

**CARDIFF METROPOLITAN UNIVERSITY**

**MEETING OF THE BOARD OF GOVERNORS: TUESDAY, 16 DECEMBER 2014**

**MINUTES**

**Present:** Miss B Wilding (Chair), Mr.J.F.Thomas (Vice-Chair), Professor.A.J.Chapman (Vice-Chancellor & Principal), Ms. N. Amery, Mr.J.Barnett, Ms.J.Berry, Mr.P.Davies, Professor S. Fleming, Mr.G.Hardacre, Mrs. M. Hassan, Mr.S.Kelly, Mr.S.Kidwai, Dr.S.Jackson, Rev.Canon R.Morrison, Dr. M. Waring, Mr.P.R.Williams and Mr.G.Yorston

**Attendance:** Professor D.Brooksbank (PVC Enterprise), Mr.J.Cappock (Chief Operating Officer), Mrs.J.Hare (Deputy Vice-Chancellor & Director of Student Experience), Professor S.Hanton (PVC Research), Mr.D.Lloyd (Food Industry Centre – for item 1488), Professor M. Loutfi (PVC International), Mr.E.Newcomb (external consultant), Mr.D.C.Price (PVC Strategy & Performance) and Mr.R.D.G.Walters (Secretary & Clerk to the Governors).

Before the commencement of formal business the Chair welcomed Dr. Stephen Jackson to his first meeting since appointment on 1 December 2014 as a co-opted member with experience of education. Welcome was extended also to Mr. David Lloyd, Director, Food Industry Centre, Cardiff School of Health Sciences, and to Mr. Eddie Newcomb, facilitator for the review of the Governing Body's effectiveness.

**1485. Apologies for Absence**

Apologies for absence were received from Mr.A.Clark, Ms. S. Hay, Mr. F. Holmes and Mr.S.Jones.

**1486. Declarations of Conflict of Interest**

There were no declarations of conflict of interest.

**1487. Minutes of the Board of Governors: 14 October 2014**

The minutes of the last meeting were confirmed as a correct record and signed. There were no matters arising from the minutes.

**1488. Presentation: Food Industry Centre and the KITE Programme**

Mr. David Lloyd, Director of the Food Industry Centre, Cardiff School of Health Sciences, gave a presentation on the Food Industry Centre and the KITE Programme.

It was explained that the KITE (Knowledge Innovation Technology Exchange) Programme, a graduate knowledge exchange scheme which was funded by the EU and Welsh Government, facilitated a proactive partnership between SME food businesses, affiliates (graduates/individuals with industry experience) and Welsh Food Centres (Zero2Five Food Industry Centre, Cardiff Metropolitan University and Food Technology Centre, Coleg Menai). The KITE programme was designed to minimise disruption to business whilst optimising the

potential for increased process control and maximising profits. It had potential also to reverse skill migration and have a positive impact on retailer growth.

In addition to the KITE programme, the presentation gave details of the Centre's international work. This work included i) participation in trade missions and governmental conferences, ii) the expansion of food science related partners and inward investment, iii) engagement with industry and the development of partnerships at home and abroad, iv) its position as a major link in food supply chains, v) its work on sustainability (business and environmental) including its inclusion in the Welsh Government's "Towards Sustainable Growth" Strategy 2014, and vi) its involvement in and contributions to start-ups, social justice, learning & teaching, research and enterprise.

**Resolved** that the presentation be received.

#### **1489. Standing Items:**

##### **.1 Report of the Chair of the Board of Governors**

The Chair's report provided details of meetings attended since October 2014 including the UUK Plenary Meeting on 16 and 17 October 2014, which had considered the Equality Challenge Unit's report: *The Rationale for Equality and Diversity: How Vice-Chancellors and Principals are Leading Change* and the pending revised CUC Higher Education Code of Governance, and the CHEW meeting held on 20 November 2014 which had been attended by the Vice-Chair. The business of the latter meeting had included progress of the Higher Education (Wales) Bill, the Diamond Review and the pending revision of the CUC Higher Education Code of Governance.

