

## **Glasgow Caledonian University Court**

### **Minutes of the University Court held at 9am on 18<sup>th</sup> February 2021 via Online Conferencing Facilities**

**Present:** Rob Woodward (Chair), Peter Baguley, Dr Douglas Chalmers, Susan Docherty, Dr Morag Ferguson, Campbell Fitch, Sylvie Freund Pickavance, Daniel Gallacher, Ellen Gibson, Professor Pamela Gillies, David Halliday, Asif Haseeb, Gordon Jack, Ian Kerr, Sharon Lowrie, Meg Lustman, Neena Mahal, Bill McDonald, Dr Nick McKerrell, Tabitha Nyariki, Professor Ann Priest, Austin Sweeney, Alistair Webster, and Stephanie Young.

**In attendance:** Jan Hulme, University Secretary and Vice Principal (Governance)  
Professor James Miller, Deputy Vice Chancellor (Strategy)  
Susan Mitchell, Chief Operating Officer  
Paul Queen, Director of Finance  
Professor Valerie Webster, Deputy Vice Chancellor (LTSE)  
Professor Cam Donaldson, Pro Vice Chancellor (Research)  
Fiona Campbell, Director of People Services  
Claire Hulsen, Director of Strategy  
Deborah Donnet, Acting Head of Governance (Secretary)

**Observer:** Stephen Lopez, Academic Registrar

#### **Chair's opening remarks**

The Chair welcomed Stephen Lopez, Academic Registrar, who was observing the meeting as part of his professional development.

#### **1. Minutes**

- 1.1 The Chair advised that minor amendments to the minutes of Court on 11<sup>th</sup> November and the Court Sub Group for the approval of the GCU Financial Statements on 18<sup>th</sup> December had been submitted by governors. The revised minutes would be circulated by email for approval and noting respectively.

**ACTION: Governance to circulate amended minutes.**

#### **2. Matters arising**

- 2.1 The Court noted a report on the matters arising from the Court meeting on 11<sup>th</sup> November 2020 and the actions taken since that meeting to address them.

#### **3. Declaration of interest**

- 3.1 A summary of the register of interests was included with the court papers. Court members were invited to advise the University Secretary or the Acting Head of Governance if any agenda items gave rise to a conflict of interest.

#### **4. Items brought by the Chair of Court**

- 4.1 The Chair reported that there had been a very positive response to the recent Court open event held on 2<sup>nd</sup> February 2021 through an on-line conferencing facility. The event addressed the University's extensive response to tackling COVID-19 through the committed efforts of its students and staff and its influential research; its wider achievements in 2020; and its future direction as the University for the Common Good set by Strategy 2030. Participants were thanked for their engaging contributions. The event was well attended with 135 attendees, representing a variety of stakeholder categories including alumni. An analysis of attendees would inform and help widen engagement for future open events. The Chair would lead a debrief of the event with the Principal, University Secretary and others. The date for the next such event would be set as far ahead as possible to facilitate planning and promotion and maximise participation by wider civic society. Governors were invited to contribute suggestions and observations on the event.
- 4.2 A lay governor recruitment exercise had recently closed and there had been an excellent response to the Communications and Public Relations vacancy. The Chair indicated that he was confident of making at least one appointment. No appointment had been made to the lay governor finance vacancy and a fresh recruitment exercise would be initiated later in the Spring. The Chair described for new governors the nature of the service provided by the third party retained by the University to support the search for candidates, based on an on-line matching platform, and explained that prior to each recruitment exercise, consideration was given by the Court Governance and Nominations Committee to the best approach to be taken to meet the recruitment objective.
- 4.3 Governors were encouraged to maintain their Link contacts, as these were especially important in the current circumstances.

#### **5. Principal and Executive Board Report**

- 5.1 The Principal presented her report which provided a summary of items arising since the previous Court meeting.
- 5.2 The Scottish Government had recently announced a £60m Covid Recovery fund for the HE and FE sectors. Of this, £20m was earmarked for research, and University Principals would be meeting with the Government the following week to discuss how this would be disbursed. It was hoped that the current allocation model for research funding would be used. Further information on the allocation of the remaining £40m was awaited.
- 5.3 The Principal reported that she was continuing with her regular Departmental meetings and she was very impressed with colleagues' commitment to supporting students and delivering the academic portfolio. However, it was clear that the current working environment was challenging and having an impact on staff, particularly those who were also coping with domestic pressures as a result of the pandemic. Consequently, the University was looking at what activities could be dropped, delayed or discarded in order to support staff to deliver the essential elements of their portfolios. The Principal sought the understanding of Court and

recognition that this might have an impact on the work of Court and its Committees too.

