**DocUC13/57**

 **(Unconfirmed)**

**University Court**

**Minutes of the meeting of the University Court held on 30th January 2014**

**(Minutes 13.87 – 13.121)**

**Present:** Mr Antony Brian, Chair

 Ms Rhona Baillie Mrs Hazel Brooke (Vice-Chair), Dr Douglas Chalmers, Mr John Chapman, Professor Pamela Gillies, Ms Laura Gordon, Mr Ian Gracie, Mr Tom Halpin, Mr Gordon Jack, Mr Austin Lafferty, Mr Matthew Lamb, Dr Rajan Madhok, Dr James Miller (by video), Mr Hugh O’Neill, Miss Davena Rankin, Mr Iain Stewart, Mr David Wallace and Mr Alistair Webster

**Apologies:** Professor Stephanie Young and Dr Bob Winter

**In attendance:** Dr Bob Clougherty, Dean, GCU NYC (for Ms Smyth’s presentation only)

Professor Douglas Greenhalgh, Executive Dean, School of Engineering and the Built Environment and PVC

Ms Jan Hulme, University Secretary and Vice-Principal (Governance)

Mr Alex Killick, Director of People

Ms Jackie Main, Director of Student Experience, Governance and Quality Enhancement

Professor Mike Mannion, Vice-Principal and Pro Vice Chancellor ResearchMr Gerry Milne, Chief Financial Officer and Vice-Principal Finance & Planning

Professor Lesley Sawers, Vice-Principal and Pro Vice Chancellor Business Development, Enterprise

and Innovation

Ms Cara Smyth, Vice President GCU NYC

Professor Karen Stanton, Vice-Principal & Pro Vice-Chancellor Global Engagement

Professor Valerie Webster, Executive Dean and PVC External Relations Professor John Wilson, Executive Dean of the Glasgow School for Business & Society and Pro Vice

Chancellor Learning and Teaching

 Ms Deborah Donnet, Minute Secretary

**Chair’s Opening Remarks**

1. The Chair welcomed Ms Cara Smyth, Vice President GCU NY, and the recently appointed Dr Bob Clougherty, Dean GCU NY to their first meeting.
2. The Chair intimated that item 9.1 GCU Corporate Risk Register and Risk Management Update would be removed from the agenda to enable prior consideration by Audit Committee and would be considered by Court at its next meeting.
3. The Chair intimated that item 9.4(a) would be elevated for discussion

**Presentation on GCU NY**

The Vice President, GCU NY, delivered a detailed presentation on the progress being made with the establishment of GCU NY and the initial programme of high profile events which would commence in the spring once the fit out of the premises was complete. It was emphasised that key to the introduction of degree programmes was the achievement of the licence from the State Education Department (SED). This was well recognised as a challenging task with the timescale set by the SED and not the University. However, the University’s application had been submitted on schedule in December 2013, and in due course the SED would seek a site visit to GCU Glasgow. The University would invite the SED to include London in its itinerary. The Chair expressed his thanks at the encouraging progress being made by all involved in the project.

**Minutes of the meeting of the University Court held on 28th November 2013**

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| 13.87 | Agreed |  | Document UC13/42, the unconfirmed draft minutes of the Court meeting held on 23rd September 2013 were an accurate record. |

**Matters Arising Briefing Note**

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| 13.88 | Noted |  | Document UC13/43 which provided an update on matters arising from the meeting of Court held on 28th November 2013.  |

**Chair’s Report**

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| 13.89 | Noted |  | Document UC13/44, a report from the Chair of Court on the activities he had undertaken and meetings he had attended on behalf of Court.  |

**Principal’s and Executive Board Report**

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| 13.90 | Noted |   | Document UC13/45, the Principal’s and Executive Board Report to Court.  |
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| 13.91 | Reported | i. | By the Principal that College Connect had been lunched on 20th January 2014 and Professor Alice Brown, Chair of the Scottish Funding Council had delivered the keynote address. The College Connect strategy provided a strong framework for the University to support articulation and further enhance the University’s relationships with its partner colleges. |
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|  |  | ii. | The University had been host to the Scottish Business Board, chaired by the Secretary for State for Scotland, Rt Hon Alistair Carmichael MP. Whilst on campus he also attended a meeting of Entrepreneurial Spark and visited the Students’ Association. The University has been invited to give a presentation to the next Scottish Business Board in May 2014.  |
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|  |  | iii. | The University’s programme with Transnet Freight Rail in South Africa featured as a case study in the UK Education and Training Capability report published by UK Trade and Investment. |

