

## University Court

### Minutes of the meeting of the University Court held on 27<sup>th</sup> September 2018

**Present:** Rob Woodward (Chair)  
Dr Douglas Chalmers, Dr Morag Ferguson, Daniel Gallacher, Professor Pamela Gillies, Dr Bill Gunnyeon, Asif Haseeb, Gordon Jack, Ian Kerr, Neena Mahal, Professor Ann Priest, Paul Reynolds, Rachel Simpson, Lesley Thomson, Alistair Webster

**Apologies:** Laura Gordon, Austin Lafferty, Dr Davena Rankin, Professor Stephanie Young and Professor Cam Donaldson.

**In attendance:** Jan Hulme, University Secretary & Vice Principal Governance  
Claire Hulsén, Director of Strategy and Planning  
Alex Killick, Director of People  
Seonag MacKinnon, Director of Communications and Public Affairs  
Professor James Miller, Deputy Vice Chancellor (Strategy)  
Susan Mitchell, Chief Operating Officer  
Yetunde Ogedengbe, Vice-President, GCU Students' Association  
Paul Queen, Director of Finance  
Professor Valerie Webster, Deputy Vice Chancellor (Academic)  
Riley Power, Head of Governance (Secretary)

#### Chair's Opening Remarks

The Chair welcomed members to the meeting, noted apologies and extended the thanks of the Court to Mr John Swinney MSP, Deputy First Minister of Scotland and Cabinet Secretary for Education and Skills for the presentation he gave at the Court Dinner. The Chair noted that this presentation set important context for the development of the University's new strategic plan which would be the focus of the Court Strategy Day on 10<sup>th</sup> October 2018. The Chair welcomed Susan Mitchell, the Chief Operating Officer designate, who would formally take up her post on 1<sup>st</sup> October 2018. The Chair noted that the Calendar of Court and Committee Dates for 2019-20 and 2020-21 referenced in the University Secretary's Report on the agenda would be circulated electronically to Court members for comment following the meeting. The Chair noted also that a diagram outlining revised Executive Board portfolios had been tabled by the Principal for members' information.

#### 1. Minutes of the meeting of the University Court held on 21<sup>st</sup> June 2018

1.1 **Approved** prior to the meeting following circulation.

#### 2. Matters Arising

2.1 Court noted a report on the matters arising from the Court meeting on 21<sup>st</sup> June 2018 and the actions taken since that meeting to address them.

2.2 In relation to the summary of current partnership activity from China, Hong Kong and South-East Asia, Court members requested that future reports include a top line summary of the financial contribution of each partnership. Court members also requested a future paper detailing how the University identified and managed ethical risks arising from partnership activity.

**ACTION: Reports on partnerships to be amended to ensure financial contribution of each is always stated. Report to be provided to future meeting of Court on mechanisms for the identification, evaluation and management of ethical risks arising from international partnership activity. (DVC Strategy)**

### **3. Declaration of Interests**

3.1 Court members noted the Register of Court Members' Interests. The Chair of Court invited members to provide any update to the interests listed in the register.

### **4. Items Brought by Chair of Court**

4.1 The Chair noted the following matters:

4.1.1 The Court Strategy Day would be held on Wednesday 10<sup>th</sup> October 2018. The Chair advised that a detailed programme for the day would be issued and that the Principal and Executive Board had compiled comprehensive background reading to inform the discussions on the day. The Chair encouraged Court members to make the Away Day an opportunity to think widely and imaginatively about where the University wanted to be in 10 years' time unfettered by preoccupation with issues of the day.

4.1.2 The Chair of Court had held appraisal meetings with all Court members. He had been gratified at the high level of commitment among members and the great majority believed that they individually and the Court as an entity were performing well. There was, however, a range of views and one member did not feel the Court was performing well. The Chair noted that it was his role to distil the feedback and adjust how Court operated, as appropriate. The Chair set out the themes arising from the feedback from members which included: the wish for more forward looking reporting and more consistency in reporting, the need to avoid optimism bias in numerical targets, the wish for more informal networking time and opportunities to allow lay governors to connect better with the University and to improve sector knowledge, and interaction with the Executive.

4.1.3 Early feedback provided on the Governor Link Scheme indicated that Court members considered the scheme was a positive development that assisted engagement with a wider range of stakeholders across the University. The Chair indicated that the expectation would be that lay governors were across key developments in their link areas and could provide additional perspective in any Court discussions on these topics. A further review of the scheme would be undertaken 6 months following implementation.

4.1.4 The Chair recommended, and members agreed, that following future Court meetings, visits to a nominated area/department/centre within the University should be arranged, for those members able to attend. This would be to provide Court members with the opportunity to gain a deeper understanding of the work of the University in these areas.

**ACTION: Schedule of post-Court visits to nominated areas/departments/centres to be arranged. (University Secretary/Head of Governance)**

### **5. Principal & Vice Chancellor and Executive Board Report**

5.1 Court received a report from the Principal and Vice-Chancellor on substantive matters considered by the Executive Board since the last meeting of Court. Court noted in particular the priorities for 2018-19.