Notice was given of Chair's Action under Standing Orders on 17 November 2014 to waive quorum arrangements to allow the Resources Committee meeting on 18 November to proceed with attendance by fewer than four members if necessary.

The report summarised the business of the meeting of the Strategic Planning & Performance Committee held on 25 November 2014, the unconfirmed minutes of which were presented for information (min. 1501.4 refers). Significant items of business not included on the Board's agenda were the report on League Tables 2014 and the initial review of six corporate policies which were scheduled for Board approval during the Summer Term 2015.

**Resolved** that:

- .1 the report be received;
- 2 Chair's Action be noted, and
- .3 the business of the Strategic Planning & Performance Committee be noted.

##### **.2 Report of the Vice-Chancellor**

The Vice-Chancellor's periodic report detailed progress made since the meeting of the Board in October 2014. Activities continued to be reported in the context of the Corporate Strategic Plan 2012-17. Since the last report Academic Board had met on 14 November 2014 and Academic Quality and Standards Board (AQSB) on 26 November 2014. Unconfirmed minutes of the November 2014 meeting of Academic

Board were provided together with confirmed minutes of the 12 September 2014 meeting of Academic Board and of the 24 September 2014 meeting of AQSBS. Minutes of the 26 November 2014 meeting of AQSBS were to be provided to the Board during the Spring Term 2014.

Specific items were reported as follows:

in collaboration with Cardiff University and the University of South Wales, the recent launch of a Recognising Prior Learning project promoting a common regional approach to the recognition of prior learning;

the University's success in winning the Times Higher Education 'Most Improved Student Experience' award 2014;

preparations for the announcement of REF results on 16 December 2014 and for the commencement of the REF 2020;

development of the Fovography project – minute 1477.2 of 14 October 2014 refers;

the signing of a Partnership Agreement with Gulf College, Muscat, to offer Cardiff Met programmes in Oman from early 2015;

achievement of a 'first class' award in the People & Planet 'Green League' 2014;

the development of a prioritised improvement capability and efficiency change programme arising out of the professional services review undertaken by Maxxim Consulting – minute 1477.2 of 14 October 2014 refers;

achievement of Investors in People (IIP) Silver accreditation, the second highest level of award within the IIP framework;

initiation of a project to enhance market intelligence (as discussed at the September 2014 away-day);

commencement of preparatory work for a sports pitch at the Arls Field following the failure of the Llandaff Society's Village Green application under the Commons Act 2006, s. 15(2);

launch of the Sport Cardiff project during November 2014;

the University's contribution to the development of the Cardiff City Region – a presentation thereon was to be given at the Board's Spring Term 2015 meeting.

**Resolved** that the report be received

.3 Students' Union President:

i) Written Report

The periodic written report by the President of the Students' Union included details of:

Representation – completion of recruitment of a Welsh Students' Representative, the latest development in the representation structure, and training of nearly 100 Course representatives;

Sport and Societies – registration of a record number of over 1,100 students as members of the Athletic Union and approval of 18 new societies, nearly doubling the number from 2013/14;

the NSS Marketing Plan – the pending launch on 2 February 2015 of the NSS 2015 campaign;

Student Intern Appointments & Training - continued identification of opportunities to involve students in paid intern positions;

Campaigns – participation in the Men's Health awareness campaign 'Movember' and the offering of advice and support on housing issues;

Times Higher Awards – the contribution of the Students' Union in the achievement of the Times Higher Education's 'Most Improved Student Experience' award 2014.

**Resolved** that the report be received

ii) Annual Audited Accounts 2013/14

A written report, which had been presented to the Resources Committee on 18 November, submitted the consolidated Annual Audited Accounts for Cardiff Met Students' Union and its subsidiary trading company Futura Marketing & Promotions Ltd for 2013/14. The Audited Accounts demonstrated that the Students' Union had achieved a net surplus of £49,705, continuing the managed approach pursued over recent years to deliver a surplus and reduce the balance sheet deficit.

