Bangor University

**COUNCIL MINUTES**

At a meeting of the Council held in the University on Friday, 29th September 2017.

**Present** :

Dr Alwyn Roberts (Chair), Mrs Stephanie Barbaresi, Professor Andrew Edwards, Professor John Hughes, Professor Jerry Hunter, Dr Griff Jones, Dr Karen Jones, Sir Paul Lambert, Mrs Alison Lea-Wilson, Dr Lorrie Murphy, Ms. Ellen Parry Williams, Mrs Julie Perkins, Miss Ruth Plant, Professor Jo Rycroft-Malone, Professor David Shepherd, Professor Paul Spencer, Professor Carol Tully, Professor Oliver Turnbull, Professor Graham Upton, Mr David Williams, Dr Olwen Williams, University Secretary, Director of Finance, Director of Human Resources and the Director of Property and Campus Services.

Mr Marc Jones joined the meeting by telephone.

**Apologies** :

Dr Tomos Dafydd, Professor Gillian Davies, Dr Peter Higson and Miss Mirain Llwyd Roberts

**DEATHS**

The Chair referred to the recent deaths of:

Dr Ian Robinson, a former member of staff in the Centre for Arid Zone Studies,

Mr Tom Gwyn Jones, a former member of staff in Property & Campus Services,

Mr Gwilym Trefor Jones, a former member of staff in the School of Education,

and members stood in tribute to their memory.

**CONGRATULATIONS**

The Chair expressed the Council’s congratulations to the following who had been awarded a **Personal Chair**:

Dr Carl Hughes, Psychology

Dr Doris Merkl-Davies, Bangor Business School

**On the award of a Readership:**

Dr Kami Koldewyn, Psychology

Dr Shelagh Malham, Ocean Sciences

Dr Jonathan King, Ocean Sciences

**The Chair also noted further successes:**

Bangor University’s students have again given the University a resounding testimonial in the annual National Student Satisfaction survey, achieving 90% overall satisfaction and placing the University eighth among the UK’s non-specialist universities in the UK and second among Welsh Universities. A detailed breakdown of the NSS results was provided to members with the papers.

[North West Cancer Research](http://www.nwcr.org/) has announced £1.34m funding to support advancing cancer research at Bangor University, including a new Clinical Chair in Cancer Studies at the North-West Cancer Research Institute which will also be part funded by Betsi Cadwaladr University Health Board.

**MINUTES**

1. The Minutes of the meeting held on 14th July 2017 were confirmed.
2. With reference to:

[1] **Pontio** (page 5): it was noted that Galliford Try have requested an extension to the original timescale to prepare their case, but the risk to the University had not changed since the last meeting. Following completion of the final account, the University hopes to meet with directors of Galliford Try to resolve the matter without the need for adjudication or litigation. The University’s projected spend on legal and associated costs in 2017/18 is £480K. It was agreed the Council would be kept informed at every stage and as new risks emerge.

[2] **Menai Science Park** (page 7): the Director of Finance provided the Council with an update on the project. It was noted that:

[i] The £20m capital grant-funded University project is still within budget but the opening of the building is likely to be slightly delayed.

[ii] Following a review of the business plan, there is a small positive return to Bangor University by way of a ‘net rent’ but not likely to exceed c£200k pa when in equilibrium and site fully let.

[iii] A prudent view was taken in the 5-year forecast that we retain the existing value but that any further capitalisation looks improbable.

[v] A 125 year head lease for the whole site is currently being drafted with a 25 year operating lease on the first building. The structure of the lease will ensure that the University meets state aid and normal commercial terms, but agreement is still needed on the terms of the Operating Agreement which assigns income and risk between the parties.

The Council noted Charity Commission guidelines on property transactions and agreed in principle that the lease to Menai Science Park Ltd should be developed as outlined, but requested a full update at the next meeting.

[3] **Finance and Resources Committee** (page 7): It was agreed that Dr Alwyn Roberts and Professor Graham Upton would join the Finance & Resources Committee with immediate effect.

[4] **Chancellor and Pro-Chancellor** (page 7): following correspondence with members of the Court, no objections to the nominations were received. It was therefore ***agreed*** that George Meyrick be appointed to the role of Chancellor and that that Emeritus Professor Gareth Roberts be appointed to the role of Pro-Chancellor from 1st September 2017 for a term of five years.

