

**Minutes of the Meeting of Cardiff University Council held on 22 November 2023 at 10.00 in room 2.25 and 2.26 of the Centre for Student Life.**

Present: Patrick Younge (Chair), Professor Wendy Lerner [Minutes 2168-2185], Angie Flores Acuña, Judith Fabian, Professor Dame Janet Finch [Minutes 2168-2185], Christopher Jones [Minutes 2168-2179], Jan Juillerat [Minutes 2168-2184], Professor Urfan Khaliq [Minutes 2168-2180], Jeremy Lewis, Deio Owen, Dr Juan Pereiro Viterbo, Professor Stephen Riley, David Selway, John Shakeshaft [Minutes 2168-2185], Professor Damian Walford Davies, Dr Robert Weaver [Minutes 2168-2184], Dr Catrin Wood, Jennifer Wood and Agnes Xavier-Phillips [Minutes 2168-2185].

Attendees: Katy Dale [Minute taker], Tom Hay [from Minute 2180], Rashi Jain, Julie-Anne Johnston, Sian Marshall, Sue Midha [from Minute 2183], Claire Morgan, Osaro Otobo, Claire Sanders, Laura Sheridan [Minutes 2183-2184], Professor Roger Whitaker and Darren Xiberras.

**2168 Welcome and preliminaries**

All were welcomed to the meeting.

**2169 Apologies for absence**

Apologies were received from Dr Pretty Sagoo and Suzanne Rankin. The meeting was confirmed as quorate.

**2170 Declarations of interest**

The Chair reminded the Committee members of their duty to disclose any potential conflicts of interest. No declarations of interest were noted.

**2171 Minutes of previous meeting**

The minutes of the Council meetings held on 4 July 2023 (22/858C) and 20 September 2023 (23/266C) were confirmed as a true and accurate record and were approved to be signed by the Chair.

**2172 Matters Arising**

Received and noted paper 23/263C, 'Matters Arising'. The Chair spoke to this item.

Noted

2172.1 that in regard to Minute 2128.9, the timeline for review of the Students' Union Block Grant may need to be bought forward, to allow this to be implemented for the next budget and with the current sabbatical officers still in post; it was clarified that any revisions to the Block Grant would be included in the budget; [redacted].

**2173 Constitution and membership**

Received paper 23/265, 'Council Constitution and Membership'. The Chair spoke to this item.

Noted

2173.1 that the Vice-Chancellor requested the Pro Vice-Chancellor International be added as an officer of Council, in line with the other thematic Pro Vice-Chancellors.

Resolved

2173.2 for the Pro Vice-Chancellor International to be added as an officer of Council.

#### **2174 Items from the Chair**

Received paper 23/267C, 'Chair's Action Since Last Meeting'. The Chair spoke to this item.

Noted

2174.1 that thanks were extended to all involved with the Celebrating Excellence Awards; an electronic version of the brochure should be shared with Council if possible;

2174.2 that a recent meeting of ChUW had discussed the format and use of Courts at institutions in Wales; there was an opportunity for the University to identify what mechanisms would replace Court as part of the Big Conversation;

2174.3 that the Chair had approved a number of appointments to Committees, including the appointment of Suzanne Rankin to the Remuneration Committee;

2174.4 that recruitment for lay members for both Council and Audit and Risk Committee was underway; it was intended to build a pool of potential candidates for future recruitment activities as well.

#### **2175 Vice-Chancellor's Report to Council**

Received and considered papers 23/281C, 'Vice-Chancellor's Report to Council' and 23/257CR 'Q1 Financial Forecast'. The Vice-Chancellor spoke to this item.

Noted

2175.1 that the new Vice-Chancellor extended thanks for the warm welcome since their commencement in post and the positive engagement with the Big Conversation;

2175.2 there was also a large amount of work ongoing to progress the Integrated Planning Process (IPP) and suture the ambitious visionary conversations with how the University planned and budgeted for 2024/25;

2175.3 that the report requested a conversion of the Pro Vice-Chancellor portfolio from a 0.5 FTE (undertaken alongside a College Pro Vice-Chancellor role) into a full time role and the appointment of Professor Allemann in this role for a second term until December 2026; the role would review strategic partnerships, student recruitment and the University's international activity to develop a coherent strategy with clarity on future priorities; there would also be a need to work with the other thematic Pro Vice-Chancellors to align with the research and education spaces;