**Resolved** that the Annual Audited accounts for Cardiff Met Students' Union be received.

iii) Review of Students' Union Constitution

In accordance with legislative requirements, the SU Constitution was presented for periodic review and further approval. It was reported that the Constitution had been comprehensively reviewed prior to the Board's approval of the current version in 2008 (as further reviewed and varied in March 2009 and December 2011). Recent review by VCB, the Secretary & Clerk to the Governors and the Students' Union's Executive had identified no reasons for further revision at this time.

**Resolved** that the Cardiff Met Students' Union constitution as last revised in December 2011 be approved for a further five year period.

#### .4 Summary Reports by Committee Chairs:

The meeting received oral reports from the respective Chairs of the meetings of the Resources Committee held on 18 November 2014 and the Transnational Education Committee held on 25 November 2014 and earlier on 16 December 2014. The oral reports presented details of significant items of business not featured on the Board's agenda. Unconfirmed minutes were presented for information under minute 1501 below. The oral report of the business of the Audit Committee held on 2 December 2014 is recorded at minute 1496 below.

##### i) Resources Committee 18 November 2014

Cardiff Met Students' Union: Resources Impact Report - a written report had provided details of the positive impact on the Students' Union's activity of the additional resource of £300k for 2014/15 provided through the fee planning process.

Estates: Strategic Estates Plan and Capital Projects Update - a written report had presented progress in capital projects, including Howard Gardens and the Llandaff Sports Pitch, in progress under the Estate Strategy Implementation Plan and in the development of a Residences Strategy.

Howard Gardens – the Committee had noted that completion of the sale of the Howard Gardens site was anticipated for the first quarter of 2015 subject to the grant of planning approval.

Llandaff sports pitch – it had been reported that planning approval for necessary preparatory work has been granted by the local authority in July 2014 and that an application by the Llandaff Society for Village Green status had been rejected.

Environment and Sustainability Report - a written report had summarised progress made during 2013/14 across the University in environment and sustainability matters and had secured the Committee's endorsement of the Environment and Sustainability Policy for a further year. It had been noted with approval that the University had been successful in a recent audit under ISO14001 (environmental management standard) and had retained its certification for all of its estate and activities for a further three years.

Annual Staff Development Report 2013/14 – the Committee had received the annual Staff Development Report and a summary of staff development activity. It had noted with approval the University's liP re-accreditation, on this occasion with 'silver' status, the first such achievement by an HEI in Wales.

##### ii) TNE Committee 25 November and 16 December 2014

Terms of Reference – it had been agreed that the Committee's next meeting would review its Terms of Reference to ensure their suitability for the Committee's new status as a full Committee of the Board of Governors and their consistency with the provisions of the revised Internationalisation Committee (min. 1498.2 below refers) and risk management procedures.

Annual Review of Collaborative Provision Partnerships 2013/14 - the Committee had given detailed consideration to the written Annual Review of Partnerships in so far as it applied to TNE activity.

London School of Commerce – the Committee gave detailed consideration to the continuation of the University’s partnership with LSC and related financial and operational agreements.

**Resolved** that the Committee Chairs’ oral reports be received.

**1490. Higher Education (Wales) Bill**

A written report advised members that the Higher Education (Wales) Bill had completed Stage 2 of the legislative process on 13 November 2014.

The report surveyed progress at Stage 2 and the passage of the 60 amendments to the Bill. It was reported that the nine amendments drawn up by Universities Wales had been taken up by Opposition AMs and had been debated and resolved by the Children, Young Persons and Education Committee on 5 and 13 November 2014.

It was noted with approval that the approach by Universities Wales to legislative Stages 3 and 4, scheduled for completion on 20 and 27 January 2015 respectively, was to focus on further revisions to the Bill aimed at:

the inclusion of additional protections relating to institutional and academic autonomy (rather than just academic autonomy and charity law compliance) applicable to the powers of both the Welsh Government and HEFCW;

the inclusion of limits to the financial requirements that can be imposed on regulated providers;

specifying more clearly the purpose, scope and content of the Financial Management Code;

avoiding over-regulation;

providing safeguards in relation to HEFCW’s powers to issue advice and guidance.

It was noted that the implementation of the Bill was to be delayed for one year and that it was anticipated therefore that the first fee and access plans under the new arrangements would apply for the academic year 2017/18.