- 5.4 Court learned that Professor Valerie Webster, DVC (Learning, Teaching and Student Experience), had intimated her intention to retire from the University in September after many years in the University and having held a number of different academic and leadership roles, and Professor Donaldson VP (Research) would be stepping down after 5 years in the role, once the Research Strategy was launched but would continue in his role in the Yunus Centre. Court expressed its appreciation of their dedication and would reflect further on their contributions at the appropriate time.
- 5.5 In response to a question about the Turing Scheme, the UK government's post-Brexit scheme to provide UK students with international opportunities in education and training across the world, the Principal advised that, while this did not offer all the features of Erasmus, it had been welcomed by the sector, and there were new features which would extend the socio-economic range of students able to participate. Work was continuing on the University's concept of a European Foundation, and it was hoped that a paper would be available for Court's next meeting in April.
- 5.6 It was clarified that the additional SFC teaching grant funding for 81 additional places following the SQA examination results in 2020, would be recurring over the four-year study period.
- 5.7 In light of recent announcements about dental students having to repeat a year, it was queried whether GCU students would be able to complete their studies as planned. Court was advised that the University was working closely with placement providers and professional bodies to ensure students could get the required practical experience. Additionally, the academic year was amenable to some flexing and nursing students were currently expected to be able to complete placement. At the moment all students were on schedule to complete but the situation was being closely monitored against the impact of the pandemic.
- 5.8 The Principal advised that there would be no substantive progress with the SFC review of the HE and FE sectors until after the Scottish Parliament elections in May. Furthermore, there was unanimity amongst Principals that the sector had to be actively engaged in the review and that changes should not be imposed. The SFC recognised that there was limited capacity for the sector to engage with a wide scale review at the moment.

## **6. Chief Operating Officer's report**

- 6.1 Court noted the Chief Operating Officer's report that referred to managing the impact of Covid and associated government guidance; finance; staffing; IT and the estates.
- 6.2 The COO reported that 557 students had returned for essential on campus teaching on a part time basis, often for a small number of hours and for very few weeks only. As had been previously mentioned, the University was closely monitoring any potential delays in delivering essential teaching and placements that could have an impact on student progression and graduation.

- 6.3 Caledonian Court was running at 32% occupancy, and whilst there had been a small number of conduct breaches of regulations early in the new semester, these had been effectively addressed and there was now excellent compliance. There had been no cases of Covid-19 in tri B. Any international arrivals would now have to quarantine in line with Government requirements and the sector was in discussion with the Scottish Government to explore whether this quarantine could be undertaken in University halls rather than a hotel with the attendant additional costs for the student.
- 6.4 Support had been provided to students who remained in Caledonian Court over the festive break, and the University's Student Life Team was working with the Students' Association to continue to offer support to students in private accommodation. A similar approach had been taken for London students.
- 6.5 The presentation at the Court strategy event in January by the Chair of the SFC funded, Advance-HE Project Steering Group on Tackling Racism on Campus, and discussion of the Action Plan, which had been produced by the University's Tackling Racism working group chaired by Dr Tuleen Boutaleb, would be the subject of further discussion at the People Committee at its meeting in March following its initial receipt of the report in October 2020. It was expected that the Advance HE toolkit, to be launched in March, would assist the University in implementing the Action Plan. The People Committee would monitor progress and Court would be kept informed of developments.
- 6.6 In discussion, it was confirmed that the flexing of the academic year, made possible through the inevitable cancellation of the graduation ceremonies in July 2021, would not have a material impact on the budget. In relation to international student debt, there had been an overall increase in international student numbers, and additional resources had been put in place to draw up personalised payment plans to manage the risk of unpaid fees. This approach had worked well and fee recovery for tri A had been good. There had also been a recent announcement from the Scottish Government of additional student hardship funds, to which international students would have access although not for the payment of fees. Additionally, there were a number of sources of GCU financial support for students experiencing hardship, including emergency payments.
- 6.7 In response to a question about the mental health training for staff and the impact this was having on already heavy workloads, it was clarified that the training was deemed important and essential rather than mandatory and there was recognition that not everyone who might benefit was in a position to undertake it at present. Nevertheless, feedback from attendees had been positive, and staff were encouraged to attend although it was recognised that some might need to defer until their workloads allowed.
- 6.8 Court congratulated the University for the funds in excess of £250k that had been raised by alumni, honorary graduates, donors and friends for the Common Good Campaign.