5.2 The Principal also provided details of the revised Executive Board portfolios following the appointment of the Chief Operating Officer. Court members were advised by the Principal that the revised portfolios were arrived at following a consultation process with members of the Executive Board.

5.3 The Principal also noted that, following the declaration by another Scottish HEI that it had in the past been the beneficiary of funds gifted by individuals whose wealth had been generated through their engagement in slavery, she would be reviewing the position for one of the University's predecessor bodies. While the

Principal did not believe any such funds had been received, she wished to assure herself of this and would update the Court if there was anything to report.

## **6. Student President's Report**

- 6.1 Court received with interest the Student President's report on recent issues and activities which included details of the election manifestos of the recently-elected student sabbatical officers and provided detail on the Students' Association's objectives for 2018-19. It was advised that NSS performance should be identified as a team objective for the sabbatical officers.

## **7. University Secretary's Report**

- 7.1 Court considered a report from the University Secretary which provided a summary of work relating to areas of governance pertinent to the work of Court. In particular:

7.1.1 Court noted the details of the Court Strategy Day to be held on 10<sup>th</sup> October 2018;

7.1.2 Court **approved** the University's Statement of Primary Responsibilities subject to updating the language in the statement to ensure non-binary gender language and considering whether explicit reference to responsibilities for international partnerships should be included in the statement. Court members also considered that an annual report should be provided which set out the measures and controls in place to provide assurance to Court that it was effectively discharging these responsibilities.

### **ACTION: Court Statement of Primary Responsibilities to be updated to include:**

- **gender non-binary language;**
- **potentially, explicit reference to responsibilities for international partnerships. (University Secretary)**

### **ACTION: Annual report on delivery against statement of primary responsibilities to be included on annual forward work plan for Court. (Head of Governance)**

7.1.3 Court **approved** the University's Modern Slavery and Human trafficking Statement for publication on the website subject to determining whether further reference required. A Court member queried whether reference should be made to non-use of firms that had blacklisted union members. The University Secretary advised that this issue would be captured within the procurement policies and that the statement for approval related specifically to compliance with modern slavery legislation.

7.2 Court noted a progress report from the University Secretary on the proposed draft amended Statutory Instrument and Court Standing Orders and noted, in particular, that the amended drafts would be presented to the Court following consideration by the Court Governance and Nominations Committee. It was expected that this would be in September.

7.3 Court considered a report on the implementation of the new data protection legislation which included an update on progress toward full implementation and which identified the progress made as well as the challenges arising as part of the implementation project. Court agreed that a further detailed discussion of the paper would be referred to the Finance and General Purposes Committee at its meeting in October 2018.

*(Secretary's Note: Following discussion with the Chairs of the Finance and General Purposes Committee and the Audit Committee, it was agreed that this item should be considered by the Audit Committee instead and that routine reporting of Information Governance compliance should be routed to Court through the Audit Committee. This discussion was undertaken at the Audit Committee meeting on 29 October 2018.)*

7.4 Court members noted that a draft calendar of Court and Committee dates for 2019-20 and 2020-21 would be circulated following further consultation with key committee attendees.

### **ACTION: Calendar of Court and Committee dates for 2019-20 and 2020-21 to be circulated to Court members.**

## **8. Early View of Student Recruitment and Admissions Cycle 2018-19**

- 8.1 Court considered a report from the DVC Strategy which provided an early indicative view of student numbers for Trimester A 2018-19, based on confirmed acceptances of a place at GCU as at 26th September 2018. Court was advised by the DVC Strategy that a forecast of income against the budget position would be generated in due course following close of Trimester A student registration.
- 8.2 The DVC Strategy advised Court members that the University was expected to be within the Scottish Funding Council (SFC) student recruitment thresholds for full-time undergraduate SFC-eligible students in 2018-19 and that, at this point in the recruitment cycle, the University was on track to meet its SFC targets for articulation and widening access.
- 8.3 Court members considered the reports and noted the following in particular:
  - 8.3.1 The DVC Strategy advised that notwithstanding the lower number of applications and the higher number of offers and conversions, the entry standards for programmes had not been changed to achieve this result. Rather, it was explained that the speed of offer following application (mostly within 48 hours) with applicants had had a material impact on the number of acceptances and registrations.
  - 8.3.2 Court members requested that future reports on student numbers provided long term trend data to illustrate the direction of travel for student recruitment across different categories of student.

**ACTION: Future reports on student recruitment data to be updated to include long term trend data across different categories of student. (DVC Strategy)**

- 8.3.3 Court members queried whether it was yet possible to model the impact of Brexit on student numbers. The DVC Strategy advised that there was such uncertainty around any final settlement that it was difficult to meaningfully model the impact of Brexit. The DVC Strategy indicated that there was still significant uncertainty around the continuity of the SFC funds relating to EU students and that Universities Scotland was making strong representations on behalf of the sector that these funds should be kept within the HE sector following Brexit. However, even if this undertaking were secured it was unclear precisely how the funding might be deployed in future. The Principal noted that the University's funding exposure through the impact of Brexit was low.