2175.4 that comparator data for the staff survey was beneficial but it remained important to set targets to ensure there was no complacency in areas where the benchmark was met or exceeded; it was noted that the Vice-Chancellor's objectives had not yet been set but it was anticipated this would include an element of cultural change;

Q1 Forecast

- 2175.5 [redacted];
- 2175.6 that there was a [figures redacted] decline in Chinese student applications at the current point in the cycle, with PGT down [figures redacted] and UG down [figures redacted]; the impact of this ([figures redacted]) reflected the large impact of international student numbers on income; although early in the cycle, this also indicated a change in the international student market and the University needed to review the impact of these sectoral shifts and possible mitigations; it was noted that central government policy could also have an impact here but that it was not anticipated any future political party would drastically amend the amount of funding to the sector;
- 2175.7 that it was confirmed the University did use recruitments agents and the University needed to ensure it was being proactive in this area;
- 2175.8 that a large amount of work had been undertaken to address admission processing issues identified in the previous academic year but that there remained a need for the University to review its financial modelling;
- 2175.9 it was noted that Colleges would own student recruitment targets for future years; it was suggested that a single owner responsible for delivery could work more effectively;
- 2175.10 that from this forecast, the Vice-Chancellor had determined:
- .1 that the College reporting lines would be amended to ensure a more integrated finance team across the whole institution;
  - .2 [redacted];
  - .3 that there would be a review of CapEx spend for the year, to determine if any spend could be held or deferred;
  - .4 that work was underway in relation to the IPP and TOM, to help identify possible structural and operational changes;
- 2175.11 [redacted];
- 2175.12 that it was noted cultural change and buy-in would be crucial here; there was a risk around change fatigue and a need to instil a culture of constantly striving to be better;
- 2175.13 that the University was not intending to remove its KPIs around league table performance, as it was noted that there was a correlation between international student recruitment and placement in the top 100 universities;
- 2175.14 that budget holders would be responsible for determining their own priority areas; however, some areas would have collective responsibility (e.g. improvements in NSS scores);
- 2175.15 that Council was reminded of the need to maintain engagement and good will of staff whilst difficult conversations were had.

Resolved

2175.16 to approve the recommendation that Professor Allemann maintain the international element of the portfolio on a full-time basis for a second term (until 31 December 2026) and have the title Pro Vice-Chancellor International.

**2176 KPI Update Report**

Received and considered paper 23/135C, 'KPI Paper 2023-24.' The Vice-Chancellor spoke to this item.

Noted

2176.1 that it was important to consider the inclusion of Welsh-language schools, colleges and education partners in relation to KPI 8;

2176.2 that the initial outcomes of the Big Conversation had noted the importance of Civic Mission and it would need to be considered how this could be integrated into everyday work;

2176.3 that a future metric around strategic partnerships could focus on the outcomes of these partnerships, rather than just the number of them;

2176.4 that the KPI around percentage of students from overseas pre-dated the current Vice-Chancellor and Chair of Council's tenure; the importance of international staff and students from a diversity and cultural perspective was emphasised.

**2177 Risk Register**

Received and considered paper 23/125HC, 'Strategic Risk Register Report.' The Vice-Chancellor spoke to this item.

Noted

2177.1 [redacted];

2177.2 [redacted];

2177.3 [redacted];

2177.4 [redacted];

2177.5 [redacted];

2177.6 [redacted];

2177.7 [redacted].

resolved

2177.8 to approve the Risk Register;

2177.9 to note Council's concerns regarding the Dental School estate and for the Vice-Chancellor to take these away.

**2178 Report from the Students' Union President**

Received and considered paper 23/280 'Students' Union President's Report'. The Students' Union President spoke to this item.

