Council 7 July 2021' and 21/249C 'Minutes – Council 22 October 2021'. The Chair spoke to this item.

NOTED

- that in relation to minute 1947.8, it was confirmed there are legal proceedings and the wording was therefore appropriate;
- that the new chair of Council would take forward discussions on staff survey results with the Vice-Chair of Council and Deputy Vice-Chancellor [Minute 1944.1].

RESOLVED

- 1973.3 that minute 1942.3 be corrected to record Hannah Doe as Students' Union President;
- to approve the minutes of 07 July 2021 and 22 October 2021, subject to the above amendment.

1974 MATTERS ARISING FROM THE MINUTES

Received and considered paper 21/250, 'Matters Arising from the previous minutes'. The Chair spoke to this item.

NOTED

- that KPIs for research in 2019/20 had been added to Director's Desk for Council to review [minute 1952.3];
- that the Advisory Board had considered the legal advice in relation to SetSquared Ltd and were comfortable [Minute 1950.6].

1975 ITEMS FROM THE CHAIR

NOTED there were no items from the Chair.

1976 VICE-CHANCELLOR'S REPORT TO COUNCIL

Received and considered paper 21/251C, 'VC Report to Council'. The Vice-Chancellor was invited to speak to this item.

NOTED

- 1976.1 that the new format of the report was well received;
- that there had been a tragic incident of a student taking their own life; the University had followed the procedure for communicating with the family in relation to this incident; the Charity Commission and HEFCW had requested the University review the incident and the coroner had issued a notice which the University was responding to as a priority; the University had undertaken an internal review of in-year resit processes and communication of those results:
- that there had not been sufficient turnout to reach the threshold required for strike action or action short of a strike at the University;
- that recruitment of home undergraduate and postgraduate students were slightly lower than the estimates contained in the paper, but an increase in international students was expected; it was therefore expected fee income may be slightly higher than predicted;
- that applications for research grants and contracts in the first quarter totalled £106m by the end of October, which was lower than in the three previous years; this was expected due to the focus on teaching during the pandemic; however income in the same period was higher than it had ever been which was positive.

1977 COVID-19 UPDATE

Received and considered paper 21/252C, 'Covid-19 Update Report'. The Vice-Chancellor was invited to speak to this item.

NOTED

that the paper contained details of the University's response to the Government move to alert level zero:

- that significant effort had been put into ventilation and mask-wearing and it was believed there was good compliance to these rules;
- that it was hoped occupancy limits would be removed from January 2022, except in areas where clinical limits were required; planning for this had commenced early to allow for timetabling to be reviewed;
- that the Coronavirus Taskforce would now only meet as and when required;
- that thanks were extended to all who had input to the production of these reports.

to approve that future COVID-19 updates are provided to Council by exception, as opposed to a regular report.

1978 CAPITAL INVESTMENT PLAN UPDATE

Received and considered paper 21/187C, 'Capital investment plan update'. The Chief Financial Officer was invited to speak to this item.

- 1978.1 that the University's major capital programme was drawing to a close;
- that the Abacws and ARCHI projects had completed under their budget allocation;
- that the bond-funded projects now centred on the Innovation Campus, with occupation of Sbarc I Sparc expected in early 2022 and the Translational Research Hub (TRH) to follow in Spring 2022; [REDACTED];
- that the network infrastructure programme was halfway through the implementation phase and there had been positive feedback from students on the improved Wi-Fi in student residences;
- that benefits realisation reviews were centred through Investment & Banking Sub-Committee for bond-funded projects and through the Estates & Infrastructure Portfolio Group for university-funded projects;
- 1978.6 lessons learnt were reflected in the paper;
- that work was being undertaken to review the University's requirements over the next 2-3 years and focussed on improvements to the existing estate; a detailed programme would be shared following prioritisation of the current requests:
- that if bond-funded projects did not make the returns required, this would impact on the ability to undertake other projects or programmes; Investment & Banking Sub-Committee were reviewing return requirements as part of determining the criteria for projects funded from the bond tap; oversight for these returns was through the Project Sponsor (who was a member of UEB) and colleagues on the Estates & Infrastructure Portfolio Group.

1978.9 [REDACTED].

1979 CARDIFF UNIVERSITY PENSION FUND CONSULTATION

Received and considered paper 21/268C, 'CUPF Consultation Proposals Council 24th November 2021'. The Chief Financial Officer was invited to speak to this item.

