

**MINUTES OF THE CARDIFF UNIVERSITY COUNCIL HELD ON MONDAY 8  
FEBRUARY 2021 VIA ZOOM AT 10.00AM**

Present: Professor Stuart Palmer (Chair), Professor Colin Riordan, Professor Rudolf Allemann, Professor Rachel Ashworth, Paul Baston, Ricardo Calil, Hannah Doe, Tomos Evans, Judith Fabian, Professor Dame Janet Finch, Professor Kim Graham, Professor Ken Hamilton, Michael Hampson, Karen Harvey-Cooke, Professor Karen Holford, Chris Jones, Jan Juillerat, Dr Steven Luke, Dr Joanna Newman [Minute 1888-1901], Len Richards [Minutes 1883-1897], Dr Pretty Sagoo, John Shakeshaft, David Simmons, Judge Ray Singh, Dr Janet Wademan and Agnes Xavier-Phillips.

Attendees: Katy Dale (Minutes), Rashi Jain, Sue Midha [Minutes 1905-1906], Claire Morgan, James Plumb (Minutes), Melanie Rimmer, Ruth Robertson, Claire Sanders, Professor Ian Weeks and Robert Williams.

Apologies: Professor Damian Walford Davies.

**1883 WELCOME AND PRELIMINARIES**

All were welcomed to the meeting.

**1884 APOLOGIES FOR ABSENCE**

Apologies were received from Professor Damian Walford Davies. The meeting was confirmed to be quorate.

**1885 MINUTES OF THE COUNCIL MEETING OF 23 NOVEMBER 2020**

NOTED

1885.1 that minute 1868.3 should be amended to read "good practices".

RESOLVED

1885.2 to approve the minutes of the Council meeting of 23 November 2020, subject to the above amendments.

**1886 MATTERS ARISING**

NOTED

1886.1 that an update on the Staff Survey would be brought to the Council meeting in April.

**1887 DECLARATIONS OF INTEREST**

NOTED

1887.1 that Professor Dame Janet Finch declared an interest in relation to agenda item 21 (Membership of the SETSquared Partnership), being a member of Research England who were a major funder of the SETSquared Partnership.

## **1888 CHAIR'S REPORT TO COUNCIL**

Received and considered paper 20/429C, 'Chair's Report to Council'. The Chair spoke to this item.

NOTED

- 1888.1 that a large number of congratulations were detailed in the paper and it was good to see this given the difficult circumstances of the pandemic,
- 1888.2 [REDACTED]
- 1888.3 that a moment's silence was held for the deaths reported;
- 1888.4 that a number of Chair's actions had been undertaken and were listed in the paper;
- 1888.5 that, subject to current guidelines and restrictions, it was proposed that all committee meetings other than Council during the 21/22 session are held virtually with one meeting of each main committee in the academic year held in person; Council would meet in person, commencing with the meeting in July 2021;
- 1888.6 that it was suggested the Review of Court, to look at the implementation of the recommendations from the previous review, again be chaired by Reverend Canon Gareth Powell and involve the Chair of Council, Chair of Governance Committee, University Secretary and Director of Development and Alumni Relations; the panel hoped to feedback to Council this academic year.

RESOLVED

- 1888.7 for an update on the University's spinout companies to be provided to a future meeting.

## **1889 VICE-CHANCELLOR'S REPORT TO COUNCIL**

Received and considered paper 20/389C, 'Vice-Chancellor's Report to Council'. The Vice-Chancellor was invited to speak to this item.