Noted

- 2178.1 that Fresher's Week had gone well, and the Students' Union had acted on feedback from previous years to tailor events to specific demographics; there had been good collaboration across the University, including with the Residences Life Team, and activities to encourage students to meet their new housemates;
- 2178.2 that the report also included updates from the work of the campaign officers;
- 2178.3 that there had been a large number of enquiries to the Student Advice Team relating to housing;
- 2178.4 that the Vice-Chancellor had been welcomed to the Students' Union to discuss the Big Conversation with students;
- 2178.5 that the report included an update on UMCC activities which would become a permanent feature of the report; it was noted that generally the University was doing things well but issues had been identified (and these were often recurrent issues) which needed to be reviewed; there was a perception that Welsh Language issues were to be resolved by Welsh speakers; the suggestion of a Welsh Language halls of residence was noted and Council was keen to see further evidence from the consultation;
- 2178.6 that there had been good attendance at a recent Heath Park event as this had been formally timetabled and this was being considered for future events;
- 2178.7 that a discussion was held on current tensions around the Middle East conflict; the Students' Union had been approached by some students who were concerned and there had been anonymous reports of students feeling they would be in danger if they promoted their religion; precautions had been taken ahead of the Students' Union AGM on Thursday 23 November but it was hoped these would not be necessary; a statement was being drafted which would be read at the start of the AGM to set the tone and remind all of the legal duties in this area; more general communications would also be shared with staff and students and the University continued to note that support would be offered to all impacted by the events.

## **2179 Student Experience Update**

Received and considered paper 23/268C, 'Update on Education and Student Experience Enhancement'. The Pro Vice-Chancellor Education and Student Experience spoke to this item.

Noted

- 2179.1 [part redacted]; Council congratulated all on the hard work undertaken to resolve MAB issues; it was noted that the above figures should not be shared;
- 2179.2 that detail on the results of the 2023 NSS survey had been shared at the Development Days in September 2023 and this report focussed on the response to the results;
- 2179.3 that the University was also starting to look ahead to NSS 2024 which would open in January 2024; this constrained the time available to act on the 2023 results and address the issues identified;

- 2179.4 that a number of enhancements from the portfolio were now being seen, especially around the Success for All project; there had also been a large amount of work around assessments and a business case had been agreed which would create a single process;
- 2179.5 that there had been no degree outcome errors which was pleasing given issues around MAB; there remained concern over the number of late changes to results after exams boards which was being reviewed;
- 2179.6 that the report, reviewed alongside the Annual Quality Report and the report from Senate, suggested processes were in place but that there continued to be issues around delivering student experience; there was work to be done to review how the University's strong academic quality processes could be used to provide early warnings around poor student experience and amended to allow for improvement;
- 2179.7 that a discussion was held on the role Council could play in helping to direct work and focus in this area and that a role in the wider cultural piece (e.g. what good student experience, and teaching (the Cardiff academic) looked like) would be of most benefit, whilst the operational work was undertaken at a management level.

Chris Jones left the meeting at the conclusion of this item.

#### **2180 AHSS College Pro Vice-Chancellor Presentation**

Received and considered an oral report from the Pro Vice-Chancellor for the College of Arts, Humanities and Social Sciences.

Noted

- 2180.1 that the arts and humanities subjects were perhaps not viewed as academically necessary with the current government but were important to make sense of and understand the world and bring joy and enrichment;
- 2180.2 that the College had produced £170m income in 2022/23 which accounted for over a quarter of the University's total income; for 2023/24 over half the contribution came from just two schools;
- 2180.3 the current student body was c.12k, the largest it had ever been;
- 2180.4 that the College had already undertaken work in relation to the financial context and made some improvements, including a rationalisation and revalidation of portfolios and offerings; this had resulted in 200 of 660 programmes being removed and removal of false module choices (i.e. where students were unable to pick modules due to a clash); other outcomes from this work included a strategic approach to staff and student recruitment, alongside realistic intake figures, a review of commercialisation, and work to identify strengths of the College which could be embedded throughout;
- 2180.5 that the College added value by placing civic and social responsibility at the heart of local and global challenges and within teaching and research; an example of this was refugees which was examined from different angles across the College (e.g. education attainment in social sciences, pro-bono work in law or narratives in journalism);