## **9. Report on 2018 NSS Results**

- 9.1 Court examined a report from the DVC Academic on the University's performance in the 2018 NSS at institutional, School, programme and subject level. The Principal and DVC Academic provided a more detailed analysis of the positive movements in the results in addition to those areas that had an adverse impact on the overall scores. The Chair proposed that, rather than just review past performance, the Court should undertake a deep dive into the NSS and the work now being undertaken by the DVC Academic and others to address the University's performance in future. Court members agreed and the Chair of Court advised that an in-depth discussion would be arranged for Court members.

*(Secretary's note: The in-depth discussion of the NSS has been scheduled for 12.45pm – 3pm on 22<sup>nd</sup> November 2018, following the previously scheduled Court meeting on that morning.)*

## **10. African Leadership College Partnership: Report on Annual Academic and Contract Review**

- 10.1 Court considered an update report from the DVC Academic on the progress of the partnership between the African Leadership College (ALC) and the University. Court noted that ALC was adopting a new strategy and had enhanced its marketing. University's partnership with the ALC continued to make progress with quality and financial metrics being met. The students' performance in all four programmes delivered in Mauritius remained strong, with student feedback generally positive. Court learned that plans were now underway for

the inaugural graduation ceremony in June 2019 where business management and social science students would receive GCU degrees.

#### **11. Annual Statement on Enhancement Led Internal Subject review and Quality Assurance Arrangements for the Academic Session 2017-18**

11.1 Court **approved** for submission to the Scottish Funding Council the Annual Statement on Enhancement Led Internal Subject Review and Quality Assurance Arrangements for the Academic Year 2017-18. This statement provided commentary on the University's quality assurance and enhancement processes and activities as part of the University's annual reporting to the SFC.

#### **12. Outcome Agreement 2019-20: Guidance and Approach**

12.1 The Court received an oral update from the DVC Strategy on the availability of the SFC's guidance and approach to the Outcome Agreement process for 2019-20. Court noted that once the ministerial guidance had been issued and there was clarification of the SFC's approach, a further report to Court would be made.

#### **13. Trimester C 2017-18 Research Report**

13.1 Court noted a report from the PVC Research which contained information on research success in respect of funding and staff achievements. The Court received an update on larger grants, the work of early career researchers, postgraduate education highlights, outputs, impact and esteem, as well as reporting on UHatch and aspects of public engagement.

#### **14. Renewal of Facility Letter and Resolution – Bank of Scotland plc**

14.1 Court considered and **approved** the renewal of the facility letter and resolution with Bank of Scotland plc. In approving the facility letter and resolution, Court noted that the terms and provisions of facilities detailed in the Bank Facility Amendment Letter previously approved by Court in September 2017 had been amended. Court members noted that the Facility Letter was approved by resolution of the Board of Directors of GCUC Ltd and GCU Academy Ltd at meetings held on 26<sup>th</sup> September 2018.

#### **15. Court Governance and Nominations Committee: 27<sup>th</sup> August 2018**

15.1 Court noted a report from the Court Governance and Nominations Committee. The report provided Court with a progress update on the lay governor recruitment exercise being undertaken and proposed staff governor membership of the Audit Committee, the Finance and General Purposes Committee and the Remuneration Committee.

15.2 Court **approved** the following staff governor committee appointments:

15.2.1 Audit Committee – Dr Davena Rankin

15.2.2 Remuneration Committee – Dr Douglas Chalmers

15.2.3 Finance and General Purposes Committee – Dr Morag Ferguson (Court noted that Dr Ferguson would step down from Audit and that the Audit Committee composition would be amended to reflect this change).

15.3 The report also set out the Committee's recommendation that the proposed changes to the University's Statutory Instrument and the Court Standing Orders be approved for submission to the Scottish Government and Privy Council. The changes were primarily required to deliver compliance with the Higher Education Governance (Scotland) Act 2016 and the 2017 Scottish Code of Good Higher Education Governance.

15.4 Court **approved** the proposed changes for submission to the Scottish Government and Privy Council to progress the amendment process.

15.5 Court **approved** the grant of delegated authority to the Chair of Court to approve on behalf of Court any further changes recommended or required by the Scottish Government or Privy Council, or by the University's legal advisers, providing they did not materially change the substance of the proposed amendments.

#### **16. GCNYC Board of Trustees Report from Meeting on 27<sup>th</sup> June 2018**

16.1 Court noted an update report from the meeting of the GCNYC Board of Trustees held on 27<sup>th</sup> June 2018.

16.2 Court **approved** a protocol, endorsed by the GCNYC Board, for the sharing of Court and Board papers between GCU and GCNYC, following a request by the GCU Court at its May meeting for such a protocol to be established.

#### **17. Review of the Year and 2017-18 Performance Against Strategic Indicators**

17.1 The Principal presented to Court her Review of the Year for 2017-18 which reflected on the University's achievements to date and on the 2017-18 performance against the University's 2020 Strategic Indicators. To complement the address, the Court received a full report on the 2017-18 performance against 2020 Strategic Indicators. Visuals relating to the presentation would be sent to Court members not least for the benefit of those unable to attend.

#### **18. Date of Next Meeting**

18.1 The date of the next meeting of Court was 22<sup>nd</sup> November 2018 at 9.00AM.