NOTED

- 1889.1 that application rates were mainly positive, though there had been a 21% drop in International PGT (IPGT) applications; this was especially seen in the College of Arts, Humanities and Social Sciences and within the Business School, due to a reduction in students from China; however, this drop was seen across the sector and current rates remained higher than figures from two years ago;
- 1889.2 that at present there was no concern regarding this drop in application rates for IPGT, given the ongoing impact of COVID;
- 1889.3 that it was too soon to tell whether the drop in IPGT applications would lead to a decrease in admissions and funding;
- 1889.4 that applications from students in other categories were higher than the previous year;

- 1889.5 that an article had been run by the BBC in relation to the University's screening service; this centred on allegations from a former employee who had been the Laboratory Manager that the implementation of the service was rushed and the use of saliva affected reliability of results; in practice, the saliva test proved to be effective and there had been no evidence of a high proportion of false negatives from the test offered by the University; this type of test was also in use by Nottingham & Southampton Universities; the Vice-Chancellor extended his thanks to the Communications team who had handled the University response; the Chief Executive of Cardiff and Vale University Health Board agreed that there had been no concerns from the Health Board or Public Health Wales in regards to this service;
- 1889.6 that this year was predicted to show a demographic recovery in 18-year-olds;
- 1889.7 that the Turing Scheme (which partly replaced Erasmus+) had launched and confirmed £110m funding for the year and 30,000 grants; it was also noted that virtual opportunities for students enabled flexibility, accessibility and ease of access;
- 1889.8 that the University was being proactive in relation to Horizon Europe and applying for funding;
- 1889.9 that there were no substantive health and safety items to report from the Vice-Chancellor.

RESOLVED

- 1889.10 for the Vice-Chancellor's report to include a standing item on Health & Safety which would identify key headlines or confirm that there were no substantive issues to report; Governance Committee would continue to receive the detailed report, receipt of which would be confirmed via the report from the Chair of Governance Committee; more in-depth reports could be presented on specific topics by exception and where the need arose.

**1890 COVID-19 UPDATE**

Received and noted paper 20/390HC, 'COVID-19 Update Report for Council'.

**1891 RECAST WAY FORWARD: SUB-STRATEGIES**

Received and considered paper 20/391C, 'Recast Way Forward Sub Strategies'. The Vice-Chancellor was invited to speak to this item.

NOTED

- 1891.1 that the leader of each sub-strategy had reviewed and consulted on the proposed recast versions of their sub-strategy;
- 1891.2 that there remained a number of unknowns in relation to COVID-19 and its implications;
- 1891.3 that Council members had appreciated the opportunity to discuss the proposed sub-strategies at the event on the 5<sup>th</sup> of February;

1891.4 that it would be of benefit to identify key indicators for measuring the successful implementation of the recast sub-strategies.

RESOLVED

1891.5 to approve the recast Education & Students and International sub-strategies;

1891.6 to approve proposals for bi-annual monitoring.

## **1892 CLIMATE CHANGE WHITE PAPER**

Received and considered paper 20/392C, 'Climate Emergency Working Group White Paper'. The Deputy Vice-Chancellor and Director of Development & Alumni Relations were invited to speak to this item.

NOTED

1892.1 that the Director of Development & Alumni Relations joined the meeting;

1892.2 that the paper aimed to establish a baseline from which to measure the University's environmental sustainability and provided initial proposals for achieving carbon net zero by 2030; more detailed proposals for approval would be brought to a future meeting;

1892.3 that action of this kind was in line with the sector;

1892.4 that it was felt that scope 3 activities (indirect, not owned emissions) should be included in the 2030 targets;

1892.5 that it would be important to link these proposals with the Estates Masterplan; it was confirmed a review of the Masterplan would take place before its current end in 2025 but that the University would take advantage of any changes or works planned before this date;

1892.6 that it would be of benefit to work with local authorities and health boards to optimise on activities and knowledge in this area;

1892.7 that it was important these proposals become embedded into the granular operation of the University;

1892.8 that substantial work had been done in relation to undertaking estates building maintenance that would reduce emissions and the team should be commended for this work;

1892.9 that the Director of Development & Alumni Relations left the meeting after this item.

RESOLVED

1892.10 to approve the Climate Emergency Working Group White Paper: Phase 1 of Route to Net Zero;

1892.11 to approve that environmental sustainability is included in the paper cover sheet for University Committees.

## **1893 REPORT OF THE PRESIDENT OF THE STUDENTS' UNION**

Received and considered paper 20/393, 'Students' Union President's Report'. The President of the Students' Union was invited to speak to this item.