 [5] **Chair of Council** (page 8): it was noted the position would be advertised shortly.

**VICE-CHANCELLOR’S BUSINESS**

1. The Vice-Chancellor identified a major risk facing the University associated with Pensions. It was noted that:

[1] The University offers mainly two defined benefits (DB) schemes: the national USS and local BUPAS schemes. Both schemes are due a triennial valuation this year and both are very likely to face deficit actuarial valuations and an increase in future contribution rates.

[2] The USS deficit is £12.6b with projected costs up by a third, and is exposed to further risk. A consultation with employers is taking place and the University have reconfirmed an 18% cap on employer contributions, along with many HEIs. This is likely to mean the scheme may need to move to a fully defined contribution (DC) option unless there is a significant increase in employer and employee contributions.

[3] Similar issues are likely to follow with the local BUPAS scheme but the valuation is four months behind the USS, although the funding position was stronger in 2014.

1. The Council noted the risks going forward, both financial risk and the risk associated with recruitment of staff. A further update would be provided at the next meeting of the Council.

**REPORT FROM THE EXECUTIVE**

1. The Report of the meetings of the Executive held between July 2017 and September 2017 (attached as Appendix I to the official copy of the Minutes) was approved.
2. The Council noted:

[1] **Development of a Medical School**; the Welsh Government are not in favour of a new Medical School in North Wales but discussions are ongoing with Swansea and Cardiff Universities in relation to developing medical education and placing medical students in North Wales.

[2] **North Wales Growth Deal**; There are significant opportunities for the University to draw additional funding to North West Wales.

**FINANCIAL SUSTAINABILITY BOARD**

1. The Vice-Chancellor updated the Council on progress towards achieving financial sustainability and the actions of the Financial Sustainability Board. It was reported that following a period of consultation, over 350 responses had been received from staff which had resulted in a number of changes to the plan. These changes were outlined to Council members. Regular constructive meetings have taken place with the Trade Unions together with open staff meetings, weekly e-mail updates and a regularly updated Frequently Asked Questions page.
2. To date, 71 Voluntary Redundancy cases have been approved in addition to a number of posts remaining unfilled or vacant. Projected savings in 2017/18 are currently £5.1m against a profiled budget of £6.1m by year-end. The annualised impact of the savings to date is £5.5m against a target of £8.5m in 2018/19. A further 60 posts would deliver the outstanding £3m savings required and are profiled to be delivered over the remainder of the academic year and by July 2018 at the latest. The Executive has committed to do everything it can to deliver these savings through voluntary means where possible.
3. In the subsequent discussion, the following points were noted:

[1] The Pro Vice-Chancellor (Students), the Student Engagement Unit and the Students’ Union are working together to provide accurate information to students over the coming weeks.

[2] Workload and capacity to deliver the change programme is under constant review, particularly in Human Resources and Planning & Governance where the majority of the additional work is taking place.

[3] Outsourcing opportunities were considered but have not been taken forward at this stage due to the local constraints and lack of easily realisable benefits. This would remain under review. The particular business advantages and future-proofing for the IT provision was noted.

[4] The Trade Unions remain opposed to compulsory redundancies and would be in dispute with the University should they be necessary.

[5] The full summary of the consultation feedback, including the UCU member survey, and the FSB response is available to Council members on request.

1. After a full discussion, members of the Council:

[1] Noted progress to date and that they have confidence that the amended Business Cases are necessary to deliver the savings and place the University’s finances on a firm and stable path for the future.

[2] Approved the recommendations from the Executive for changes to the structures for restructuring the academic domain, central services and college support teams, as contained in the high-level Business Cases, as amended following consultation with the University’s recognised trades unions (under s188 TULRCA 1992) and staff on these Business Cases.

[3] Noted and approved the next steps as outlined in the paper, including the appointment of the new College Deans and Directors of Professional Services, the launch of a three-week consultation with unions and staff on the proposed detailed structures of the Colleges and Professional Services (including draft Job Descriptions), and proposed methods for populating those structures in line with the Management of Change Policy.

[4] Encouraged the Executive and FSB to continue to take all steps necessary to deliver the savings in full.

