



Bangor University

COUNCIL MINUTES

At a meeting of the Council held in the University on Friday, 27 November 2020.

Present:

Mrs Marian Wyn Jones (Chair), Professor Nicky Callow, Professor Iwan Davies, Dr Myfanwy Davies, Mr Atul Devani, Professor Andrew Edwards, Mr Iwan Evans, Mr Eric Hepburn, Dr Griff Jones, Dr Karen Jones, Dr Llion Jones, Mr Marc Jones, Mr Kailesh Karavadra, Sir Paul Lambert, Mrs Alison Lea-Wilson, Ms Julie Perkins, Dr Ian Rees, Professor Gareth Roberts, Professor Paul Spencer, Professor Oliver Turnbull, Mr Henry Williams, Dr Lynne Williams, Mr Tudur Williams, the Chief Operating Officer / University Secretary, the Director of Human Resources, the Director of Property and Campus Services, the Interim Director of Finance, the Chief Marketing Officer and Mrs Gwenan Hine (Secretary).

20.22 WELCOME

The Chair welcomed Mr Atul Devani, Mr Eric Hepburn, Mr Kailesh Karavadra and Dr Lynne Williams to their first meeting of the Council.

20.23 DEATHS

The Chair referred to the recent deaths of:

Teleri Bevan

Honorary Fellow

Dr Cecil Jones

Former member of staff in the Extra Mural Department

Jan Morris

Honorary Fellow

Connor Reed

Student in the School of Languages, Linguistics & Literatures.

John Sessions

Honorary Fellow

Sir John Meurig Thomas

Honorary Fellow

Nigel Paul Williams

Former member of staff in the Students Union

Members fell silent in tribute to their memory.

20.24 CONGRATULATIONS

- A. On the award of a Readership:

Professor Andrew Sherry, College of Environmental Sciences and Engineering

- B. The Chair also noted the following achievements:

It was reported that Bangor University is to become a world-leading nuclear research site after a £3 million Welsh Government investment in 15 new science posts. The highly qualified jobs will be at the University's Nuclear Futures Institute and it was noted that the investment has recharged the region's nuclear ambitions after the disappointment of Hitachi's pull-out from the Wylfa Two project.

- C. On behalf of the Council the Chair warmly congratulated the members of staff concerned.

20.25 DECLARATIONS OF INTEREST

- A. Members were reminded that they should declare any personal, financial or beneficial interest in any matter under consideration at this meeting prior to that matter being considered.
- B. No declarations were made by members in relation to items on the agenda.

20.26 MINUTES

- A. The Minutes of the meetings held on 25th September and 30th October 2020 were **confirmed**.
- B. An action log was provided noting progress on all outstanding Council actions. Council noted the progress reports and completed actions.

20.27 VICE-CHANCELLOR'S BUSINESS

- A. The Vice-Chancellor drew the Council's attention to the following items in particular and noted that further updates on matters relating to Covid-19, funding sources and the Skills Factory had also been provided to members in a briefing paper circulated under agenda item 4.

[1] Asymptomatic Test Site

It was noted that an Asymptomatic Test Site has been set up by the University in PJ Hall, open to both staff and students from 30th November to 8th December 2020. This initiative was hugely important in ensuring the continued wellbeing of the university community and would play an important part in ensuring that students were able to travel home for the Christmas break. The Chair, on behalf of all Council members, extended her thanks to all members of staff involved in setting up the facility.

[2] Liaison with Welsh and UK Governments

The Vice-Chancellor reported that he continues to have regular, and high-level discussions with members of both the Welsh and UK Governments on matters relating to higher education policy, post compulsory education and training, the comprehensive spending review and shared prosperity funding.

[3] Review of Government Funded Research and Innovation in Wales

The Council were apprised on the review by Professor Graeme Reid which looked at the strengths, gaps and future potential to sustain and grow strong research and innovation activity in Wales. It was **agreed** that the review document would be circulated to Council members.

- B. The Chair thanked the Vice-Chancellor for his update and expressed her thanks to the whole Executive team for their leadership during an unprecedentedly challenging year for the University. The grateful thanks of the whole Council was also extended to all members of staff who had worked so hard over the last 9 months to ensure that students continued to receive high quality education and a positive student experience.

