**DocUC14/01**

**(Confirmed)**

**University Court**

**Minutes of the meeting of the University Court held on 3rd July 2014**

**(Minutes 13.170 – 13.200)**

**Present:** Mr Antony Brian (Chair)

Mrs Hazel Brooke (Vice Chair), Ms Rhona Baillie, Mr John Chapman, Professor Pamela Gillies, Ms Laura Gordon, Mr Ian Gracie, Mr Gordon Jack, Mr Austin Lafferty, Dr James Miller, Miss Davena Rankin, Mr Michael Stephenson, Mr Iain Stewart, Mr Alistair Webster, Dr Bob Winter and Professor Stephanie Young

**Apologies:** Mr Tom Halpin, Professor Mike Mannion, Vice-Principal and Pro Vice Chancellor Research, Mr David Wallace, Professor Lesley Sawers, Vice-Principal and Pro Vice Chancellor Business Development, Enterprise and Innovation

**In attendance:** Ms Jan Hulme, University Secretary and Vice-Principal (Governance)

Mrs Claire Hulsen, Director of Policy and Planning (for KPI Progress Report & Draft 2020 Strategy)

Mr Alex Killick, Director of People

Mr Gerry Milne, Chief Financial Officer and Vice-Principal Finance & Planning

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

Professor Valerie Webster, Vice-Principal & Pro Vice-Chancellor School of Health & Life Sciences

Professor John Wilson, Executive Dean of the Glasgow School for Business & Society and Pro Vice

Chancellor Learning and Teaching

Ms Janice Bruce, Secretary

**Chair’s Opening Remarks**

1. The Chair welcomed Mr Michael Stephenson, the President of the Students’ Association, to his first Court meeting
2. The Chair proposed that the following items be elevated for discussion:

* Item 8.2: Audit Committee Report
* Item 8.3: Remuneration Committee Report
* Item 12: GCUNY Update

1. The Chair noted that the Principal wished to advise Court of a change to the Executive Board. The Principal stated that Professor Douglas Greenhalgh had stepped down as Executive Dean of the School of Engineering & Built Environment from 3rd July 2014 to focus on his research associated with the International Energy Agency. As such, he would move into a Professorial role until 31 July 2015. Professor Iain Cameron would be taking over as Acting Executive Dean of the School on an interim basis.

**Minutes of the meeting of the University Court held on 29th May 2014**

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| 13.170 | Agreed |  | Document UC13/87, the unconfirmed draft minutes of the Court meeting held on 29th May 2014 were an accurate record subject to:  ‘The HR Magazine HR Excellence Awards in the categories of change management strategy and internal communications strategy’ being amended to read  ’UHR Excellence in HR Awards in the organisational impact category’. |

**Matters Arising Briefing Note**

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| 13.171 | Noted |  | Document UC13/88, a progress report on matters arising from the meeting of Court held on 29th May 2014. |

**Chair’s Report**

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| 13.172 | Noted | i. | Document UC13/89, a report from the Chair of Court on the activities he had undertaken and meetings he had attended on behalf of Court. |
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|  |  | ii. | The Chair referred to the Scottish Funding Council’s proposed changes to the Financial Memorandum which had been described by the SFC as a consolidation of dispersed guidance and requirements but which appeared to go noticeably further than this and change other ways in which the SFC interacted with universities. This issue was being kept under close consideration. |

**Principal’s and Executive Board Report**

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| 13.173 | Noted | i. | Document UC13/90, the Principal’s and Executive Board Report to Court. |
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|  |  | ii. | Delegates from Glasgow Caledonian University had met the Secretary-General of the United Nations and leaders of the United Nations Global Compact at a PRIME Champions Conference in New York on the 1st to 3rd July.  As a signatory to the UN’s Principles for Responsible Management Education (PRIME) and the only Scottish institution to be a designated Champion of this global initiative, the Vice-President of GCU New York and a representative from the Glasgow School *for* Business and Society had joined PRME champions and business leaders from across the globe to discuss ways to develop the PRME community. They had also attended a lunch hosted by the UN Secretary-General. |
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|  |  | iii. | GCU London’s graduation ceremony the previous day had been a great success. |
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|  |  | iv. | In line with every UK university which had a sub- campus in London but was not a London university, GCU had received a letter from the Quality Assurance Agency (QAA) advising that the QAA was undertaking a thematic review to provide public assurance that individual universities were managing their responsibilities as awarding institutions and that there was public confidence in the quality of provision, including arrangements for staffing, recruitment, learning resources, quality assurance and support for students. The QAA had stated that the review would take the form of a desk based exercise and would result in a published overview report on quality assurance arrangements. GCU was the only Scottish university currently operating in London for the purpose of this thematic review. The robustness of English language entry requirements for international students would also come within the scope of the review. |
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|  |  | v. | Court noted that six GCU graduates had been employed by STV with whom GCU had an MoU and commended this achievement. |