**RECRUITMENT UPDATE**

1. A paper was tabled providing the most up to date student numbers, including an estimation of students due to register.
2. The Council noted:

[1] It was a difficult year for the sector and Home/EU undergraduate student recruitment was short of target by c160 but retention of students is better than anticipated. Recruitment of Home/EU postgraduate students is forecast to exceed target by approximately 60 students.

[2] Overseas student numbers are forecast to be close to target.

[3] Although overall student numbers are projected to be within 30 of the target, there is likely to be an overall shortfall in tuition fee income of approximately £600k, compared to the financial forecasts, due to the change in the student mix and the relative fee levels. This represents less than 1% of fee income.

**ESTATE STRATEGY UPDATE**

1. The Deputy Vice-Chancellor provided members with an update on the University’s Estate Strategy. It was noted that support is required to proceed with the following projects:

[1] **North Wales Growth Deal (NWGD)**; a contribution of £30m is being sought from the NWGD but a more detailed business case is required. Approximately £1m is needed to undertake the work needed in order to prepare a Full Business Case. It was noted that there is a high chance of success as Bangor University projects are seen as crucial to the overall success of the Deal. Further opportunities to draw down additional external funding, including WEFO funding, were also noted.

[2] **Thoday Laboratories**; Following the award of the WEFO funding to create the Centre for Environmental Biotechnology (CEB), the University will need to begin refurbishment of spaces in the Thoday Building at an estimated cost of £1.1million. The CEB is also part of the NWGD and, if funded, will recover most of the costs.

[3] **Fron Heulog**; Protracted discussions have been held with BCUHB in relation to Fron Heulog to resolve a complex estate picture around the BCUHB owned building on University land which we rent from the Health Board. Purchasing the building would secure a £1.7m capital asset for £750k and eliminate revenue costs of £150k per annum as well as securing complete flexibility for the use of the building and the adjacent undeveloped site.

1. Following discussion, the Council **agreed** to proceed with all three projects as an initial call on EIB funding. It was hoped that some of this could be substituted with external funds. Further opportunities for future disposal of properties and liquidating cash assets were noted.

**ACADEMIC GOVERNANCE**

1. Under the Quality Assessment Framework for Wales, a greater emphasis is placed on the role of Governing bodies for providing assurance about quality and standards. A number of assurance statements will need to be confirmed to HEFCW annually at the November meeting of the Council. The Council considered the Quality Assurance Annual Report 2017 and the recently published CUC Illustrative Practice Note on Academic Governance.
2. The Pro Vice-Chancellor (Teaching & Learning) gave a thorough presentation to Council members on Quality Assurance at Bangor University. An overview of quality assurance arrangements was provided, including details of the framework for managing quality and further more specific details on the quality assurance of taught programmes, research programmes and collaborative provision.
3. In the discussions that followed, the Council noted:

[1] One of the underpinning principles was student participation. Student satisfaction is regularly monitored and action plans are developed collaboratively by staff and students in response to NSS results. These are scrutinised by the QA Task Group. The University has also recently published a Student-Led Teaching & Learning Strategy.

[2] There is a broad range of collaborative arrangements in place at Bangor University and these require regular monitoring. Recent issues that have arisen at MDIS are being actively addressed through weekly meetings led by the Pro Vice-Chancellor (Teaching & Learning).

1. Further information will be provided at the next Council meeting to enable members to approve the annual assurance statements. It was noted that Council already receives minutes of the Senate, a number of Key Performance Indicators relating to education, student experience and research, including the full NSS results and the TEF outcome.

**HAZELKORN REVIEW**

Council members noted the ongoing consultation on proposals to reform post-compulsory education and training in Wales. Members were encouraged to forward any comments to the University Secretary for inclusion in the University’s response.

**INSTITUTIONAL RISK REVIEW LETTER**

The Council noted the HEFCW Institutional Risk Review Letter. The University has been assessed as low risk in 2016/17 for the third year, but HEFCW have noted a number of factors that have increased the risk profile of the University.

**SLAVERY AND HUMAN TRAFFICKING STATEMENT**

The University Secretary presented the University’s second annual statement on Slavery and Human Trafficking. It was noted that an internal group continue to monitor progress and update the action plan. The Council ***approved*** the statement which is to be appended to the University’s Accounts for 2016/17.