**Resolved** that:

- .1 the report be noted, and
- .2 the University continue to support the work of Universities Wales in securing changes to the Bill beneficial to the University and the higher education sector in Wales.

#### **1491. Corporate Strategic Plan: Annual Progress Review 2013/14**

A written report provided an update on progress made against the objectives and targets of the University's Strategic Plan 2012-17 during the 2013-14 academic year. Progress was reported both quantitatively, through reference to the set of Corporate SMART targets, and qualitatively in the form of a narrative overview of pertinent activities that have taken place during the year.

Appendix 1 to the report presented eighteen performance indicators, of which fourteen were considered to be SMART. Of these twelve SMART targets, six had been met or exceeded in advance of the 2017 deadline. Positive indicators of performance notwithstanding, it was acknowledged that in a volatile market there remained the potential for performance to diminish between the date of the report and the end of the planning period.

Particular reference was made to improved performance under the target for 100% of academic and support staff to have annual performance reviews, although it was recognised that additional executive action was required to secure the target's achievement. With regard to the partnership target to foster collaborations that promote and strengthen Cardiff and South East Wales, it was agreed that consideration would be given to broadening the target to include reference to the fostering of collaborations to achieve competitive advantage.

The meeting approved the recommendation of the Strategic Planning & Performance Committee that corporate targets be supported by a metric which pertained specifically to the proportion of 'good' degrees achieved by Cardiff Met graduates. Given the aspiration to be recognised as a 'top ten' new university, it had been suggested that the University could target a place in the top quartile, in the range from 64% through to 88%. It was noted that a proposal for the level at which this target should be set was to be submitted to a future meeting and that the corporate target would be supported by School specific targets.

**Resolved** that:

- .1 the report be noted;
- .2 the proposal to establish a Corporate target for the proportion of graduates achieving 'good' honours degrees be approved.

#### **1492. Strategic Planning and Engagement Document**

The meeting received a written report which provided an update on HEFCW's strategic engagement process and sought approval of the University's initial annual Strategic Planning and Engagement Document (SPED). It was noted that the SPED did not replace the University's Corporate Strategic Plan 2012-17.

It was reported that HEFCW had changed its process for engagement on strategic planning, with universities now being required to provide an annual SPED for 2014 approved by the governing body in the first instance by 15 December 2014 (although an extension had been granted to permit the submission of the University's SPED after 15 December). Universities were required to provide an annual report on progress against each section of the SPED after completion of the first year of the revised planning cycle.

**Resolved** that the Strategic Planning and Engagement Document 2014 be approved for submission to HEFCW.

#### **1493. Key Performance Indicators**

A written report provided and examined in detail updated Key Performance Indicators (KPIs) following the review undertaken during 2013/14. The current approved KPIs, which were presented in the context of the University's Corporate Strategic Plan headings and reflected each of the University's stated objectives together with a limited array of FSSG sustainability metrics, were provided at Appendix 1. Other appendices presented a selection of KPIs with additional benchmarked information, the Annual Sustainability Assurance Report (ASAR) and the benchmark groups.

It was noted that the introduction of explicit linkages between KPIs and corporate strategy required that the iteration of KPIs remained fluid. The University was currently in the process of refreshing its sub-strategies, including the HR Strategy, which was likely to result in the further refinement of KPIs. The report confirmed that KPIs would continue to be formally reported each year to committees during the Autumn Term and that a more comprehensive report, including a greater degree of analysis and benchmark information, would be provided to the Board of Governors in December annually.

Following the University's participation in the 2013 ASSUR pilot, it had been agreed that the University would continue to complete an ASSUR form but only provide the form (on a confidential basis) to HEFCW following a specific request.

**Resolved** that:

- .1 the report be noted;
- .2 the contents of the Annual Sustainability Assurance Report be approved.

#### **1495. Strategic Risk Register: Implications and Actions**

A written report, which had been presented to the Audit Committee on 2 December 2014, examined the Strategic Risk Register in its revised format following its assessment by Management Board on 29 September 2014 and VCB on 17 November 2014. Assurance was given that School and Support Unit risk registers continued to be reviewed and updated on a periodic basis and monitored by the University Risk Manager.