**University Secretary’s Report**

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| 13. 92 | Noted |  i. | Document UC13/46, the University Secretary’s Report.  |
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|   |   |  ii. | A verbal update by the University Secretary and the Director of People on the sector wide industrial action. |
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| 13.93 | Agreed |  | The schedule of Court and Standing Committee meetings for 2014/15, the definitive version of which would be re-circulated to Court members after the meeting. |

**Senate Annual Report 2012-13**

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| 13.94 | Noted |   | Document UC13/47, the Senate Annual Report 2012-13. |

**Outcome Agreement 2014-2015: Final Report**

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| 13.95 | Considered |  | Document UC13/48, the near final Outcome Agreement 2014/2015 for submission to the Scottish Funding Council (SFC). |
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| 13.96 | Reported | i. | By the Principal that at a final meeting with the SFC the previous day they had been impressed with the University’s submission and she advised that the University was one of only three universities who aligned their Outcome Agreement to their corporate strategy. |
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|  |  | ii. | The SFC had requested two changes, one of which involved minor editorial revisions, and the other challenged the University to be more ambitious in target setting. As a result it had been agreed that the University would amend National Performance Measure (6) “The number and proportion of full-time first year Scottish-domiciled undergraduate entrants returning to study in year two” from over 90% to 92% as achieved in 2011/12. |
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|  |   | iii. | The Principal advised that this was a challenging target but that the SFC had given a reassurance that there would be no financial penalty if this increased target was not met.  |
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| 13.97 | Discussed |   | In response to questions regarding the opaque definitions/ostensible duplication of some of the National Performance Measures, Court was advised that the measures had been defined by the SFC and it was understood that some refinement to the wording was being considered for future years. |
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| 13.98 | Agreed |   | To endorse the draft Outcome Agreement 2014/15 for submission to the SFC subject to the inclusions of the amendments discussed, having noted that the SFC had given explicit reassurance to the Principal that there would be no financial penalty if it was not able to meet the new increased target for National Performance Measure (6).  |

**People Strategy Annual Report 2012-13**

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| 13. 99 | Considered |  | Document UC13/50 the People Strategy Annual Report 2012-13. |
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| 13.100 | Reported | i. | By the Director of People that during the first three years of the People Strategy, the focus was on 3 key projects• The People Passport which was launched on 7th October 2013;• The Career Guide and Review Tool which was being implemented and would be rolled out to all staff during 2013/14; and• The AcceleRATE programme that provided accreditation of prior learning and was a key element of building staff capacity and capability as part of the Strategy for Learning. |
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|   |   | ii. | By the Chair of the Staff Policy Committee that the Committee was encouraged by the progress made. Whilst there was some question regarding sickness absence rates, it was acknowledged that movement was positive and this was being looked at by the Health and Wellbeing Taskforce. |
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| 13.101 | Discussed | i. | In response to a question regarding Modern Apprenticeships, Court was informed that this would be looked at within a more fundamental review of routes into employment and workforce planning that the directorate would be undertaking during 2013/14. |
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|  |  | ii. | The on-going work to build positive relationships between management and Trades Unions was welcomed and noted that this was progressing well. |
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| 13.102 | Agreed |  | To note the People Strategy Annual Report 2012 – 13. |

**Court Membership Committee Report 20th January 2014**

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| 13.103 | Considered |  | Document UC13/51, a report on the substantive issues of business discussed at the Court Membership Committee on 20th January 2014. |
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| 13.104 | Reported | i. | By the Chair that the Scottish Code of Good HE Governance required universities to establish appropriate goals and policies for equality and diversity (E&D). The Court Membership Committee considered, on the basis of codes and experience of the private sector too, that these goals should be aspirational and not hard targets. Consequently, the Committee had recommended that the Court membership should seek to reflect the breadth of the community which it serves, subject to maintenance of the necessary skills and expertise amongst Court members. |
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|  |   | ii. | As no equality and diversity data was currently gathered on governor applications or successful appointments (as was routinely done for University staff appointments) it was not possible to get an accurate assessment of the Court’s profile or to map any trends or changes in profile or applicants. The Court Membership Committee therefore had agreed to recommend the gathering of E&D information. |
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| 13.105 | Agreed | i. | That the Court membership should seek to reflect the breadth of the community which it serves, subject to maintenance of the necessary skills and expertise amongst Court members. |
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|  |  | ii. | That all current governors, future applicants and successful governor appointments be asked to complete an E&D questionnaire to allow analysis and trend monitoring of the profile of the Court against E&D goals. |