## **7. Student President's report**

- 7.1 The Student President reported on the Students' Association's current issues and activities and the strong partnership working with the University. The continuing engagement with the Scottish Government and the excellent support given to students in Caledonian Court over the festive period were highlighted, together with the commendation the Students' Association had received in the ELIR.
- 7.2 Court noted the report and the excellent work that was being accomplished by the Students Association at both a policy and practical level,

## **8. Students' Association Trimester 1 Report 2020/21**

- 8.1 The Student President introduced the Students' Association Trimester 1 Report 2020/21. It was highlighted that most services and activities had moved to online delivery and only a few approved sports clubs could operate face to face in Tri A. There had been some evidence of "online fatigue" with the number of students accessing services lower than in previous years. For operational reasons it had not been possible to run Nightline in Tri A, a confidential listening and information service, run jointly with the University of Strathclyde Students' Association, but it was running online in Tri B.
- 8.2 Ms Docherty outlined that the Students' Association had worked in partnership with the University in developing the Fair Assessment Policy, and had prepared a blog and video to explain the policy to students. These had been very well received.
- 8.3 In response to a question regarding the impact of the pandemic on the NSS, it was outlined that students understood the constraints the University was working within and feedback had been generally positive. Students were undoubtedly disappointed about the need to cancel graduations, but valued the alternative ways of celebrating that the University was putting in place.
- 8.4 Court noted the report and commended the outstanding work of the Association to promote engagement and inclusivity to mitigate the effects of the pandemic on the student experience. The Chair reminded lay governors of the opportunity to engage with students through joining him at the regular meetings he held with sabbatical officers and other student leaders. He advised that there had been a positive session with a wide range of students earlier in the week hosted by the Students' Association and with strong lay governor participation.

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

- 9.1 The Court noted a report from the University Secretary which gave an update on lay governor recruitment and the final meeting Court schedule of meetings for 2021/22 and the draft schedule for 2022/23.
- 9.2 The report also proposed two additions to the Court Standing Orders to include reference to virtual meetings and electronic approval. Both amendments reflected current valid practices that were firmly established in the Court's business operations, but inclusion in the Standing Orders would make the practices explicit

and offer a point of reference, for external parties. An amendment to one of the existing Standing Orders related to the quorum of standing committees. This amendment specified a lay member majority for a Court Committee quorum as agreed by the Court Governance and Nomination Committee at its meeting on 19<sup>th</sup> January 2021 (see 16.7(b) below). The consequential amendment to the standing order was being presented to Court for approval subject to the Court's acceptance of the Committee's recommendation.

- 9.3 Court noted the report and the draft schedule of meetings for 2022/23 and approved
- a) The schedule of meetings for 2021/22; and
  - b) The additions and amendment to Court Standing Orders.

**ACTION: Acting Head of Governance to issue meeting invitations in Convene for 2021/22 and update the Standing Orders.**

## **10. Enabling Strategy for Learning and Teaching - Progress Report**

- 10.1 DVC (Learning, Teaching and Student Experience) outlined the progress that had been made in developing the enabling strategy for Learning and Teaching. The report outlined the consultation that had taken place and further planned consultation with staff, students and the Students' Association. Feedback had been positive and constructive and would contribute to the development of the final draft Strategy that would be submitted to the April Court meeting.
- 10.2 Court noted the report and that it would be discussed at Senate the following week, and it was requested that the slides that accompanied the Senate report, be placed in Convene. The draft Strategy would be brought to a special meeting of Senate on 31 March before submission to Court for approval.

**ACTION: Acting Head of Governance to place Senate slides in Convene.**

## **11. Enabling Research Strategy - Progress Update**

- 11.1 Court noted a report on the development of the Enabling Strategy for Research. Extensive consultations had taken place, involving several hundred people across the Schools, Research Centres and campuses. These consultations had provided valuable ideas for the Strategy and its implementation. The Draft Strategy would be considered by Senate on 24<sup>th</sup> February for endorsement prior to submission to the April Court for approval.

## **12. 2020-21 Trimester B student recruitment**

- 12.1 Court noted a report from the DVC Strategy which provided a provisional summary of postgraduate student recruitment in Trimester B 2020-21, as at 9 February 2021. The University appeared to be in a good position both in comparison with the preceding year and with budget. These were not the final registration numbers and the final full year position would be submitted to the April Court meeting.