- 2180.6 that the College had a strong sense of harmonisation and had established an Associate Dean for Cross-College Programmes; there had been a greater impact here from MAB than in other colleges and this was reflective of the sector;
- 2180.7 that the College performed well in rankings, with a number of disciplines in the top 100 for QS;
- 2180.8 that the College work collaboratively across the institution and also contributed to work in Wales;
- 2180.9 that the Schools of Law and Politics and Business accounted for c.40% of the College's NSS return and therefore had a large impact on the results; pro-bono work in the Law School had been well received by students and work had been undertaken to turn this into a clinic;
- 2180.10 that the key threats were:
- .1 the balance of student numbers;
  - .2 student experience, with 5 subjects remaining on the HEFCW watch-list; there were common themes across these (e.g. large cohorts and the pressure this placed on building a sense of identity) but also subject specific issues around assessment and styles of teaching;
  - .3 the achievability of contribution targets, especially given the volatility of student recruitment markets and the geopolitical impacts to the market; diversification of student recruitment would help relieve pressure on larger schools to contribute to the College's income and therefore help spread risk;
  - .4 estates issues, where buildings had been repaired not maintained and areas where the estate had been outgrown;
- 2180.11 there were also a number of opportunities such as:
- .1 the ability to further develop the College's intellectual identity and coherency and the public value of this work;
  - .2 the breadth of the intellectual disciplines allowing for more USPs and leverage;
  - .3 a growth in fee income and in the use of sbarc I spark;
  - .4 a strong desire for change in the College;
- 2180.12 that the Students' Union had seen an improvement in the feedback from students in relation to the College which was pleasing;
- 2180.13 that was some resistance to change due to concerns over workload and it was therefore important to assess what work could be ceased; there was a sense of ownership for change within the schools, although some had undergone leadership changes which had impacted the consistency of messaging;
- 2180.14 there was an opportunity to share best practice from the College with others.

Professor Urfan Khaliq left the meeting.

**2181 Student View – University Response**

Received and considered paper 23/228, 'Response to the Student Views 2023'. The Pro Vice-Chancellor Education and Student Experience spoke to this item.

Noted

- 2181.1 that it was a HEFCW requirement to demonstrate an annual dialogue between the Students' Union and University;
- 2181.2 that the report included work undertaken to respond to previous Student Views; there was a need to promote this activity better within the institution;
- 2181.3 that the issues around housing had been discussed at a recent partnership meeting and it was pleasing to see the ongoing work and dialogue;
- 2181.4 that the three Student Views and responses would be owned by a specific team or committee to ensure governance and oversight.

Resolved

- 2181.5 to approve the response to the Student View 2023.

**2182 Annual Quality Report**

Received and considered paper 23/277, 'Annual Quality Report 2022-23'. The Pro Vice-Chancellor Education and Student Experience spoke to this item.

Noted

- 2182.1 that the report covered the 2022-23 academic year and provided an overview of the University's academic quality system and operation, including enhancements in this area; the report was required to provide assurance to HEFCW;
- 2182.2 the report confirmed the standards of awards were being appropriately set and maintained and that work was underway to improve the student experience;
- 2182.3 that the impacts of MAB had meant delays in production of some data, namely around degree outcomes and the awarding gap; informal headlines indicated a slight decrease in degree outcomes to pre-covid levels, as seen across the sector, and that the BME awarding gap was reducing, except for Black home students; this data would be shared with Council once produced;
- 2182.4 that Council would welcome a session on the awarding gap;
- 2182.5 that external examiners had raised no concerns on academic standards;
- 2182.6 good work had been undertaken around the use of AI in learning and teaching and guidance was being developed;
- 2182.7 that it was envisaged the external advisor for academic standards would offer advice on best practice in the sector;
- 2182.8 that plagiarism numbers had reduced which was pleasing; there had been a return to traditional unseen exams which may account for some of the movement.

Resolved



- 2182.9 to approve the Annual Quality Report for 2022-23;
- 2182.10 to confirm that the report be used as the basis for submission by Council of the assurances statements to HEFCW relating to academic standards and the quality of the student experience.

### **2183 Audit and Risk Committee Annual Report to Council**

Received and considered paper 23/252CR, 'Audit and Risk Committee Annual Report 2022-23'. The Chair of the Audit and Risk Committee spoke to this item.