**NANTPORTH CIC**

1. The Pro Vice-Chancellor (Students) presented a paper on Nantporth CIC. It was proposed that the University accept a single share offered by Nantporth CIC in order the both protect our investment in the construction of the 3G all weather pitch and to strengthen the position of the Community Interest Company through the diversification of the shareholding.
2. The Council **approved** the proposal to accept a single share in Nantporth CIC.

**AUDIT & RISK COMMITTEE**

1. The Report of the meeting of the Audit & Risk Committee held on the 13th September 2017 (attached as Appendix II to the official copy of the Minutes) was approved.
2. The Chair particularly noted the useful seminar which was held prior to the last meeting of Committee which was attended by Senior Officers of the University as well as members of the Committee. A number of useful actions were identified.

**ETHICS COMMITTEE**

The Report of the meeting of the Ethics Committee held on the 3rd July 2017 (attached as Appendix III to the official copy of the Minutes) was approved.

**REDUNDANCY COMMITTEE**

1. The Report of the meeting of the Redundancy Committee held on the 14th July 2017 (attached as Appendix IV to the official copy of the Minutes) was approved.
2. With particular reference to Minute 4 (***Anonymised List of Staff***); the Council agreed that the staff whose fixed term contracts were due to expire between 1st August 2017 and 31st January 2018 be dismissed by reason of redundancy should no suitable alternative employment opportunities be identified.
3. It was noted that a further meeting of the Committee had taken place on the morning of Council and that a recommendation to the Council regarding a redundancy was withdrawn as the matter had been resolved through alternative means.

**HUMAN RESOURCES MATTERS**

1. The Council received a report on Human Resources matters and noted in particular the positive working relationship with the Trade Unions who have engaged in both formal and informal meetings throughout the restructuring process. Some disquiet was noted, but the University and the Trade Unions are working together to develop solutions.
2. The Council **approved** the recommendation that the following be awarded Emeritus status :

Professor Eryl Wyn Davies

Professor Phil Molyneux

Professor John Goddard

Professor Sally Sambrook

1. A list of recent senior appointments was received for information.

**KEY PERFORMANCE INDICATORS**

1. The Council received a booklet providing full details of the results of the National Student Survey.
2. The Council received data concerning research grants and contracts awarded.

**UPDATE FROM THE STUDENTS’ UNION INCLUDING THE UNDEB BANGOR CONSTITUTION**

1. The Council received a report from the Students’ Union on recent activities. It noted the Sabbatical Team priorities for the year ahead and the work undertaken on charitable incorporation. There was some discussion about the low NSS score for the Students’ Union and the closure of Nightline but Council were satisfied that both matters were being managed appropriately.
2. The Council **approved** the draft Articles of Associations for the Students’ Union.

**SEALING**

The Council ratified the sealing of documents listed in Agendum 17.

**ANY OTHER BUSINESS**

1. **Appeal Against Disciplinary**; In accordance with Statute XX, Part V, the Council noted that Dr Ying Weng has served notice of appeal against dismissal on disciplinary grounds. Following consultation with the Chair, Mr Aled Jones, an external solicitor of 10 years standing, has been appointed to hear the appeal.
2. **St. Mary’s Lifecycle Account**; The need to establish a joint lifecycle bank account with Santes Fair LLP for the St. Mary’s project was noted. The account will hold the University’s contributions of c£250k per annum to service the running costs over the next 40 years.

It was ***resolved***:

(1) that a joint account be opened with the Bank in the name of the University and Santes Fair Management LLP and titled “St Mary’s Lifecycle Account”, and that the University Secretary be authorised to sign the mandate and acknowledge receipt and acceptance of the terms and conditions referred to in it;

(2) that the University give the Bank a list of names of the persons authorised to sign on behalf of the University under the joint account mandate with the Bank and that the Bank be notified in writing signed by the Director of Finance of any changes that may from time to time take place in any such list and that the Bank shall be entitled to act on any such notice and until receipt of such notice the Bank may continue to treat the list last received as correct;

1. **HEFCW Institutional Visit**; As part of HEFCW’s three-yearly cycle of Institutional Assurance Reviews, the HEFCW Council have indicated that they would like to meet with members of Council on the morning of Friday 26 January 2018.