- 12.2 Court welcomed the results, which were very positive especially in the context of the concerns of the University, and the sector, prior to the 2020-21 recruitment process, and the efforts by all involved in the recruitment and admissions process were recognised. The University had made strategic investment to support the additional workload for the teams involved.
- 12.3 In response to a question about how international students were engaging with their studies, the DVC (Strategy) reported that this was going well. Students could not travel to the UK at the moment without quarantining on arrival, but CASs had been issued and students could apply for their visas to travel when restrictions were lifted. For some students who were studying in their home countries, there were occasionally infrastructure issues that adversely affected remote learning, and the University provided support where possible. While there had not been any increase in withdrawals to date, the deadline for that had been extended in light of the current circumstances.
- 12.4 It was important that the key learning points from this cycle of strong recruitment should be collated and consolidated with a view to building on the current success in postgraduate recruitment. It was recognised, however, that external factors had also played a part, and the University's success reflected its agility in acting upon the opportunities presented. Future work would need an emphasis on sustaining the current success while aspiring to growth.

**ACTION: DVC (Strategy) to provide a summary, in due course, of key learning points.**

### **13. Complaints Handling Procedure – Session 2019/20 overview**

- 13.1 Court received an overview of the complaints received by the University in the period 1st August 2019 to 31st July 2020. There were 178 Stage 1 complaints (frontline complaints resolved at a local level) and 12 stage 2 complaints (not amenable to local resolution and requiring a complaint investigation managed by the Department of Governance). One complaint from this period, was referred by the complainant to the SPSO on completion of the University's complaints handling procedure but was not taken forward by the SPSO for investigation.
- 13.2 Court noted the report and that it would be submitted to the Scottish Public Services Ombudsman as required. Further detail on trends was requested for future reports.

**ACTION: Acting Head of Governance to include more trend data in future reports.**

### **14. Research Bulletin for Trimester A 2020-21**

- 14.1 Court noted the Research Bulletin for Trimester A, 2020/21 that informed Court of successes in relation to research funding and other areas of research.

**15. Report from Senate on 2<sup>nd</sup> December 2020**

- 15.1 Court noted the report from the meeting of the University Senate held on 2<sup>nd</sup> December 2020.

**16. Standing Committee Business**

- 16.1 Court noted a report from the People Committee which updated Court on the issues discussed and decisions taken by the People Committee at its meeting on 10<sup>th</sup> December 2020. Key items considered at this meeting included strategic discussions on mental health and the development of the Strategy 2030 People Enabling Plan.
- 16.2 Court considered the report from the Court Governance and Nominations Committee (CGNC) which gave an account of the issues discussed and decisions taken/recommendations made by the Committee at its meeting on 19<sup>th</sup> January 2021. In particular, Court was asked to approve
- a) amendments to the Committee's own composition to ensure there was a lay governor majority, and to make explicit that the Chair of Court would chair the Committee, except when the Committee was meeting to consider business relating to the office and appointment of the Chair. In these circumstances, the chair would be taken by the Vice-Chair of Court;
  - b) an amendment to the generic Standing Committee quorum to reflect the requirement for there to be a majority of lay governors present;
  - c) the appointment of Meg Lustman as Chair of Remuneration Committee when the current Chair, Stephanie Young, demitted office on 31<sup>st</sup> July 2021;
  - d) the process for the appointment of the Vice Chair and the role description; and
  - e) the reappointment of Sharon Lowrie for one further term of office commencing on 1<sup>st</sup> January 2022.
- 16.3 In response to a question relating to the Remuneration Committee Chair proposal, it was clarified that appointment of the Chair of this and other Standing Committees was on the recommendation of the CGNC and not by means of election. There was a separate proposal relating to the appointment of the Vice-Chair of Court, as a vacancy would arise in that role too when the current incumbent demitted office on 31 July 2021. The proposal for the Chair of the Remuneration Committee was based on the CGNC's knowledge of the requirements of the role, the skills matrix of governors which was maintained for the Committee, and awareness of the strengths of individual governors. It was noted that Ms Young's chairing of the Remuneration Committee post-dated her election as Vice-Chair of Court. The Committee was confident that Ms Lustman had the necessary skills, qualities and experience to chair the Remuneration Committee.
- 16.4 In response to a question about the term of office of the Vice Chair of Court, the University Secretary and VP Governance advised Court that the term of office was inevitably delimited by the appointee's remaining term of office as a governor (a

maximum of three years). The Court Governance and Nominations Committee, in considering the reappointment of a lay governor who was also the Vice Chair, would consider i) whether to recommend to Court that the lay governor should be invited to serve another term and, if so, ii) whether the Court should approve the individual's continuation as Vice-Chair. The Court ultimately made the final decision on both the appointment for a further term as governor, and whether this should be associated with an extension of the Vice Chair appointment for some or all of the new term or whether a fresh call for nominations should be made for the Vice-Chair role. This approach was challenged and it was requested that a term of office be specified in the role profile. While the University Secretary recognised that the concern was that an individual would be appointed to an important role without a specified limit of time as the duration of the appointment was not addressed in the protocol, the above arrangement meant in practice Court retained control. However, she would look at including a more explicit reference in the Vice-Chair appointment protocol.