The meeting considered the current assessment of strategic risks. It noted from the report the changes made to the scoring of four risks since the last review in July 2014. Noted also were the appendices to the report, which presented both the summary and detailed Strategic Risk Registers, the interconnectivity of risk categories at a high level, the nature and impact of regulatory failure and the potential impact of a manifestation of the most significant regulatory risk.

**Resolved** that the report be received and the identification and assessment of risks in the current version of the Strategic Risk Register be noted.

#### **.1496. Audit Committee Business**

##### **.1 Internal Audit Annual Report 2013/14**

The Internal Auditors' Annual Report for the business year 2013/14 as received in its final form by the Audit Committee on 2 December 2014 was presented for information.



The Internal Auditors stated that they were satisfied that sufficient internal audit work had been undertaken to allow them to draw a reasonable conclusion on the adequacy and effectiveness of Cardiff Metropolitan University's arrangements. For the 12 months ended 31 July 2014, based on the work undertaken, their opinion regarding the adequacy and effectiveness of Cardiff Metropolitan University's arrangements for governance, risk management and control was as follows:

Governance - Green level of assurance

Risk Management - Green level of assurance

Control - Green level of assurance

**Resolved** that the Internal Audit Annual Report for 2013/14 be received and approved for submission to the Funding Council.

.2 **Audit Committee Annual Report 2013/14**

A written report presented a summary of the work of the Audit Committee during the business year 2013/14 together with the Committee's opinions on the University's risk management, internal control system and governance arrangements and its arrangements for economy, efficiency and effectiveness. The report had been endorsed by members of the Audit Committee for presentation to the Board of Governors on 16 December 2014 and subsequent submission to the Funding Council.

It was reported that the Audit Code of Practice required the provision of the Audit Committee's opinion, drawing on the work of Internal and External Audit and other related work, on the extent to which the Board of Governors in discharging its responsibilities may rely on the University's risk management, internal control system and governance arrangements. In this context the Audit Committee believed that the University's arrangements for risk management, control and governance and its internal and external audit functions were appropriate and effective and may be relied upon by the Board of Governors in its management of the achievement of corporate objectives.

A further requirement was for the Audit Committee to provide an opinion on the adequacy and effectiveness of the University's arrangements for economy, efficiency and effectiveness. In this regard, drawing on the work of Internal and External Audit and the Procurement and Finance Units, advice received from the Funding Council and other related activity, the Audit Committee was of the opinion that Cardiff Metropolitan University had satisfactory arrangements to provide the required level of economy, efficiency and effectiveness.

**Resolved** that the report be received and approved for submission to the Funding Council.

.3 **Re-Appointment of External Auditors**

A further written report presented the Audit Committee's recommendation that, given satisfactory performance, PricewaterhouseCoopers (PWC) be re-appointed as External Auditors for the third year of the current contract.

**Resolved** that PricewaterhouseCoopers be re-appointed for the third year of the current contract for external audit provision.

#### .4 Committee Chair's Summary Report

The Audit Committee Chair presented an oral report on the items of business of the Audit Committee meeting of 2 December 2014 not otherwise addressed on the Board agenda.

##### 1 Internal Audit Progress Report

The Chair confirmed the presentation of the outstanding report from 2013/14 – HR: Staff Recruitment – and the timetable for 2014/15 work (as varied to reflect staff availability and workload commitments). It was noted that work on the first review, on Corporate Governance, had commenced on 8 December 2014 and that all internal audit work for 2014/15 was planned for completion within year.

##### .2 Implementation of Internal Audit Recommendations

The Committee had received a written report providing details of satisfactory progress made in the implementation of high and medium priority recommendations since the Committee's last meeting.

##### .3 Risk Management: Annual Report and Review of Effectiveness: 2013/14

The Committee had received a written report giving details of risk management activity undertaken during 2013/14 including the work of the (former) Risk Management Committee, review and monitoring of local risk registers, updating of the former Corporate Risk Register, development and approval of a revised Risk Management Policy (by the Board of Governors in July 2014) and revision of the Strategic Risk Register. The report had included the annual review of the effectiveness of the risk management processes.