20.28 STUDENTS UNION UPDATE

- A. The Council received a presentation from Mr Henry Williams which drew on the key points from a recent WonkHE survey looking at students' experience of the first Semester of 2020/21. In particular the following points were noted:
- Evidence suggests that students' experience has been different this year, and the Students' Union have been keeping in touch with students to monitor this;
 - There is evidence to suggest that some students are finding university life challenging and seem disproportionately affected by Covid-19 with some noting loneliness as a factor, which may be due to fewer opportunities to socialise and take part in student society events;
 - Some students are finding it easier to contribute through online teaching and chat functions, and enjoy the mix which comes with the blended learning model;

- B. A number of recommendations were highlighted by Mr Williams, in particular:
- Some students were not confident they could perform to the best of their ability in assessments at the current time;
 - More social learning opportunities, and where it was possible to do so more in person on campus teaching activity would be welcomed;
 - Checking in with students regularly would be valued and well received.
- C. In response to the points made by Mr Williams the Deputy Vice-Chancellor, Professor Oliver Turnbull noted that the University prided itself on its positive student satisfaction and had recently invested heavily in ensuring that mental health and counselling provision remained available to all students during this challenging time. It was also noted that over the Christmas period the University had put arrangements in place to ensure that those students not going home would have access to enhanced facilities and services. In addition, Professor Callow confirmed that work was already underway in a number of areas, with module evaluations being conducted across all provision providing feedback from students in relation to the first Semester. The provision of additional social learning opportunities is a theme common across all UK universities, and already staff at the University were coming up with innovative ways to provide this support, alongside evolving the blended learning provision.
- D. The Council **noted** the updated Students' Union Relationship Agreement and the Student Charter.
- E. Mr Henry Williams and Mr Iwan Evans presented their reports to the Council, and in particular the following items were highlighted:
- A number of activities have been taking place during November to raise funds for Movember to support men's health, with great success;
 - Events had been held online to encourage male students in particular to talk about mental health issues in a safe environment;
 - A virtual UMCB gig had been arranged in partnership with Pontio which was well received;
 - A number of student society activities had been held during the first Semester which had been well attended;
 - Both the Students' Union and UMCB had submitted responses to the University's consultation on the Business Cases for Change.
- F. The Chair, on behalf of the Council, thanked both Mr Williams and Mr Evans for an informative report, for their hard work during the Semester and for their continued positive engagement with the University.

20.29 COVID-19: ADDRESSING THE FINANCIAL CHALLENGES

- A. Members were reminded that at its meeting in September 2020 the Council had formally approved the plan submitted for restructuring the academic domain and professional services. The period of consultation on the business cases for change had closed on the 16th November, with the University having received over 500 responses which were currently being considered by Colleges and Professional Services. A number of applications for voluntary redundancy had been received, and these had been considered on a case by case basis by a sub-group of the Executive looking at the impact both on the specific area of work, and the University as a whole. A number of applications had been agreed, but a number had also been turned down. Positive discussions were ongoing with the Campus Trades' Unions, and the Council's Covid-19 Governance Oversight Group was meeting on the 9th and 10th December to scrutinise the feedback from the consultation process.
- B. The Council were briefed on the current financial situation, and following consideration **approved** the HEFCW Forecast, and the inherent assumptions regarding the additional funding being applied for, including the Higher Education and Innovation Fund from HEFCW and the Sustaining University Research Expertise Fund.
- C. Members of staff on the Council reported that morale is low amongst some groups of staff, however staff on the whole understood the need for the University to go through the current restructuring process in order to achieve financial sustainability in the longer term. It was also acknowledged that the Human Resources department had found ways of working sensitively with staff, especially those at risk, in challenging times when most of the interaction was through Teams or Zoom.
- D. It was confirmed that staff were being kept informed on progress with the restructuring exercise, and the steps being undertaken. Similarly, the Students' Union were reassured that communication with students would continue to be undertaken in a similar way and it was noted that Mr Williams and Mr Evans would be members of the Covid-19 Governance Oversight Group.

20.30 KEY PERFORMANCE INDICATORS

- A. Professor Spencer outlined to the Council the key points relating to the research grants and contracts data provided. Some overarching trends were outlined, and the Council's attention was drawn, in particular, to the significant downturn in structural funds grants which was EU funding no longer available to the University.
- B. The Chief Operating Officer reported that the quarterly financial data related to quarter 4 of 2019/20, and it was noted that all Colleges and most Professional Services ended the year better off than expected. There were two notable exceptions which were Commercial Services and Marketing, Recruitment and Communications. In relation to Commercial Services this could be explained by the halls fees refund in March 2020, and

the downturn in catering, conferencing and nursery income for the period between March and July 2020. In relation to Marketing, Recruitment and Communications, the Council were reminded that additional investment was authorised for this area during 2019/20. The position in relation to the University's wholly owned subsidiary companies was also noted. The Council were also apprised that whilst normally the University's financial accounts would have been brought to the November meeting, following the current uncertainty around student recruitment and level of the University's access to grant funding due to the pandemic, in common with the other Universities in Wales the accounts would be brought to the February 2021 meeting of Council.