- 1979.1 that the scheme was for staff on Grades 1-4;
- there were just under two thousand members and around two thirds were female;
- that the 2019 valuation had shown an increase in the deficit to £35m; this would significantly increase the contribution rates for members and the University if left unresolved;
- that it had therefore been proposed to change the benefits of the scheme, and to close it to new members and open a defined contribution (DC) scheme for new members; the proposed changes to the benefits centred on a reduction in the accrual rate, a cap on inflation rates and amendment of the retirement age to 66, in line with the government retirement age;
- that consultations had been held with members of the scheme and the Trade Unions; the consultation period had been extended at the request of the Trade Unions to allow for further meetings with its members; feedback was contained within the paper;
- that key concerns centred on the inflation gap, a possible inability to recruit new staff under the new pension scheme and an inability to pay in more should members wish to; there had also been a request to delay any amendments until the next valuation as the University's financial position had improved;
- that a JCNF has been held in November with the Trade Unions and it had been suggested a formal dispute would be raised in relation to the proposed changes; pensions did not form part of the negotiations but the University was keen to consult and listen to members' concerns; the Vice-Chancellor had agreed following discussion at UEB concessions to the proposed changes to benefit members of the scheme, amending the proposed accrual rate from 1/80s to 1/85s (rather than the original 1/90s proposed); this would result in an increase of 1.2% on employer contributions but no change to employee rates;
- that Finance and Resources Committee had recommended approval of the previous proposals at its meeting in November 2021;
- that the alternative DC scheme was unlikely to be ready for 1st January 2022, due to a need to amend recruitment documents; the University had not wished to prepare these in advance and pre-empt a decision on the proposals; it was therefore proposed to launch the DC scheme from 1st March 2022 and all new starters at the University until this date would join the revised DB scheme (estimated to be less than 50);

- it was confirmed that any staff already in the scheme whose contracts were extended would remain in the scheme;
- that the time period required to clear the deficit was dependent on investment returns but was estimated to be around 15-20 years;
- that the new DC scheme would allow for employees to pay in nothing and still receive employer contributions which was seen as a big incentive to new starters and would be promoted accordingly;
- 1979.13 that congratulations were expressed to the Finance Team for their work on this matter.

1979.14 to approve the proposed changes to the Cardiff University Pension Fund as set out in the paper.

1980 REPORT OF THE PRESIDENT OF THE STUDENTS' UNION

Received and discussed paper 21/244, 'Report of the President of the Students' Union'. The President of the Students' Union was invited to speak to this item.

NOTED

- 1980.1 that student activities had resumed and were nearing normal levels;
- that Council members had been invited to the brand and strategy launch on 07 December 2021:
- that a number of measures had been implemented to address concerns around safety (e.g. drink toppers to avoid spiking);
- other actions of note included events around Black History Month, work to support Cardiff FoodBank, 'Heath Park on Tour' to visit clinical placement students in the furthest locations in Wales and a memorial for Lily Arkwright.

1981 ANNUAL QUALITY REPORT

Received and considered paper 21/269, 'Annual Quality Report'. The Pro Vice-Chancellor Education & Student Experience was invited to speak to this item.

- that the report provided assurance to Council (to then provide assurance to HEFCW) that the University sets and maintains academic standards, monitors and evaluates its teaching and learning, identifies enhancements activities and supports students to succeed;
- 1981.2 that the report had been through the committee structure for review and comment;
- 1981.3 that three key areas were highlighted:

.1 <u>Student Experience</u>

that the University was below benchmark with its comparators in this area and this had been a red risk for three years; HEFCW had requested a number of reports and plans in relation to this, including subject actions plans for Dental Nursing, German Studies, Asian Studies and Software Engineering which were identified as below benchmark:

.2 <u>Degree Outcomes</u>

that the University was performing well within the sector but that the BAME awarding gap remained an area of concern and had been highlighted as a risk to give it visibility;

- .3 Student Complaints, Conduct & Appeals
 that the risk in this area had reduced from red to amber, with
 further resource placed in this area to reduce the time taken to
 resolve complaints and appeals;
- that if HEFCW was not assured, it could withhold fee and access funding but this was a last resort;
- that a Task and Finish group had been established to review the BAME awarding gap; this had been combined with reports from schools to produce 10 recommendations for change which would be introduced within the academic year and taken forward as part of the Inclusive Curricula project;
- that response rates to the PTES and PRES surveys for postgraduate students were low and the University was reviewing the possibility of running a separate survey at a more appropriate time of year;
- 1981.7 that concerns were noted in relation to the following:
 - an updated extenuating circumstances policy to allow students to self-certify;
 - advice on the use of scaling of marks to ensure standards achieved by students were comparable with previous years;
 - .3 variation to the regulations for the classification of degrees;
- that self-certification was common practice in the sector and avoided adding pressure to the GP service or requiring students to pay for a certificate;
- that scaling was implemented to ensure comparability between years and had been undertaken in consultation with the Russell Group and NUS; this had centred on advising around scaling rather than enforcing it;
- 1981.10 that further statistical data to help schools address the BAME awarding gap was being developed;
- 1981.11 that this report was essential for Council to have oversight of academic matters, which had been a key theme of the Governance Effectiveness Review 2021 report;
- that localised action around student appeals (e.g. meeting with students in-person to discuss processes) had been shown to be effective.