**University Secretary’s Report**

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| 13.174 | Noted | i. | Document UC13/91, the University Secretary’s Report. |
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| 13.175 |  |  | By the University Secretary and VP Governance, that in line with usual practice, Court was asked to grant the Chair delegated powers over the summer recess. Any decisions taken on Court’s behalf would be homologated at the next Court meeting. |
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| 13.176 |  | ii. | Court was reminded that when it had discussed the findings of the review of the University’s governance arrangements against the principles set out in the Scottish Code of Good HE Governance at its meeting in November 2013, it had requested further work be undertaken in respect of two areas: a process for appraising the Chair of Court and the issue of whether the Statutory Instrument should be amended to a) afford the capability to remunerate lay members or b) widen the scope of allowable expenses noting that either of (a) and (b) would need Privy Council approval. |
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| 13.177 | Discussion | i. | Court considered a draft procedure for appraising the Chair of Court. Whilst noting that the research indicated that a suitably structured questionnaire was the most prevalent approach, Court queried whether this was the most effective method of seeking governors’ views. Having discussed the relative merits of using a questionnaire, face to face interviews with governors or a combination of both, Court agreed that there should be a questionnaire and that governors should be given the option of a face to face interview with the small number of Court led by the Vice-Chair, who would be responsible for conducting the process.  In response to a query about the way in which the information collated would be reported, Court was advised that, as the process was intended to be developmental, the Vice-Chair of Court planned to prepare a high level summary of feedback for discussion with the Chair of Court. |
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|  |  | ii. | Court considered a paper which set out the approach taken in the HE sector and other public service sectors to the remuneration of lay governors, noting that, as universities were registered charities, they were subject to the Charities and Trustee Investment (Scotland) Act 2005. Court discussed possible options and concluded that, whilst it wished to adhere to its current practice of non-remuneration of lay governors, it should seek approval from the Privy Council to have a wider definition of allowable expenses to give Court appropriate latitude which the Statutory Instrument did not currently allow. For example, it was suggested that expenses might include childcare or loss of earnings which could be a barrier to individuals expressing an interest in the role of governor. Advice on whether there would be any taxation implications for individuals would need to be sought however.  It was agreed that the University Secretary would draft a clause which Court would have the opportunity to review before it was submitted to the Privy Council as part of a number of proposed changes arising from the review of the University’s governance arrangements. |
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|  |  | iii. | The University Secretary referred to the work which the Director of People, Deputy Director of People and their team had undertaken on the People Passport and commended them on the success of this initiative. The People Passport had been well received and provided a solid foundation for further development. |
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|  |  | iv. | The Director of People provided an update on the rate of response to the Staff Survey which had closed that day. The University had set an ambitious target to match the Student NSS response rate of 66% and had achieved 65%, an increase of 20% from the 2012 Staff Survey. A thorough campaign had been undertaken to encourage staff to complete the survey. The Director of People paid tribute to Melanie Armstrong, OD Specialist, for her role in promoting the importance of completing the staff survey. The next stage would be to translate the comments received into an action plan which would be reviewed by the Staff Policy Committee and would be submitted to Court for information in due course. |
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|  |  | v. | The University Secretary briefed Court about the state of play with the construction contract for the Heart of the Campus project in light of all construction tenders having come in above the University’s Pre-Tender Estimate. Court agreed with the course of action being taken which would ensure that competing risks were managed. Court was advised that the Heart of the Campus Project Board had been consulted throughout and that the Chair of Court and the Chair of the Finance & General Purposes Committee were kept apprised of developments. |
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| 13.178 | Agreed | i. | To grant authority to the Chair of Court to exercise summer vacation powers on behalf of Court in accordance with the provisions of section 5.3 and 5.4 of Court’s standing orders. Any action taken would be submitted to the next Court meeting for homologation. |
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|  |  | ii. | The process for appraising the Chair of Court subject to the amendment set out in minute 13.177 (i). |
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|  |  | iii | Approval should be sought from the Privy Council to have included in the Statutory Instrument a wider definition of allowable expenses. The University Secretary would draft a clause for Court to consider prior to submission to the Privy Council. |

**Senate Report: 13th June 2014**

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| 13.179 | Noted | i. | Document UC13/92, a report on the substantive issues of business discussed at the Senate meeting on 13th June 2014. |
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|  |  | ii. | GCU’s Student of the Year 2013, Pei Ling Choo, had been the recipient of the NUS International Student of the Year award. The Chair of Court would send her a congratulatory letter on behalf of Court in recognition of her success. |