- 16.6 One of the responsibilities of the Vice Chair was to act as an intermediary for other governors in the role of Senior Independent Director (SID) as set out in the Financial Reporting Council's Guidance on Board Effectiveness (March 2011) and the Scottish Code of Good HE Governance 2017 (there described as an 'intermediary' lay governor whose prescribed responsibilities included leading the Court in the annual appraisal of the Chair). A governor proposed that this SID responsibility be removed from the role description of the Vice-Chair and assigned to another governor, as the working relationship between the Chair and Vice Chair was in his view incompatible with the SID role. The University Secretary and VP Governance advised that it had been a conscious decision by the Committee to allocate this responsibility to the Vice Chair because of the well-developed communication channels between the two roles, and because of the Vice-Chair's role in undertaking the annual appraisal of the Chair of Court. Moreover, the CGNC's proposal to Court that the Vice-Chair appointment should continue to be made on the basis of seconded nomination with scope for election was a clear indication that the individual was appointed by the Court. Members voiced their support for retaining this responsibility with the Vice Chair of Court.

16.7 **Court approved**

- a) amendments to the Committee's composition to ensure there was a lay governor majority, and that the Chair of Court would chair the Committee, except when it was considering business relating to the office and appointment of the Chair, in which case the chair would be taken by the Vice-Chair;
- b) amendment to the generic Standing Committee quorum in the Standing Orders to reflect the requirement for there to be a majority of lay governors present;
- c) the appointment of Meg Lustman as Chair of the Remuneration Committee when the current Chair, Stephanie Young demitted office on 31st July 2021;
- d) the process for the appointment of the Vice Chair and the role description, with Dr McKerrell, Dr Chalmers and Ms Gibson dissenting on account of the inclusion of the role of intermediary in the Vice Chair role description; and
- e) the reappointment of Sharon Lowrie for one further term of office commencing on 1st January 2022.

*Secretary's note: Ms Lustman left the meeting during the discussion on the appointment of the Chair of the Remuneration Committee.*

**ACTION: Acting Head of Governance to make approved changes to CG&NC composition and Court Standing Orders, and take appropriate steps re the process of appointing the Vice-Chair of Court, the appointment of incoming Chair of RemCo and reappointment of Sharon Lowrie.**

16.8 Court noted a report from the Audit Committee from 25<sup>th</sup> January 2021. Business included an update on Covid-19, the Financial Controls Internal Audit report and Internal Audit – 2020/21 Plan Status. The Committee noted that the Corporate Risk Register now included a risk in relation to the provision of required placement provision in health related subject areas due to the impact of the Coronavirus pandemic on NHS services

**17. GCNYC Board of Trustees Report from Meeting on 11<sup>th</sup> December 2020**

17.1 The Court considered a report from the GCNYC Board of Trustees which provided an update to the Court on the business discussed at the GCNYC Board of Trustees meeting held on 11<sup>th</sup> December 2020.

17.2 The report advised that the current Chair, Gordon Jack, would step down at the end of the academic year, and the Board of Trustees, in line with the GCNYC bylaws, had requested that the University Court, as sole member, approve the appointment of Sylvie Freund-Pickavance as his successor, with this appointment being ratified at the next Board of Trustee meeting.

17.3 In response to a question about the pay spine for GCNYC staff appointments, it was explained that New York did not have a nationally negotiated pay spine but data collection through an organisation (CUPA) similar to UCEA provided the reference point.

17.4 Court noted the report and **approved** the ratification of the appointment of Sylvie Freund-Pickavance as the new Chair at the next meeting of the Board of Trustees.

**18. Media Report**

18.1 The Court noted the Media Coverage Analysis Update Report for December 2020, and the very recently published January 2021 report that was available in Convene.

**19. Date of next meeting**

19.1 The next Court meeting will take place on Thursday 22<sup>nd</sup> April 2021. It will be held virtually in line with the current COVID-19 restrictions.