- 1981.13 to approve the Annual Quality Report for 2020/21;
- 1981.14 for an update on the actions taken in relation to the NSS results to be brought to the next meeting of Council.

1982 EDUCATION AND STUDENTS SUB-STRATEGY: PRIORITISATION AND DELIVERY

Received and considered paper 21/215C, 'Education and Students Prioritisation and Delivery'. The Pro Vice-Chancellor Education & Student Experience was invited to speak to this item.

NOTED

- that the paper proposed a three-year programme of work to focus on student experience; it was noted results would not change overnight and that HEFCW had been informed it was a three-year programme;
- that there was still the possibility of impacts from the COVID legacy and any future industrial action;
- that the programme invested in staff as they would be crucial to its success;
- there was also a culture element to the programme; business change experts would be involved who would need to understand the nature of the activities undertaken;
- that the costs would be funded from reserves for the first year and would then be included in budgets; there was a possibility some resource would come from existing staff;
- that the paper presented an overall strategy but that meetings would be held with schools to determine their needs and support.

RESOLVED

1982.7 to support the programme presented and approve the Phase 1 (2021-24), initial investment of £8m over 3 years.

1983 STUDENT VIEW 2021 AND INSTITUTIONAL RESPONSE

Received and considered papers 21/198, 'Student View' and 21/199 'University Response to the Student View'. The Pro Vice-Chancellor Education & Student Experience and Students' Union President were invited to speak to this item.

- that the Student View was an annual paper, bringing together student feedback from Speak Week, Student Staff Panels, NSS results and other areas; a number of recommendations for partnership projects and actions were presented;
- that the Institutional Response had been updated to include actions taken last year to inform students;

1983.4	that agreed partnership projects centred on the Heath Park, meeting people, safety and postgraduate students;
1983.4	that the figures presented from the AGM in relation to safety (especially for women) were of concern; virtual orientations during COVID had included key items in relation to safety;
1983.5	that the University should promote the SafeZone app which currently had a low uptake;
1983.6	that the reports were commended.
	RESOLVED
1983.7	to provide clarification to the next meeting confirming the source and context for the figures presented in relation to assaults on women.
1984	INTERNATIONAL LEARNING EXCHANGE PROGRAMME PROGRESS UPDATE
	Received a presentation from Dr Elid Morris, Interim Director.
	NOTED
1984.1	that the University had been appointed by the Welsh Government to develop the International Learning Exchange Programme (ILEP);
1984.2	the project centred on allowing inward and outward mobility of learners, students, and young people and centred on both physical and virtual exchanges and co-operations;
1984.3	the programme would also take forward the later phases of Global Wales;
1984.4	that the programme budget was £65m over five years and there were targets for spend per sector for outbound and inbound mobility;
1984.5	that a company had been established as a subsidiary of the University with a Board of Directors and an Advisory Board chaired by Kirsty Williams; the Advisory Board would advise on the steer of the programme and review annual reports but would not have decisions over funding or recruitment;
1984.6	that it was hoped to launch the website and strategy in January 2022, with calls for funding open from February 2022;
1984.7	that programme and project managers had been appointed, with the Executive Director due to start in February 2022;
1984.8	that a risk register had been created and was being monitored;
1984.9	that the programme had generated substantial positive interest in the University, including from international organisations

1985 ADDITIONAL RESOURCES REQUIRED TO MANAGE EXCESS STUDENT NUMBERS

1984.10

that thanks were extended to all involved with the programme, especially

as roles had been filled by internal staff and secondments in the interim.

Received and considered paper 21/253C, 'Additional Resources Required to Manage Excess Student Numbers'. The Chief Operating Officer was invited to speak to this item.