**University Draft Budget 2014/2015**

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| 13.180 | Considered |  | Document UC13/93 the University draft budget 2014/2015. |
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| 13.181 | Noted | i. | The Principal introduced the University Draft Budget 2014/2015 commending it as sustainable, robust and prudent with a surplus of just under 3% planned. The Chief Financial Officer then highlighted key points. The University had continued to operate in a challenging financial and economic climate over the last year with the likelihood that similar challenges lay ahead. The budget was prudent and sought to provide appropriate resource allocation to enable the delivery of the University’s strategic priorities while ensuring its long term sustainability. Looking ahead to 2015/16 and beyond, the 5 year scenarios set out in appendix 2 of the paper were based on the assumption of continued political, economic and financial uncertainty. |
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|  |  | ii. | The policy and financial assumptions on which the draft budget had been based. |
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|  |  | iii. | The Vice-Chair of the Finance & General Purposes Committee reported that the Committee had discussed the draft budget thoroughly and had concluded that the budget for 2014/15 was prudent. The five year scenarios were sensible and provided a good foundation to ensure the continued sustainability of the University. |
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| 13.182 | Discussion | i. | Court tested the draft budget thoroughly and sought and received further information or clarification on a range of topics including: GCU London; GCU New York; the role of international income and the strategy for growth; the payroll assumptions; the assumed efficiency savings target; the cashflow and level of funding for the Students’ Association. |
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|  |  | ii. | In response to a query about the measures for achieving efficiency savings, it was noted that the focus would be on increasing income from other sources and seeking efficiencies in service delivery. The Vice-Principal and Pro Vice Chancellor Business Development, Enterprise and Innovation would be submitting a Business Engagement Strategy to a future Court meeting. |
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|  |  | iii. | With reference to the forecast increase of £1 million in the SFC ringfenced grants from 2014/2015 to 2015/2016 which was detailed in Appendix 2, one member asked what impact this would have on the forecast sensitivity parameters. The Chief Financial Officer advised that the funding had already been ringfenced for 2015/2016. |
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|  |  | iv. | Court expressed its support and commended the Principal and the Executive for presenting a prudent and achievable budget. |
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| 13.183 | Agreed |  | To approve the draft budget for 2014/2015. |

**Finance & General Purposes Committee Report: 3rd June 2014**

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| 13.184 | Noted | i. | Document UC13/94, a report on the substantive issues of business discussed at the Finance & General Purposes Committee meeting on 3rd June 2014. |
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|  |  | ii. | Court noted the confirmed process for agreeing the fixing of interest rates or taking out derivatives once the principle of doing so had been agreed by Court. This would ensure that action could be taken quickly, as was required by the nature of these transactions. This would involve the Chief Financial Officer seeking the approval of the Chair of the Finance & General Purposes Committee to the proposed transactions. The process would be included in the University’s Financial Regulations. |

**Audit Committee Report: 17th June 2014**

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| 13.185 | Noted | i. | Document UC13/95, a report on the substantive issues of business discussed at the Audit Committee meeting on 17th June 2014. |
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|  |  | ii. | With reference to the external audit arrangements for GCUNY, Court was advised by the Chief Financial Officer that a small tender exercise had been undertaken and O’Connor Davies had been appointed as external auditors. The Chief Financial Officer advised that he would be submitting a short report on the GCUNY audit arrangements to the Audit Committee in October 2014. |

**Remuneration Committee Report: 23rd June 2014**

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| 13.186 | Noted |  | Document UC13/96, a report on the substantive issues of business discussed at the Remuneration Committee meeting on 23rd June 2014. |
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| 13.187 | Agreed |  | The University’s Remuneration Philosophy. |

**Standing Committee Annual Reports 2013/2014**

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| 13.188 | Noted |  | Document UC13/97 the standing committee annual reports and review of performance 2013/2014. |
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| 13.189 | Agreed |  | The following addition to the Health & Safety Committee’s terms of reference:   * To ensure that there are appropriate consultation arrangements for trade union health and safety representatives as part of the health and safety policy development and implementation. |

**Standing Committee Objectives 2014/2015**

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| 13.190 | Noted |  | Document UC13/98, the standing committee objectives 2014/2015. |