Noted

- 2183.1 that the Head of Internal Audit and Director of HR joined the meeting;
- 2183.2 that the report reflected the previous academic year; this had been a difficult year due to the resignation of the Chair, a lay member and the Head of Internal Audit; there had also been a period of absence in the risk manager role which had delayed progression of some work;
- 2183.3 that there were also positives to note, including work on mapping the internal control framework to identify areas for improvement and a review of the Internal Audit service against the International Professional Practice Framework (IPPF), which it had met in all but 2 principles;
- 2183.4 an inaugural meeting of the Joint Committee of Audit and Risk and Finance and Resources had been held and gone well;
- 2183.5 that the Committee had met a number of times, including a number of special meetings; one of these meetings had considered the future delivery of the internal audit service and concluded this should be kept in-house.

### **2184 Annual Internal Audit Opinion**

Received and considered paper 23/244HC, 'Annual Internal Audit Opinion 2022-23'. The Chair of the Audit and Risk Committee and Head of Internal Audit spoke to this item.

Noted

- 2184.1 [redacted];
- 2184.2 [redacted];
- 2184.3 [redacted]:
- .1 [redacted];
  - .2 [redacted];
  - .3 [redacted];
- 2184.4 [redacted];
- 2184.5 [redacted];
- 2184.6 [redacted];

2184.7 [redacted];

2184.8 [redacted];

2184.9 [redacted];

2184.10 [redacted].

Resolved

2184.11 to approve the Annual Internal Audit Opinion;

2184.12 to confirm the University was compliant with section 139 of the Financial Management Code.

Laura Sheridan (Interim Head of Internal Audit), Jan Juillerat and Dr Robert Weaver left the meeting.

## **2185 Annual Report and Financial Statements**

Received and considered paper 23/253CR, 'Annual Report and Financial Statements 31 July 2023'. The Chief Financial Officer spoke to this item.

Noted

2185.1 that KPMG had confirmed the final accounts could be signed;

2185.2 that the final accounts noted a surplus of £28.9m, with an underlying consolidated operating deficit of £12.7m; this included an adjustment for componentisation, a large pension adjustment, £6m of investment losses and £4m of building impairments;

2185.3 that pension adjustments distorted the true picture, masking the deficit operating position and suggesting a large amount of money available to be spent; the hard work undertaken to reduce the deficit was noted;

2185.4 going concern had been discussed at the Joint Committee; although confirmed as a going concern, the University needed to review the sustainability of its financial model for future years;

2185.5 the report contained details of key risks, as aligned to the risk report;

2185.6 the Joint Committee had scrutinised the financial judgements and estimates, which had then been approved by Audit and Risk Committee;

2185.7 that the control recommendations from KPMG had shown improvement from the previous year; the total number had decreased from 13 to 11, with 4 priority one actions reducing to just 1, and 7 priority 2 actions reducing to 3; a number of actions from the previous year had been completed but had to be in place for a full year before sign-off.

Resolved

2185.8 to approve the Annual Report and Financial Statements.

Professor Dame Janet Finch, Professor Wendy Larnar, John Shakeshaft and Agnes Xavier-Phillips left the meeting.

**2186 Report from Redundancy Committee to Council**

Received and considered paper 23/269C, 'Redundancy Committee Report to Council'. The Director of Human Resources spoke to this item.

Noted

2186.1 [redacted];

2186.2 [redacted];

2186.3 [redacted].

Resolved

2186.4 to approve the business cases within the paper [part redacted].

**2187 Any Other Business**

Noted

2187.1 a query in relation to the absence of probationary periods for senior staff.

**2188 Items received for approval**

Resolved

2188.1 to approve the following papers:  
23/116R Audit and Risk Committee Constitution  
23/133 Finance and Resources Committee Constitution  
23/207R Governance Committee Constitution  
23/162R Honorary Fellowships and Degrees Committee Terms of Reference  
23/278 Changes to Ordinances  
23/141R Changes to Scheme of Delegation  
23/255CR Letter of Representation  
23/124C Value for Money  
23/236C Fee and Access Plan Monitoring Report 2022-23

**2189 Items received for information**

The following papers were received for information:  
23/283C Report from Chair of Audit and Risk Committee  
23/264C Report from Chair of Finance and Resources Committee  
23/279 Report from Chair of Governance Committee  
23/270 Senate Report to Council  
23/261C Report from Chair of Remuneration Committee  
23/206 Annual Statement on Research Integrity 2022/23  
23/242 Students' Union Relationship Agreement and Student Charter  
23/262 Sealing Transactions  
23/282HC Major and Serious Incidents Update (*on Director's Desk*)