NOTED

- that the paper summarised the impact of above target student numbers in 2021/22 in some Academic Schools and the estimated additional resources required by Colleges and Professional Services to ensure that growth could be appropriately supported and a strong student experience delivered;
- that the additional fee income from the above target taught students was in the region of £11.2m above target in 2021/22, but that the additional fee income in these areas does not compensate for projected shortfall of fee income in other areas, and the overall tuition fee income levels are yet to be determined;
- that at the time of writing the paper it had been estimated that the resultant cost to manage the excess in student numbers would be £4m, though it was now expected that this would reduce as there was more certainty on student numbers;
- that this tuition fee revenue and associated costs will be reflected in the financial forecast of the University;
- that the University had worked at speed to address this which had resulted in stability for schools.

1986 RISK REGISTER

Received and considered paper 21/254C, 'Risk Register'. The Vice-Chancellor was invited to speak to this item.

NOTED

- that the risk around Industrial Action may reduce in future but more would be known in 2022.
- 1986.2 assurances that the Audit & Risk Committee had reviewed the register and were content that it was an accurate reflection of the risks and contained appropriate mitigations.

1987 ANNUAL REPORT & FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2021

Received and considered paper 21/255, 'Annual Report Financial Statements 31 July 2021'. The Chief Financial Officer was invited to speak to this item.

NOTED

that in light of the Camm Review, the report had been reformatted and restructured;

- that the external auditors had concluded the University remained a going concern; a further update would be presented to Council on the appointment of new external auditors;
- that income stood at £604m, which was 6% better than the previous year; this was mainly due to the ability to retain tuition fee income and £30m of COVID funding from Welsh Government;
- 1987.4 that expenditure totalled £570m, reflecting a rise of 3.3%;
- that staff costs as a proportion of income had reduced from 57.3% to 54.5%; this was mainly due to the implementation of recruitment controls and was welcomed by Moodys who had wished to see this reduce;
- that the report recorded an operating surplus of £31.4m for 2020/21; with the addition of unrealised gains, this totalled £58m;
- that assets had increased by £80m due to the completion of a number of new buildings;
- 1987.8 that cash investments had increased due to the bond tap;
- that net assets totalled £670m; around half were unrestricted reserves of university;
- 1987.10 that cashflow totalled £84m, which represented 14% of income; cash reserves totalled £400m;
- 1987.11 that key notes in relation to the Financial Statements were:
 - .1 note 21 in relation to the USS scheme; the sector had agreed the new valuation would not be applied to this financial year and would be included in the 21/22 financial year; the University's contribution of this £15bn deficit would be £157m;
 - .2 note 24; the Bond Repayment Fund had been included as an additional note in this year's statements;
 - .3 note 28; Council was asked to review the related party transactions for accuracy;
 - .4 note 29; the US Department of Education Financial Responsibility note was now required to be included.

- 1987.12 [REDACTED]
- 1987.13 to approve the Annual Report and Financial Statements for year ending 31 July 2021, subject to the amendment above.

1988 LETTER OF REPRESENTATION

Received and considered paper 21/256, 'Letter of Representation'. The Chief Financial Officer was invited to speak to this item.

NOTED

that Price Waterhouse Cooper required confirmation from Council on a number of matters detailed within the letter;

that the Letter of Representation and the supporting evidence upon which it was based, had been reviewed by Audit & Risk Committee who were content; the uncorrected misstatements were provisions made when the accounts were drawn up and had been confirmed as immaterial by the external auditors in the context of the whole accounts; these related to tuition fees received after year end.

RESOLVED

1988.3 to approve the signing of the Letter of Representation.

1989 AUDIT & RISK COMMITTEE ANNUAL REPORT

Received and considered paper 21/229CR, 'Audit and Risk Committee Annual Report'. The Chair of Audit and Risk Committee was invited to speak to this item.

NOTED

- that the report confirmed Audit & Risk Committee were content with the effectiveness of the assurance controls at the University;
- that areas noted as low or no confidence were reducing, and a large amount of work had been done to address such areas:
- that the University had written off the final investment of the joint venture with Compound Semi-Conductors (CSC):
- that the Head of Internal Audit had produced an annual report for the Committee; this had noted that the two specific exceptions for 2019/20 (relating to procurement and the capital programme) had been addressed; no further exceptions were noted.

RESOLVED

1989.5 to approve the Audit and Risk Committee Annual Report.

1990 EXTERNAL REVIEW OF PROGRESS ON ISSUES OF RACE EQUALITY AT CARDIFF UNIVERSITY AND MANAGEMENT RESPONSE

Received and considered paper 21/257C, 'External review of progress on issues of race equality at Cardiff University'. The Deputy Vice-Chancellor was invited to speak to this item.

