



COUNCIL

UNRESTRICTED Minutes of the meeting held at 10.00 a.m. on Thursday 10 July 2025 at 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

UW Council Members:

Dr Stuart Robb
Iwan Thomas
Deris Williams

UWTSD Council Members:

Richard Bills
Gwyneira Davies
Professor Kyle Erickson
Dr Deborah Hughes
Katrin Shaw
Jennifer Taylor

In attendance:

Gavin Bessant, Director of Financial Services
Sarah Clark, University Secretary and Clerk to the Councils
Dr Andrew Cornish, Principal, Constituent Colleges
Peter Mannion, Chief Operating Officer
Dr Chris Marshall, Chief of Staff
Jane O'Rourke, Executive Director of Human Resources
Professor Mirjam Plantinga, PVC (Education)
Debra Williams, PVC (Commercial and Business Relations)
Catrin Beard, Translator
Margaret Williams, Secretary

Hugh Jones, Consultant (for 25.46)

Minute	Main discussion points
25.41 Apologies	Apologies for absence were received from Geraint Evans, Dr Tracy Cruickshank, Rowland Jones, Geraint Roberts, Dr Liz Siberry and Emlyn Schiavone.
25.42 Declarations of interest	Council RECEIVED the Declarations of Interest as noted in the Clerk's report (JCO356).
25.43 Chair's report	<p>Council RECEIVED the Chair's report (JCO357).</p> <p>Council APPROVED the appointment of Richard Bills as an independent member from 1 July 2025.</p> <p>The Chair welcomed the two student members, Gwyneira Davies and Jennifer Taylor, to their first meeting and congratulated them on their appointments.</p> <p>The Chair reported that Justin Albert would be retiring as a member of UW and UWTSD Councils at the end of the month. He wished him well on behalf of both Councils and thanked him for his contribution.</p> <p>The Chair reported that Catrin Beard was attending her final meeting as translator prior to her retirement in the summer. He wished her well and thanked her for her exemplary work over the years. Lynwen Davies would be taking over as translator from September 2025.</p> <p>The Chair reported that the CUC had commenced a major review of its Higher Education Code of Governance. The publication of the revised Code was expected towards the end of the next year.</p>
25.44 Vice-Chancellor's report	This is RESTRICTED ITEM and reported within the restricted minutes of the meeting.
25.45 Students' Union report	<p>Council RECEIVED the Students' Union report (JCO359).</p> <p>The COO referred to the Students' Union budget 2025/26, which had been proposed by RPC for Council's approval as a separate item. No increase or decrease had been proposed, and the budget would have a small deficit, which the University would work with the SU to manage. He also provided an update on the forthcoming transfer of students from Lampeter to Carmarthen, and the work undertaken to support the transition.</p>
25.46 Governance Effectiveness Review – final report	Council CONSIDERED the final report of the Governance Effectiveness Review (GER), a preliminary draft of which had been considered by NGC at its May 2025 meeting ((JCO361). The report primarily focused on UWTSD but was also relevant to UW.

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	<p>Presenting the report, Hugh Jones confirmed that he had found that UWTSD had good governance processes, underpinned by appropriate policies. The review had confirmed that the University met the expectations of the CUC Code, identifying through this analysis a number of areas for further development. It also made recommendations for several other actions which would improve governance or make it more efficient. Several of the recommendations related to the desirability of adapting some aspects of the style and culture of governance to reflect the changes in leadership style of the Council and the University. These primarily focused on recruitment to broaden the range of professional and personal experience which informed the Council's work and on ensuring that members were well-placed to provide the constructive challenge which was needed.</p> <p>The Clerk read a formal note regarding the review from the Chair of NGC, who was unable to attend the meeting. She had noted the timeliness of the review and her support for the recommendations made.</p> <p>In discussion, members considered the recommendations relating to recruitment and increasing diversity. The Clerk confirmed that the matters raised were consistent with the work that was already in progress through NGC and that a tender exercise for recruitment consultants had commenced.</p> <p>Members also considered the merits of appointing a Senior Independent Governor (SIG). Hugh Jones confirmed that this role, which was promoted in the CUC Code, was becoming increasingly widespread within the HE sector and served a number of purposes. The Clerk noted that the Council had twice considered the role, in accordance with the requirements of the Code, but had decided not to proceed with an appointment. It would be an appropriate time to consider it again in the light of the leadership changes and an increasing move to appoint SIGs in the Welsh sector.</p> <p>Members discussed the observations relating to re-induction and expectations. They agreed that opportunities for informal discussions were important for building relationships and for understanding each other's skills and expertise, and that these might usefully be built into the timetable for meetings.</p> <p>Council AGREED that the report should be formally referred to NGC for detailed consideration, with an action plan presented for approval at the November 2025 meeting of the Council.</p>
25.47 Lampeter Futures update	<p>Council RECEIVED a verbal update on the Lampeter Futures work.</p> <p>The PVC (Commercial and Business Relations) reminded members that the Key Stakeholder Group included representatives from a range of stakeholders, including local politicians, staff and members of the Lampeter Society. Its purpose was to identify new and educational-related activities to bring a long-term sustainable benefit to the Lampeter campus. Submissions of ideas had been received, both formally and informally, and all had been</p>