It had been agreed that, as 2014/15 was a transitional year, an internal audit of risk management would be included in the 2016-17 internal audit plan preceded by an interim review during the Autumn Term 2015 as an element of the 2015/16 internal audit plan.

##### .4 Other Items

No matters requiring referral to the Board arose from reports on the new Major Incident Policy, Losses, Financial Interests of Governors and Senior Staff, and Gifts and Hospitality Declarations.

**Resolved** that the oral report be received.

#### 1497. Finance Reports

##### .1 Outturn 2013/14: Final Review

A written report, the primary focus of which was the performance of the Income & Expenditure Account, presented the final Management Accounts for 2013/14. Appendices to the report provided the Income & Expenditure Account for 2013/14, Cashflow Performance over the year, the draft Balance Sheet for the year-end and a summary of the Capital Programme spend against budget.

It was noted that the historic cost surplus for 2013/14 of £1.861m compared favourably with the original budget forecast surplus of £105k and the final forecast of a surplus of £722k.

**Resolved** that the report be approved.

.2 Annual Report and Financial Statements for the Year End 31 July 2014

A written report presented the draft Consolidated Statutory Accounts for the University and the subsidiary company UWIC Ltd. It was reported that these accounts reflected the result in the Final Outturn report of a historic cost surplus of £1.861m, and an operating surplus of £1,443m. It was confirmed that the results satisfied the Financial Strategy and its targets.

The meeting was advised that, as was customary and in accordance with recognised good practice, the Resources Committee and the Audit Committee had received the Statutory Accounts and endorsed the report of the Board of Governors which had been compiled to meet the requirements of the Statement of Recommended Practice for the charity and the sector. The report contained the operating and financial review which provided commentary on the past and future financial position of the University and an overview of financial performance.

It was reported that the Resources and Audit Committees were satisfied that the Financial Statements did not conflict with the University's charitable status and had been compiled on a "going concern" basis. As previously endorsed by the Committees, the meeting approved the contents and tenor of the Report of the Board of Governors (including the Public Benefit Statement), the Responsibilities of the Board of Governors and the Corporate Governance Statement.

**Resolved** that the report be approved for submission to the Funding Council.

.3 PricewaterhouseCoopers: Audit Findings Report for Year Ended 31 July 2014

The annual report by PWC supported the contents of the Annual Reports and Financial Statements (minute 1497.2 above refers) and stated that the External Auditors anticipated the issue of an unqualified audit opinion.

The report listed the major Key Performance Indicators, demonstrated the maintenance of the University's financial position and presented one medium significance internal control recommendation relating to access to the Agresso Finance system which had been accepted by the executive. No significant issues arose from the ISA 260 report requiring referral to the Board of Governors.

**Resolved** that the report be received.

.4 Outturn 2014/15: First Review

The final written finance report presented progress in the delivery of the target financial surplus for 2014/15. It was reported that the University had budgeted for a surplus for the year of £6.95m, comprising a surplus of £3.7m through normal operations and the anticipated profit on the sale of Howard Gardens of £3.25m. Appendices presented the Income & Expenditure Account for 2014/15 together with cash management, balance sheet and capital expenditure expectations.

Although the report identified a number of budget areas where a future adjustment was likely, at an early stage in the financial year and without confirmation of student numbers there was no recommendation for change to the forecast budget surplus,

**Resolved** that the report be approved.

#### **1498. Policy and Strategy Review**

Revised versions of two strategies which were due to expire on 31 December 2014 were presented for approval. It was confirmed that no actions were required as a result of equality impact assessments undertaken in respect of the policies.

##### **.1 Enterprise Strategy 2015 - 2020**

It was noted that in response to changes to HEFCW's strategic engagement process the University had elected to develop an Enterprise Strategy in place of the current Innovation and Engagement Strategy.