NOTED

- 1893.1 that due to a delay in the AGM, the process to appoint next year's sabbatical officers had also been delayed.

**1894 REPORT FROM THE CHAIR OF THE GOVERNANCE COMMITTEE**

Received and considered paper 20/394C, 'Report from the Chair of Governance Committee to Council'. The Chair of the Governance Committee was invited to speak to this item.

NOTED

- 1894.1 that Council members may be requested to partake in a survey or interviews as part of the University's Governance Effectiveness Review.

**1895 UPDATE ON CHAIR OF COUNCIL**

Received and considered paper 20/388, 'Chair of Council Role Description'. The University Secretary was invited to speak to this item.

NOTED

- 1895.1 that the Chair would be able to serve their second term consecutively;
- 1895.2 that references to "effective management" in relation to Council referred to oversight of this activity;
- 1895.3 that a reference to the Chair of Council providing feedback to lay members on their performance should be included.

RESOLVED

- 1895.4 to approve the job description for the Chair of Council, subject to the addition of reference to monitoring lay member's performance.

**1896 GOVERNANCE FRAMEWORK 2020 UPDATE**

Received and considered paper 20/426, 'Governance Framework 2020'. The Head of Corporate Governance was invited to speak to this item.

NOTED

- 1896.1 that a report was provided from Senate to Council to provide oversight of the decisions undertaken in relation to academic governance;
- 1896.2 that this paper would provide good induction information for new members of Council.

RESOLVED

- 1896.3 to reject the proposed wording "develop regulations and educational policy" in relation to the powers of Senate, given that Senate does not have the power to approve educational policy;

1896.4 to approve the revised Governance Framework 2020 Update.

**1897 REPORT FROM CHAIR OF AUDIT COMMITTEE**

Received and considered paper 20/395C, 'Report from Chair of Audit and Risk Committee'. The Chair of the Audit & Risk Committee was invited to speak to this item.

NOTED

1897.1 that the Committee had approved engaging the external auditors (PwC) to provide additional services in relation to the bond tap and had approved approaching the Financial Reporting Council to seek a waiver of the fee cap rules regarding non-audit services in this case;

1897.2 that the Committee had undertaken a review of risk, looking at areas such as risk management and risk appetite.

**1898 REVIEW OF RISK REGISTER**

Received and considered paper 20/396C, 'Risk Register'. The Vice-Chancellor was invited to speak to this item.

NOTED

1898.1 [REDACTED]

1898.2 that Len Richards left the meeting after this item.

RESOLVED

1898.3 that benefits realisation for capital projects should be added to the risk register;

1898.4 to approve the risk register, subject to the above addition.

**1899 REPORT FROM CHAIR OF FINANCE & RESOURCES COMMITTEE**

Received and considered paper 20/397C 'Report from Chair of Finance & Resources Committee'. The Chair of the Finance & Resources Committee was invited to speak to this item.

NOTED

1899.1 that the Committee would commence reviewing the commercial effectiveness of capital programmes.

**1900 FINANCE REPORT**

The Chief Financial Officer provided a verbal update on this item.

NOTED

1900.1 [REDACTED]

1900.2 that the team was currently finalising the half-year accounts;

1900.3 [REDACTED]

**1901 ACTION PLAN TO ACHIEVE A BREAK-EVEN FINANCIAL POSITION IN 2021/22**

Received and considered paper 20/398HC, 'Cardiff University Planning and Budgeting'. The Chief Financial Officer was invited to speak to this item.

NOTED

1901.1 [REDACTED]

1901.2 [REDACTED]

1901.3 [REDACTED]

1901.4 [REDACTED]

1901.5 that it was important to ensure a wide range of metrics and comparators were used when developing proposals;

1901.6 that detailed scenario plans were being developed;

1901.7 that a review of the estate and its impact on these proposals should be considered;

1901.8 that Joanna Newman left the meeting after this item.