**Process for Appointing the Chair of Court**

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| 13.106 | Considered |   | Document UC13/52 the first draft job description and draft process and timescale for the appointment of the next Chair of Court. |
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| 13.107 | Reported | i. | By the Chair that his term of office would conclude on 5th February 2015 and plans for recruiting a new Chair must be made in line with the requirements of the Scottish Code of Good HE Governance (the Code). This new compliant process would require an amendment to Section 2.1 of the Standing Orders. |
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|   |   | ii. | A draft job description and timetable for recruitment had been prepared. In line with the Code, the job description would be subject to consultation with staff and students. |
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| 13.108 | Discussed | i. | Court considered whether it was a necessary requirement for an applicant to have experience of chairing a senior body, and whilst it was felt that meeting chairing skills were very important, these should be considered in light of the overall skills mix of a candidate.  |
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|  |  | ii. | It was noted that various sources both within and outwith the sector had been reviewed as well as the existing job description in preparing the draft. |
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|  |  | iii. | The time commitment of “not be less than the equivalent of one day per week” was queried. On the one hand the job description should be clear that this was a significant responsibility but on the other hand overstating the time required could deter highly experienced and able candidates. Moreover, personal style would play its part. Recent advertisements for the role in other comparable HEIs had quantified the time as three days per month. An average of not less than one day a week was agreed to be an appropriate assessment of the time involved whilst taking account of the need for flexibility in the exercise of the role. |
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|  |  | iv. | It was suggested that the job description be divided into “essential” and “desirable” skills and attributes in order to attract a wide range of applicants and that consideration should be given to posing a question in this regard during the consultation with staff and students. |
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|  |   | v. | A question was asked in relation to the decision not to appoint Search Consultants and Court was advised that it was felt that the University, through existing resources, expected to attract a strong field of applicants, but if this proved not to be the case there was sufficient time in the timetable to appoint Search Consultants in the early summer. The Directorate of People would be supporting the process in the way that it would support the appointment of a senior staff appointment. |
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|  |  | vi. | It was noted that seeking nominations from existing Court members had been erroneously omitted from the stage 5 of the timetable and that the question of seeking nominations from students and staff was still under consideration by the Court Membership Committee. |
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| 13.109 | Agreed | i. | To amend Section 2.1 of the Standing Orders, relating to the appointment of the Chair of Court, to ensure compliance with the Scottish Code of Good HE Governance. |
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|  |  | ii. | To delegate the management of the process for appointing the Chair of Court to the Court Membership Committee with the final decision resting with Court. |
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|  |  | iii. | To approve the draft job description, subject to amendments discussed, for circulation to staff and students for consultation. |
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|  |  | iv. | To approve the timetable and process for recruiting the Chair of Court subject to the amendments noted. |
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|  |  | v. | To accept the Court Membership Committee’s recommendation not to appoint Search Consultants unless other means of generating applications proved inadequate. |

*Secretary’s Note: With reference to the extent of the research used to inform the preparation of the draft Chair of Court job description, the sources reviewed in its development are attached as an appendix to this minute.*

**Finance and General Purposes Committee Report 21st January 2014**

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| 13.110 | Considered |  | Document UC13/53, a report on the substantive issues of business discussed at the Finance and General Purposes Committee on 21st January 2014. |
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| 13.111 | Reported |  i. | By the Vice Chair of the Finance and General Purposes Committee and as reported at the last Court meeting, despite an increase of over 30% in new student registrations in September 2013 compared with September 2012, international student income had not met the budgeted figure. Court was reminded that for various reasons the international recruitment market had been challenging across the sector for a number of years and that this had coincided with the University setting stretching targets for international income and incorporating these within the 2013/14 budget. |
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|  |  | ii. | New international enrolments had fallen since 2010/11 and were only now beginning to recover. However this in itself was not sufficient to compensate for the fact that weaker recruitment in those previous years meant there were fewer continuing students and this continued to have an impact on income. |
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|  |  | iii. | Budgets for future years had been amended to reflect a more realistic 10% year on year increase on international student income. |
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|  |  | iv. | The Finance and General Purposes Committee had considered a very detailed report by the Vice Principal and PVC Global Engagement and was reassured that the International Recruitment Strategy was working, although not necessarily at the rate originally planned for reasons that had been explained.  |
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|  |  | v. | That the Chief Financial Officer and VP Finance and Planning had assured the Finance and General Purposes Committee that the slower growth in international income now anticipated should not significantly adversely impact on the University’s financial position over the next few years. |
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|  |  | vi. | In light of this, it had been concluded on the recommendation of Finance and General Purposes Committee and in consultation with the Chair of Court that it was not necessary for the detailed report to be considered by Court at this meeting. |
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| 13.112 | Discussed | i. | A question was asked in relation to the impact on international recruitment and student exchanges of the introduction of “long/thin” modules. Court was advised that the “long/thin” modules had been introduced as part of the Portfolio Refresh and although with debate in some areas, it was not anticipated that it would have an adverse impact. |
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| 13.113 | Agreed |  | To note the Finance and General Purposes Committee report and the update provided by the Committee’s Vice Chair. |