Confirmation was given that the draft Enterprise Strategy had been the subject of formal consultation at both the Academic Board and the Research and Enterprise Board; details were provided of actions taken in response to the consultation. It was noted that, in common with the approach taken for the recently-approved Research Strategy, an Enterprise Strategy Action Plan was being developed alongside the strategy consultation process. The report provided a schedule of annual milestones against which progress against targets would be measured and advised that the targets within the draft Strategy related to expected performance at the end of the planning period.

**Resolved** that the new Enterprise Strategy for 2015-2020 be approved.

##### **.2 Internationalisation Strategy 2015 - 2020**

It was reported that the Internationalisation Strategy had been reviewed through the University's academic and support structures during the Summer and Autumn Terms 2014. A draft revised Strategy, which comprised the three themes of Academic Activity, Market Position and Support & Controls, had been endorsed by Academic Board on 14 November 2014 and by SPPC on 25 November 2014.

It was agreed, as endorsed by SPPC, that the connectivity between the revised Strategy and the work of the TNE Committee would be considered during the Spring Term 2015 and any proposed enhancements or revisions to the Strategy presented to the governing body in due course.

**Resolved** that the revised Internationalisation Strategy for 2015-220 be approved.

#### **1499. Governance Report**

The meeting received the Clerk's periodic governance report.

##### **.1 Committee Membership**

On the Chair's recommendation, the meeting approved the appointment of Dr. Stephen Jackson to the TNE Committee.

On the recommendation of the Audit Committee, the meeting approved the appointment of Mr. Adrian Piper (external co-opted member of the Audit Committee) as Audit Committee Vice-Chair for the remainder of the business year 2014/15.

.2 Stakeholder Forum

It was reported that the meeting of the Stakeholder Forum scheduled for 2 December 2014 had been cancelled for lack of attendance, that details were to be provided of arrangements for the Spring Term 2015 meeting (subsequently fixed for 23 March) and that the Summer Term 2015 meeting was scheduled for Thursday, 25 June.

.3 Review of Effectiveness

The meeting was advised that the final report of the review of the governing body's effectiveness would be presented to the Board of Governors on 31 March 2015. It was reported that in preparation for that presentation a meeting for all governors who were able to attend would be held during the afternoon of Thursday, 26 February to discuss the emerging findings.

.4 Training

It was confirmed that:

copies of the PowerPoint presentations given at the 'Being an Effective Governor' Leadership Event: Globalisation of Higher Education in Wales event held on 6 November 2015 would be made available as soon as they were released;

a programme of in-house training and development events would be constructed during 2015 to i) reflect the outcomes of the review of effectiveness, ii) draw on the recent Equality Challenge Unit report: *The Rationale for Equality and Diversity: How Vice-Chancellors and Principals are Leading Change* and iii) assess the Board's compliance with the revised CUC Higher Education Code of Governance (which was currently out for further consultation and was scheduled for issue in the New Year);

additional information would be provided in due course on a Leadership Foundation Governor Development Day to be held in Wales on 7 May 2015 and an event on the new Higher Education Code of Governance.

.5 HEFCW Circulars

Details were provided of Higher Education circulars posted on the HEFCW website since the last report.

**Resolved** that:

.1 the report be noted;

.2 Dr. Stephen Jackson be appointed to the TNE Committee;

.3 Mr. Adrian Piper be re-appointed as Audit Committee Vice-Chair for the business year 2014/15.

**1500. Any Other Business**

.1 Restricted Business

**Resolved** that the following reports would retain restricted status:

Higher Education (Wales) Bill  
HEFCW Strategic Engagement Process  
Strategic Risk Register: Implications & Actions  
Outturn 2013/14: Final Review  
PWC Audit Findings Report for Year ended 31 July 2014  
Outturn First review

**1501. FOR INFORMATION**

The following documents were presented for information:

- .1 Rolling Calendar
  - .2 Complaints Report 2013/14
  - .3 Major Incident Plan
  - .4 Minutes of the Resources Committee: 18 November 2014
  - .5 Minutes of the Strategic Planning & Performance Committee: 25 November 2014
  - .6 Open minutes of the Transnational Education Committee: 25 November 2014
  - .7. Minutes of the Audit Committee: 2 December 2014
-