RESOLVED

1901.9 that the Chief Financial Officer would provide an update on progress against the action plan to a subsequent meeting of Council.

**1902 BOND TAP PROPOSAL**

Received and considered paper 20/399C, 'Bond Tap Issue'. The Chief Financial Officer was invited to speak to this item. Francis Burkitt of Rothschild joined the meeting to contribute to this item.

1902.1 that Francis Burkitt joined the meeting for this item;

1902.2 [REDACTED]

1902.3 that Investment & Banking Sub-Committee and Finance & Resources Committee had reviewed the proposals and recommended approval;

1902.4 [REDACTED]

1902.5 [REDACTED]

1902.6 [REDACTED]

1902.7 [REDACTED]

1902.8 [REDACTED]

1902.9 [REDACTED]

1902.10 [REDACTED]

- 1902.11 [REDACTED]
- 1902.12 [REDACTED]
- 1902.13 [REDACTED]
- 1902.14 that the listing particulars noted any external interests of Council members and members were asked to raise any matters of correction on this as soon as possible;
- 1902.15 [REDACTED]
- 1902.16 [REDACTED]
- 1902.17 that thanks were extend to Francis Burkitt, the Chief Financial Officer and his team for their hard work on this project.

RESOLVED

- 1902.18 to approve the launch of the Tap Issue and the agreed form of the resolutions as provided in Appendix 1.

### **1903 CIC FINANCIAL UPDATE**

Received and considered paper 20/430C, 'Cardiff Innovation Campus Update'. The Deputy Vice-Chancellor was invited to speak to this item.

NOTED

- 1903.1 [REDACTED]
- 1903.2 that a Programme Director had been appointed; this had been a recommendation of the ARUP report;
- 1903.3 that in relation to ensuring benefits realisation, each major project had a sponsor identified at UEB level and there were benefit delivery managers in the PMO.

### **1904 MEMBERSHIP OF THE SETSQUARED PARTNERSHIP**

Received and considered paper 20/400C, 'SETSquared Membership'. The Chief Financial Officer was invited to speak to this item.

NOTED

- 1904.1 that the SETSquared Partnership involved members of the GW4 partnership and other Russell Group institutions;
- 1904.2 that the University worked closely with the Partnership via the Scale-Up Programme;
- 1904.3 [REDACTED]
- RESOLVED
- 1904.4 to approve the University join the SETSquared Partnership.



**1905 HR DASHBOARD**

Received and considered paper 20/401C, 'HR Dashboard'. The Director of Human Resources was invited to speak to this item.

NOTED

- 1905.1 that the paper contained data for the first quarter of the academic year, from 1<sup>st</sup> August to 31<sup>st</sup> October 2020;
- 1905.2 that establishment model information was now included in the data;
- 1905.3 [REDACTED]
- 1905.4 that headcount was calculated by number of contracts; this may result in double counting of individuals with more than one contract.

**1906 REDUNDANCY COMMITTEE REPORT TO COUNCIL**

Received and noted paper 20/402C, 'Redundancy Committee Report'.

**1906 REMUNERATION COMMITTEE REPORT TO COUNCIL**

Received and noted paper 20/403C, 'Report from Remuneration Committee'.

**1907 ANY OTHER BUSINESS**

NOTED there was no other business.

**1908 AMENDMENTS TO ORDINANCES**

Received and considered paper 20/404C, 'Changes to Ordinances'.

NOTED

- 1908.1 that under Ordinance 4, the wording "may be elected" should remain to ensure flexibility in the process.

RESOLVED

- 1908.2 that under Ordinance 4, "composition" be amended to "competition";
- 1908.3 to approve the proposed amendments to Ordinances.

**1909 ITEMS RECEIVED FOR INFORMATION**

Council NOTED

Paper 20/405HC, 'Budget Report for 20/21'

Paper 20/406, 'UEB Operational Plan'

Paper 20/407, 'Research Grants and Contracts'

Paper 20/408, 'Sealing Transactions'

Paper 20/409C, 'Agenda for next meeting'

Chair.....

DATE