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	<p>acknowledged and considered. Key areas suggested included conferencing and potential for short and Welsh courses. Members noted their appreciation of the work undertaken by officers and encouraged the continued work with local organisations and the community.</p> <p>The COO reported on the recent discussions with Ceredigion County Council, which focused on education provision. Members would be kept informed of developments.</p>
25.48 Academic Committee report	<p>Council CONSIDERED the report of the Academic Committee meeting held on 2 June 2025 (JCO362).</p> <p>Council RECEIVED:</p> <ul style="list-style-type: none"> (a) the Annual league tables report (JCO383); (b) the University's response to the Annual Student Statement (JCO384); (c) the Welsh Language Strategy annual report (JCO385); (d) the Students' Union election results report (JCO387). <p>Council APPROVED the Code of Practice on the Students' Union 2025/26 (JCO386).</p> <p>The PVC (Education) updated members on progress with the Curriculum Review. Feedback from teams continued to be positive. Officers were working on ways for sharing outcomes and future plans with members. Coleg Sir Gar and Coleg Ceredigion would also be taking part in the process.</p>
25.49 Audit and Risk Committee report	<p>Council CONSIDERED the report of the Audit and Risk Committee meeting held on 21 May 2025 (JCO363).</p> <p>The Chair of ARC referred to the process of monitoring responses to internal audit reports, which was working well.</p> <p>Council RECEIVED:</p> <ul style="list-style-type: none"> (a) the Corporate Risk Register (JCO388); (b) the Whistleblowing annual report (JCO389). <p>Council APPROVED the proposal to engage Bevan and Buckland for undertaking the non-statutory audits for 2024/25.</p> <p>In respect of the Risk Register, the COO and PVC (Education) responded to members' enquiries in relation to the risk relating to student retention. A clear strategy was in place and good progress was being made, but the actions</p>

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	taken to improve retention would take some time to be reflected in the data. The level of risk had increased due to its impact on business.
25.50 Nominations and Governance Committee report	<p>Council CONSIDERED the report of the Nominations and Governance Committee meeting held on 8 May 2025 (JCO364).</p> <p>Council RECEIVED the updated Council development and retention plan (JCO391).</p> <p>Council APPROVED:</p> <ul style="list-style-type: none"> (a) the updated protocol on the use of translation and online/hybrid meetings (JCO390); (b) the approach to EDI data as outlined in 25.14 of the Committee report; (c) the Code of Practice for Council Members for a further period of two years (JCO392); (d) the recommendation that the current pilot format for Council meetings be adopted as permanent practice from 2025/26 onwards.
25.51 Remuneration Committee report	<p>Council CONSIDERED the unreserved report of the Remuneration Committee meeting held on 18 June 2025 (JCO365).</p> <p>Council APPROVED the Pay Policy Statement 2023/24 (JCO393).</p>
25.52 Resources and Performance Committee report	<p>Council CONSIDERED the report of the Resources and Performance Committee meeting held on 19 June 2025 (JCO366).</p> <p>The Clerk read a formal note from the Chair of RPC, who was unable to attend the meeting.</p> <p>Council RECEIVED:</p> <ul style="list-style-type: none"> (a) the Annual Plan monitoring report 2024/25 (JCO394a); (b) the Strategic Plan monitoring report 2024/25 (JCO394b); (c) the KPI monitoring report (JCO395); (d) the update on key estates initiatives (JCO397); (e) the capital budget report (JCO398). <p>Council APPROVED:</p> <ul style="list-style-type: none"> (a) the Flexible Working Policy (JCO396);

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	(b) the Students' Union budget 2025/26 (JCO399).
25.53 Annual Plan 2025/26	This is a RESTRICTED ITEM and reported within the restricted minutes of the meeting.
25.54 Investment strategy and funding	This is a RESTRICTED ITEM and reported within the restricted minutes of the meeting.
25.55 Financial update	This is a RESTRICTED ITEM and reported within the restricted minutes of the meeting.
25.56 Budget 2025/26	This is a RESTRICTED ITEM and reported within the restricted minutes of the meeting.
25.57 Senate Committee report	Council RECEIVED the report of the Senate meeting held on 16 June 2025 (JCO372). Council APPROVED the Senate recommendation for the conferment of the title of Emeritus Professor on Professor Ian Walsh (JCO373).
25.58 Minutes	Council APPROVED the Unrestricted Minutes of the Council held on 27 March 2025 (JCO374b). Council APPROVED the Restricted Minutes of the Council held on 27 March 2025 (JCO374c).
25.59 Subsidiaries annual report	Council RECEIVED the annual report on subsidiary companies (JCO375). Council APPROVED the proposed commencement of work to dissolve the following companies: (a) International Foundation for Interfaith and Intercultural Dialogue (dormant); (b) Welsh American Academy Enterprises Ltd (dormant) (c) Eclectica Drindod (trading; activity in the company is low and decreasing), as part of the work already agreed by Council to merge TCC and UWTSD.
25.60 Coleg Sir Gar Board appointments	The Clerk REPORTED that proposals in respect of Council-nominated membership of the Coleg Sir Board would be made at the September meeting. Council AGREED that the current position, whereby John Edge was its nominee, would continue until that time.

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25.61 Prevent update	Council RECEIVED Medr's March 2025 report on monitoring of the Prevent Duty (JCO378).
25.62 NSS results: Medr follow-up	Council RECEIVED notification of changes to Medr's NSS follow up process (JCO379).
25.63 Chair's action	Council RECEIVED the Chair's action report (JCO380).
25.64 Use of the University Seal	Council RECEIVED the report on the use of the University Seal (JCO381).
25.65 Mount Pleasant campus	Council RECEIVED a report on termination of a range of collaboration agreements between the University and Swansea Education Group (SEG) in relation to the Mount Pleasant Campus, which would necessitate the use of the Seal during the summer period (JCO404).
25.66 Declarations of Interest	No additional declarations were made during the meeting.
25.67 Date of next meeting	The next meeting would be held on 18 September 2025.

Meeting terminated 1.50