**Key Performance Indicators Summary of Progress**

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| 13.191 | Considered |  | Document UC13/99, an overview of progress against the University 2015 key performance indicators (KPIs). |
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| 13.192 | Noted |  | In her introduction to the progress report, the Director of Policy and Planning highlighted areas of strong performance and noted that the University had been successful in delivering most of the key performance indicators. |
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|  |  |  | Two areas remained a priority for future action   * Increasing the number of taught postgraduate students * League Table positioning. |
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| 13.193 | Discussion | i. | Court discussed the report at length noting the strong Common Good profile and the high placing and progress in careers. The Court sought and received further information or clarification on a number of the KPIs including: excellence in education; increasing the number of research grants in excess of £100k; international student recruitment; international student mobility; employment; the University’s economic impact on Glasgow and Scotland, and knowledge transfer partnerships. |
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|  |  | ii. | Whilst the University had seen continued growth in research postgraduate numbers, 2013/2014, it was noted that, in common with a number of the University’s competitor institutions, taught postgraduate recruitment numbers had been affected by the downturn in applications. |
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|  |  | iii. | In response to a query about the KPI for the number of research grants, Court was advised that the objective was to secure a smaller number of high value grants. This KPI would be articulated in the 2020 strategy to be more value driven. |
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|  |  | iv. | Court considered a proposed amendment to the 2015 KPI on Knowledge Transfer Partnerships to aim for achievement of the sector average of 6. Whilst the original KPI on KTPs had been considered challenging but achievable at the time it had been agreed by Court, the external environment for knowledge exchange and KTPs had since changed significantly. Whilst acknowledging the challenging external environment, Court encouraged the University to set a more ambitious target than the sector average and the Executive would submit a proposal to Court at its September meeting. |
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|  |  | v. | In response to a query about the way in which the graduate premium had been calculated in the KPI for the University’s economic impact for Glasgow and Scotland, Court was advised that the figure reflected an algorithm used by BIGGAR Economics. The company been asked to carry out a further analysis of the figures in light of the increase in the University’s international activities. |
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|  |  |  | Court commended the University on the significant progress made during 2013/2014 towards meeting the University’s 2015 KPIs. |

**GCU 2020 Final Draft Strategy**

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| 13.194 | Considered |  | Document UC13/100, the GCU 2020 Final Draft Strategy. |
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| 13.195 | Noted | i. | It was a high level Strategy underpinned by a series of sub-strategies some of which would be submitted to Court for approval at the Away Day in October 2014. It had been produced following much consultation and the Principal commended the level of staff and student engagement. |
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|  |  | ii. | It was an ambitious, distinctive and unique strategy. The strong performance in the achievement of the 2015 KPIs provided a solid foundation from which to launch the KPIs and the 2020 Strategy. The strategy also provided a good platform for the next outcome agreements. |
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|  |  | iii. | On the basis of the final draft strategy, a set of key performance indicators would be developed and submitted for consideration by Court in the autumn. |
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|  |  | iv. | The final draft 2020 Strategy was commended to Court for endorsement subject to the Court Away Day in October 2014 providing an opportunity to sense check the 2020 Strategy at the start of the academic year against a fluid political landscape. |
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| 13.196 | Discussion | i. | The Student Association President expressed his appreciation of the way in which the Executive had worked in partnership with students in the development of the draft strategy noting there were many positive features to promote student engagement. |
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|  |  | ii. | Court commended the draft strategy subject to minor editorial amendments and with a view to final approval in October. |
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| 13.197 | Agreed |  | To endorse the GCU 2020 final draft strategy subject to a final sense check at the Court Away Day on 7 and 8October 2014. |

**Internationalisation Strategy 2015: GCU Global Annual Report 2013/2014**

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| 13.198 | Noted |  | Document UC13/101, the annual report on progress against the Internationalisation Strategy 2015 which was approved by Court in 2012. |

**GCU New York Update**

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| 13.199 | Received | i. | An oral update from the Principal on the development of GCU New York. |
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|  |  | ii. | The Board of Directors had met the previous month. The minutes of the meeting would be shared with Court. |
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|  |  | iii. | Work was underway to identify potential members for an advisory board. This board would have no powers other than to offer advice. Once twelve potential members had been identified, these would be considered initially by the GCUNY Board of Directors prior to being submitted to Court for information and review. |

**Date of next meeting**

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| 13.200 | Noted |  | The next meeting of Court would be held on Thursday 25th September 2014 at 4.30pm. |

**Chair’s Closing Remarks**

The Chair, noting that this was Dr Madhok’s last Court meeting, paid tribute to the dedication and commitment with which Dr Madhok had undertaken his role as governor and his role as Chair of the Remuneration Committee. In particular Dr Madhok’s constructive challenge and his willingness to posit contrary views to test the robustness of Court’s decisions had contributed greatly to the quality of Court’s debates. The Chair warmly thanked Dr Madhok for the work he had undertaken during his nine years on Court.

The Principal wished to record her personal thanks to Dr Madhok for the advice and support he had given her.

Dr Madhok stated that it had been a privilege to be part of a vibrant and innovative university and wished Court and the University every success for the future.