- C. Ms Westwood updated the Council on the key points in relation to student recruitment. It was noted that that early indications on applicant numbers seemed to suggest that the current total number of applications were slightly down on the 2019/20 academic year, this being set against the sector being marginally up on the same position last year, however the University's gap in relation to the sector was beginning to narrow, and it was the same position (2% down) as it comparator universities. Information from the sector seemed to indicate that students were not yet ready to decide what they wanted to do, and it would appear that students remained positive about applying to universities whilst a trend was emerging of students making decisions on University places much later than had traditionally been the case. It was reported that due to the Covid-19 pandemic the usual activity by the marketing and recruitment teams in schools had not taken place to the same degree as in previous years.

20.31 LEGAL ADVICE: EIB LOAN

- A. The Vice-Chancellor noted that Council had requested advice on ensuring that as trustees they had an understanding of personal responsibilities under charity law with particular reference to the EIB loan. Independent legal advice was sought from Blake Morgan (as Eversheds Sutherland had already provided advice to the University). It was noted that Blake Morgan specifically referenced and concurred with the approach already received from Eversheds Sutherland which noted that:
- As the University is a corporate entity, the Council members have a level of protection from personal liability. The University will therefore be liable to any third parties under its contractual arrangements, and the assets of the University will be used to meet such liabilities.
 - Any charity trustee may potentially face a claim initiated by the Charity Commission, the Attorney General or the other trustees in the case of a breach of trust or duty that causes loss to the charity. However, in practice it is extremely rare for charity trustees to be held personally liable for such a breach where they have acted in good faith.
- B. Council Members' attention was also drawn to the Charity Commission advice which provides high-level advice for charities (specifically guidance note CC3: *The essential*

trustee: what you need to know, what you need to do) to help to reduce the risk of personal liability.

20.32 ESTATES MATTERS

- A. The Council considered a paper from the Director of Property and Campus Services seeking approval from the Council for the disposal of assets and to market a further asset in line with the valuation and advice from the Valuation Office Agency. The Council noted:
- [1] that the University is required to comply with the Charities Act 2011 in respect of the disposal of land;
 - [2] that a Surveyor's report had been obtained in each case, in accordance with Section 119(1)(a) of the Charities Act 2011 and the Charities (Qualified Surveyor's Report) Regulations 1992;
- B. Members of Council confirmed that for Y Felin Tysilio:
- [1] that they were reasonably satisfied that the valuer who prepared the report, is a member of the Royal Institute of Chartered Surveyors has the relevant ability and experience to undertake the valuation of the property and area in question; and
 - [2] that, in accordance with Section 118 of the Charities Act 2011 there are no connected persons involved in the sale; and
 - [3] that, in accordance with Section 119(1)(c) of the Charities Act 2011, members were satisfied that the terms on which the disposition is proposed to be made are the best that can reasonably be obtained for the University and in line with the advice provided by the VOA and that the sales can proceed.
- C. The Council **agreed**:
- [1] that y Felin Tysilio should be disposed of to [REDACTED] and [REDACTED] [REDACTED] for £540,000 subject to finalisation of the contract; and
 - [2] that Ynys Faelog should be disposed of, following renewal of the Heads of Terms with the Crown Estate, and to ring-fence part of the capital receipt for the replacement Boat Storage Compound with access improvements on the School of Ocean Sciences site; and
 - [3] that Nantporth Boathouse should be disposed of and the University should engage with selling agents and Solicitors.

20.33 PREVENT ANNUAL REPORT

- A. The Chief Operating Officer provided the Council with an update on the progress made in relation to the implementation and embedding of the requirements of the Counter-Terrorism and Security Act 2015 and the *Prevent* duty. The Council noted that this remains high on the agenda for relevant Strategy and Task Groups, Committees, and individual Officers and noted the policies and procedures in place and actions taken to raise awareness over the past year. It was noted that the University has made no formal referrals to the multi-agency Channel process during the academic year 2019/20, or the start of the 2020/21 year. It was reported that the University had been subject to a HEFCW triennial Prevent Review meeting recently, following which the Vice-Chancellor had received a letter from the Chief Executive of HEFCW confirming that the University had demonstrated sufficient evidence of due regard to the Prevent duty.
- B. The Council **approved** the Annual Report for submission to HEFCW, and noted the assurance given following the HEFCW review.
- C. It was noted that Mr Eric Hepburn has taken over from the Chair as the Council's Prevent Lead Governor.

