



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

Minute	Main discussion points
25.36 Apologies	Apologies for absence were received from Geraint Evans, Dr Tracy Cruickshank, Rowland Jones, Geraint Roberts, Dr Liz Siberry and Emlyn Schiavone.

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25.37 Declarations of interest	Council RECEIVED the Declarations of Interest as noted in the Clerk's report (JCO356). Stuart Robb noted his declaration as a trustee of UWRET in relation to the UW budget item.
25.38 Appointment of Vice-Chair	Council APPROVED the appointment of Tim Llewelyn as Vice-Chair from 1 July 2025 to 31 July 2026 (JCO360), succeeding Justin Albert.
25.39 Chair's report	Council RECEIVED the Chair's report (JCO357). 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. 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. 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.
25.40 Vice-Chancellor's report	Council RECEIVED the Vice-Chancellor's report (JCO358). The report reflected on a number of matters relating primarily to UWTSD.
25.41 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 focused primarily on UWTSD but was also relevant to UW. 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.
25.42 Academic Committee report	Council CONSIDERED the report of the Academic Committee meeting held on 2 June 2025, which related primarily to UWTSD (JCO362).
25.43	Council CONSIDERED the report of the Audit and Risk Committee meeting held on 21 May 2025 (JCO363).

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Audit and Risk Committee report	The Chair of ARC referred to the process of monitoring responses to internal audit reports, which was working well. Council RECEIVED: (a) the Corporate Risk Register (JCO388); (b) the Whistleblowing annual report (JCO389). Council APPROVED the proposal to engage Bevan and Buckland for undertaking the non-statutory audits for 2024/25.
25.44 Nominations and Governance Committee report	Council CONSIDERED the report of the Nominations and Governance Committee meeting held on 8 May 2025 (JCO364). Council RECEIVED the updated Council development and retention plan (JCO391). Council APPROVED: (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.
25.45 Remuneration Committee report	Council CONSIDERED the unreserved report of the Remuneration Committee meeting held on 18 June 2025 (JCO365). Council APPROVED the Pay Policy Statement 2023/24 (JCO393).
25.46 Resources and Performance Committee report	Council CONSIDERED the report of the Resources and Performance Committee meeting held on 19 June 2025, which related primarily to UWTSD (JCO366).
25.47 Financial update	Council CONSIDERED the financial update which included the UW Press (JCO370a). The DFS reported on a positive surplus and cash flow for the year. Core operations were ahead of budget owing to payroll savings through vacancies and timing variances on collaborative income and associated costs. The UW

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	Press was continuing its trend in decreasing the deficit. Sales were ahead of budget, with vacancy savings in support areas increasing the positive variance. It was expected that the UW would generate a small surplus at the end of the year.
25.48 Budget 2025/26	Council CONSIDERED the proposed budget 2025/26 (JCO370b), the approval of which had been recommended by RPC. The DFS reported that the budget had been prepared on a detailed basis for the year and showed continuation of the operation of the University for the year. The budget continued the running of the University as a going concern with a small surplus and cash flow for the year. Council APPROVED the budget 2025/26.
25.49 Academic Board	Council RECEIVED the report of the UW Academic Board meeting held on 16 June 2025 (JCO371).
25.50 Minutes	Council APPROVED the Minutes of the Council held on 27 March 2025 (JCO374a).
25.51 Subsidiaries annual report	Council RECEIVED the annual report on subsidiary companies (JCO375).
25.52 Gwasg Gregynog	Council CONSIDERED a report from the directors of Gwasg Gregynog on the work undertaken to identify appropriate and feasible options for its future (JCO376). Council APPROVED the recommendation of the directors that, in principle, the Gregynog Press and its assets should be transferred to the custodianship of Gwasg Gregynog Hall, subject to the agreement of the Hall's trustees. It noted that discussions with the trustees were only at a preliminary stage; 'in principle' approval had been sought to allow those discussions to be progressed and formalised.
25.53 Prevent update	Council RECEIVED Medr's March 2025 report on monitoring of the Prevent Duty (JCO378).
25.54 Chair's action	Council RECEIVED the Chair's action report (JCO380).
25.55 Declarations of Interest	The following declarations had been noted: Stuart Robb as a trustee of UWRET in relation to the UW budget item.

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	No other additional declarations were made during the meeting.
25.56 Date of next meeting	The next meeting would be held on 18 September 2025.

Meeting terminated 1.50