**Introduction of Undergraduate Provision at GCU London:**

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| 13.114 | Considered |  | Document UC13/54, outlining initial market research and models to support the introduction in 2014-15 of undergraduate programmes at GCU London.  |
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| 13.115 | Reported | i. | By the VP and PVC Global Engagement that the provision was targeted at international students and comprised a one year foundation level and a three year honours degree. A further variation could involve the University providing one or two year top-up provision to those suitably qualified to complete an honours degree. The initial portfolio would contain 4 business degrees which would build on the existing brand, expertise and reputation of GCU London, and which had attractive pathways to postgraduate offerings in London, Glasgow and New York.  |
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|  |  | ii. | Work would be required to alter the existing facilities at GCU’s Fashion Street campus to ensure appropriate facilities for both undergraduate and postgraduate students which built on and did not compromise the existing attractiveness of the premises for postgraduate students. A learning zone would be built on the first floor initially and the overall accommodation would be reviewed in 2016-17. |
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|  |  | iii. | By the Vice Chair of the Finance and General Purposes Committee that the Committee was supportive of the proposals subject to receipt of more detailed financial information. |
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| 13.116 | Discussed | i. | In response to a question about the age profile of the potential students, Court was advised that it was anticipated that the undergraduate students would generally be younger than the post graduate students currently studying at GCU London and that appropriate pastoral support and other facilities would be provided. |
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|  |  | ii. | The issue of a Scottish university operating in England was raised and Court was informed that there were legal and regulatory matters to address in operating in England in the undergraduate market, and these were being explored. Whilst the programme was targeted at international students, other students could apply. |
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| 13.117 | Agreed |  | To note the initial market research findings and approve the further development of fuller proposals and a business plan for the next meeting. |

**Students’ Association Trimester 1 Report**

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| 13. 118 | Noted |  i. | Document UC12/55, a report on the activities in which the Students’ Association had been engaged during Trimester 1 in the academic year 2013/14. |
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|  |  | ii. | The President of the Students’ Association introduced the report and drew Court’s attention to the main highlights. |
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| 13.119 | Agreed |  | After a detailed update, the Chair thanked the President of the Students’ Association and the student executive team for an impressive and informative report. |

**Changes to Schedule 4 of the Students’ Association Constitution**

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| 13. 120 | Approved |  | Document UC13/56 a request from the Students’ Association to make changes to Schedule 4 of its constitution to allow the Student Trustees to be appointed to its Trustee Board and not elected as was current practice. |

**Date of next meeting**

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| 13. 121 | Noted |  | The next meeting of Court would be held on Thursday 20th March 2014 at 4.30pm. |

**Closing Remarks**

The Chair informed Court that this was Hugh O’Neill’s last meeting as a governor as his term of office would come to an end in February after 11 years’ service. On behalf of Court, he thanked Mr O’Neill for his great service and his loyal support of the University. His advice, particularly in relation to estates and construction and notably the Saltire Centre and the Heart of the Campus project, and his contribution to health and safety considerations had been outstanding. On behalf of the Court, he offered Mr O’Neill and his wife best wishes for the future.

**Appendix 1**

**Sources used in the preparation of the Chair of Court Job Description/Appointment process**

[FRC: Guidance on Board Effectiveness: March 2011](https://www.frc.org.uk/getattachment/c9ce2814-2806-4bca-a179-e390ecbed841/Guidance-on-Board-Effectiveness.aspx)

[FRC: The UK Corporate Governance Code: September 2012](https://www.frc.org.uk/Our-Work/Codes-Standards/Corporate-governance/UK-Corporate-Governance-Code.aspx)

[CUC Guide for Members of HE Governing Bodies in the UK: March 2009](https://www.ljmu.ac.uk/secretariat/docs/CUC_Guide_for_Governors.pdf)

Analysis of responses in the 2006 CUC Governance Questionnaire on appointment of Chair of Court

Job descriptions and processes from other HEIs

CUC: Template for Role Description of Chair of Court

Role Description for current Chair of Court

[Scottish Code of Good HE Governance 2013](http://www.scottishuniversitygovernance.ac.uk/wp-content/uploads/2013/07/Scottish-Code-of-Good-HE-Governance.pdf)