

## COUNCIL

**UNRESTRICTED** Minutes of the meeting held at 10.00 a.m. on Thursday 28 November 2024 in the Vivian Hall, Dylan Thomas Centre, Swansea

### UWTSD and UW Council Members:

Emlyn Dole (Chair)  
Professor Elwen Evans KC (Vice-Chancellor)  
John Edge  
Timothy Llewelyn  
Nigel Roberts  
Dr Liz Siberry

**Observer:** Katrin Shaw

### UW Council Members:

Dr Stuart Robb  
Iwan Thomas

### UWTSD Council Members:

Natalie Beard  
Dr Tracy Cruickshank  
Maria Dinu  
Professor Kyle Erickson  
Dr Deborah Hughes  
Uzo Iwobi  
Rowland Jones  
Geraint Roberts

### In attendance:

Gavin Bessant, Director of Financial Services  
Sarah Clark, University Secretary and Clerk to the Councils  
Dr Andrew Cornish, Principal, Coleg Sir Gar  
Peter Mannion, Chief Operating Officer  
Jane O'Rourke, Executive Director of Human Resources  
Catrin Beard (Translator)  
Margaret Williams (Secretary)

Minute	Main discussion points
24.37 Apologies	Apologies for absence were received from Geraint Evans, Deris Williams, Emlyn Schiavone, Professor Mirjam Plantinga, Debra Williams.
24.38 Declarations of interest	Council RECEIVED the Declarations of Interest as noted in the Clerk's report (JCO284).

Minute	Main discussion points
	The Clerk reminded members to identify any agenda items on which their declared interests were likely to have a bearing.
24.39 Chair's Report	Council RECEIVED the Chair's report (JCO285), which focused on UWTSD business.
24.40 Vice-Chancellor's report	Council RECEIVED an oral report from the Vice-Chancellor, which focused on UWTSD business.
24.41 RPC Committee report: 2 October 2024	Council RECEIVED the report of the RPC meeting held on 2 October 2024 (JCO288a).
24.42 RPC Committee report: 13 November 2024	Council RECEIVED the report of the RPC meeting held on 13 November 2024 (JCO288b).
24.43 Financial and cash management report	<p>Council RECEIVED the financial and cash management report, which had been updated since the RPC meeting (JCO289).</p> <p>The DFS reported that core operations were in line with the budget, with payroll savings achieved through vacancies not filled. Cash was currently ahead of budget and in line with the P&amp;L variance.</p> <p>The DFS referred to the University of Wales Press, noting that sales were currently slightly behind budget.</p>
24.44 RPC annual report	Council RECEIVED the annual report 2023/24 of the Resources and Performance Committee (JCO292).
24.45 ARC Committee report: 9 October 2024	Council RECEIVED the report of the ARC meeting held on 9 October 2024 (JCO293a).
24.46 ARC Committee report: 18 November 2024	<p>Council RECEIVED the report of the ARC meeting held on 18 November 2024 (JCO293b).</p> <p>The Chair of ARC reported that ARC had considered the draft Annual report and financial statements, together with the External Auditors' Report and Completion Memo. At the time of the meeting there had been several matters outstanding.</p> <p>Council RECEIVED the External Auditors' report (JCO309) and APPROVED the signing of the Annual report and financial statements (JCO308), subject to the completion of outstanding items.</p>

Minute	Main discussion points
	<p>The Chair of ARC reported on discussions in respect of the appointment of internal and external auditors. The current auditors had been appointed on a three-year contract (to 2024/25), with an option to extend for a further year. In view of current sector discussions and demands on senior leadership time, ARC had agreed that further consideration would be given at the next meeting to the option of extending for a further year, prior to making recommendations to the Councils.</p> <p>Council RECEIVED the Corporate Risk Register (JCO305).</p>
24.47 ARC annual report	Council RECEIVED the ARC annual report to the Council 2023/24 (JCO294a).
24.48 NGC Committee report: 17 October 2024	<p>Council RECEIVED the report of the NGC meeting held on 17 October 2024 (JCO295).</p> <p>Council RECEIVED an update on arrangements for the Governance Effectiveness Review, which would commence in Spring 2025 (JCO297).</p> <p>Council APPROVED the Equality, Diversity and Inclusion Plan for the two Councils (JCO314).</p> <p>Council APPROVED proposed amendments to the UW Ordinances (JCO316).</p> <p>Council APPROVED the final version of Camm action plan and signed off the plan as completed (JCO317).</p>
24.49 NGC annual report	Council RECEIVED the NGC annual report 2023/24 (JCO296).
24.50 Minutes	Council APPROVED the unrestricted and restricted minutes of the Council meeting held on 26 September 2024 (JCO300a and b).
24.51 Annual confirmation of signatories	<p>Councils (JCO301):</p> <p>(a) ENDORSED the list of authorised signatories 2024/25;</p> <p>(b) APPROVED the creation of a power of attorney to enable the Chief Operating Officer to sign company legal documents on behalf of the Vice-Chancellor;</p> <p>(c) NOTED the authorised operators of the UW Seal 2024/25.</p>
24.52 Annual Modern Slavery Statement	Council APPROVED the Annual Modern Slavery and Human Trafficking Statement 2023/2024 (JCO302).

Minute	Main discussion points
24.53 Prevent Duty Annual report	Council APPROVED (JC0303):  (a) the Prevent Duty Annual Report 2023/24 for submission to Medr; (b) (b)the Prevent Duty Accountability Returns for the two institutions.
24.54 Chair's action report	Council RECEIVED the Chair's action report (JCO304).
24.55 Declarations of Interest	Dr Liz Siberry noted her declaration as Trustee of Gregynog.  There were no additional declarations of interest.
24.56 Date of next meeting	The next meeting would be held on 23 January 2025.

Meeting closed 12.55