20.34 ACADEMIC GOVERNANCE

- A. The Chief Operating Officer presented the paper on Academic Governance and the Council noted the information received over the past year to provide further assurance. These included receiving reports from the Senate, Key Performance Indicators relating to education, student experience and research, the full NSS results and regular updates from the Students' Union.
- B. The Council noted the Quality Assurance Annual Report, 2020.
- C. In the light of the information provided, the Council **agreed** the six annual assurance statements for submission to HEFCW.

20.35 FUNDRAISING ANNUAL REPORT

The Council noted the contents of the Fundraising Annual Report. It was reported that the consultants who have been engaged to undertake a wider review of fundraising activities would report shortly.

20.36 HUMAN RESOURCES REPORT

- A. The Council received a report on Human Resources matters and **noted** the update in relation to the Athena SWAN Bronze Award 2020 and the HR Excellence in Research Award, as well as the update on the National Pay Awards and the Real Living Wage.
- B. A list of recent senior appointments was received for information.

- C. The Council **approved** the request to award Emeritus status to Professor Helen Wilcox.

20.37 REPORT FROM THE EXECUTIVE

- A. A report from the meetings of the Executive held between September 2020 and November 2020 (attached as Appendix I to the official copy of the Minutes) was received.
- B. It was noted that the rate of completion for PDRs had risen to 70%, and that the University was confident that this would rise further in future years. The Council requested that it be kept informed on progress in this matter.

20.38 REPORT FROM THE SENATE

A report from the meetings of the Senate held between September 2020 and November 2020 (attached as Appendix II to the official copy of the Minutes) was received.

20.39 FINANCE & STRATEGY COMMITTEE

The Report of the meeting of the Finance and Strategy Committee held on the 16th November 2020 (attached as Appendix III to the official copy of the Minutes) was **approved**.

20.40 HEALTH AND SAFETY COMMITTEE

- A. The Report of the meeting of the Health & Safety Committee held on the 20th November 2020 (attached as Appendix IV to the official copy of the Minutes) was **approved**.
- B. The Council received and considered the Annual Health and Safety Report 2019/20. The Chair of the Health and Safety Committee highlighted the salient points taken from the Annual Report, together with key performance indicators.
- C. Professor Roberts, as Chair of the Committee, thanked staff in both Health and Safety and Property and Campus Services for their diligent hard work during the first Semester to prepare and ensure that the campus was Covid-safe.

20.41 AUDIT & RISK COMMITTEE

- A. The Report of the meeting of the Audit & Risk Committee held on the 16th November 2020 (attached as Appendix V to the official copy of the Minutes) was **approved**.
- B. The Council **noted** the Committee's Annual Report 2019/20 and **agreed** that it be submitted to HEFCW.

20.42 REDUNDANCY COMMITTEE

The Report of the meeting of the Redundancy Committee held on the 28th September 2020 (attached as Appendix VI to the official copy of the Minutes) was **approved**.

20.43 SEALING

The Council **ratified** the sealing of documents listed in Agendum 18.

At this point in the meeting the Chair, Mrs Marian Wyn Jones, left the meeting and the Chair was taken by the Pro-Chancellor and Deputy Chair of Council, Professor Gareth Roberts.

20.44 NOMINATIONS AND GOVERNANCE COMMITTEE

- A. The Report of the meeting of the Nominations and Governance Committee held on the 20th November 2020 (attached as Appendix VII to the official copy of the Minutes) was **approved**.
- B. With particular reference to minute 199 (*Membership of Council and its Committees*); it was **resolved** that:
- Mrs Marian Wyn Jones' term of office as Chair of Council be renewed for a further period of four years to 8 February 2025; and
 - Ms Julie Perkins' term of office as an independent member be renewed for a further term of four years, to 30 October 2024; and
 - Mrs Gwenan Hine be formally appointed as Secretary to the Council in line with the Job Description appended to the Minutes. (*Mrs Hine left the meeting prior to the discussion and agreement on this point*).