- that Professor Dinesh Bhugra had returned over the summer to undertake a review of progress following the first review five years ago in relation to a racist incident in the medical school;
- that Professor Bhugra was accompanied by Vanessa Cameron MBE, Consultant with the World Psychiatric Association and former Chief Executive of the Royal College of Psychiatrists;
- that the review had also included the University's Strategic Equality Plan (SEP) and race equality action plan;

- that a recommendation had been made to ensure more robust governance around equality, diversity and inclusion (EDI) activities to ensure cohesion and sharing of best practice;
- that it was noted it would be of benefit to ensure dedicated roles in relation to EDI, to avoid reliance on volunteers; it was also suggested more training tools are developed to avoid EDI training being a "tick box" exercise;
- that the University was pleased to note the positive response to the actions taken to date and that many of the recommendations had already been commenced ahead of the review;
- noted the need to be more proactive in communicating the actions taken to staff, students and more widely;
- 1990.8 that key recommendations of note were:
 - .1 the appointment of a dedicated Director for Equality, Diversity and Inclusion with responsibility for operational and strategic matters and a dedicated team; a job description for the Director was being developed and, once appointed, work would be undertaken on the dedicated team;
 - .2 to increase the diversity of recruitment panels (an area where work is already in train) and capture feedback from exit interviews in relation to EDI:
 - .3 to ensure EDI is embedded in the University's culture, including work on decolonising the curriculum;
- the University accepted all recommendations in full and responding to them was a priority for the coming year;
- 1990.10 that once feedback had been provided to those involved in the review, the reports would be published publicly on the internet and an article shared in the Staff newsletter Blas in December:
- that the University had not requested the follow-up review but had been contacted by Professor Bhugra following media coverage;
- that the University was aware of the shadow cast by the racist event in the School of Medicine and was pleased to note that the culture had changed significantly since;
- that it was important to ensure the governance around EDI was appropriate, to avoid a feeling that this was the responsibility of the EDI team, rather than the responsibility of all;
- that it was important to be sensitive to the language used around decolonisation; it was noted decolonisation of the curriculum was the wording contained within the review and the University was focussing on inclusiveness of the curriculum;
- that the University wished to make a clear statement that it was an antiracist institution and Council was fully in support of this statement.

1990.16 to include an update on the EDI Director job description and recruitment at the next meeting of Council.

1991 **ANY OTHER BUSINESS**

NOTED there was no other business.

REDUNDANCY COMMITTEE REPORT TO COUNCIL 1992

Received and considered paper 21/245C, 'Redundancy Committee Report - November Council'. Sue Midha, Director of HR, joined the meeting to speak to this item.

NOTED

1992.1 [REDACTED]

1992.2 [REDACTED]

RESOLVED

1992.3 [REDACTED]

1992.4 [REDACTED]

1992.5 [REDACTED]

1993 ITEMS RECEIVED FOR APPROVAL

RESOLVED

1993.1 to approve the following papers:

> Paper 21/200R Renewal of Strategic Partnership with XMU Paper 21/159CR Governance Review Task and Finish Group

Paper 21/258C Risk Appetite Statement
Paper 21/259C Committee Lay membership 2021-22

Paper 21/158CR Governance Effectiveness Review 21 action plan

October 2021

Paper 21/266 Council Constitution and Membership Paper 21/208R Fee and Access Plan Monitoring Report

1994 ITEMS RECEIVED FOR INFORMATION

Paper 21/261C Paper 21/262C Paper 21/248C Paper 21/263C Paper 21/243C Paper 21/242	Chair's Report Report from Chair of Audit & Risk Committee Report from Chair of Finance and Resources Committee Report from Chair of Governance Committee Report from Chair of Senate to Council Grievance Committee Report Sealing Transactions
Paper 21/161	Annual Statement on Research Integrity
Paper 21/205	Concordat to Support the Career Development of Researchers - Action Plan

Paper 21/186C Annual People Management Report

Paper 21/206 Students' Union Relationship Agreement and Student

Charter

Paper 21/264C Annual terms and conditions of funding 2021/22

1995 CLOSING REMARKS

- that this was the last scheduled meeting of Council under the leadership of Professor Stuart Palmer as Chair, and the last scheduled meeting of Council that the Chief Financial Officer, Rob Williams, would be attending due to his retirement;
- that the Vice-Chair of Council led the thanks from Council to the Chair for his greatly valued commitment and leadership over the past 6 years, coupled with his support for Council members;
- that the Chair of Council responded to the Vice-Chair and in turn, thanked the Council members for their support;
- that the Chair offered thanks to the Chief Financial Officer for his service to the University.