

Glasgow Caledonian University Court

Minutes of the University Court held on Thursday 13 June 2024 at 9am in person in the Lantern, Annie Lennox Building.

Present: Rob Woodward (Chair), Amit Bhargava, Arlene Cairns, Professor Steve Decent, Alan Dickson, Sylvie Freund Pickavance, Daniel Gallacher, Ellen Gibson, Dr Lyle Gray, Scott Haldane, David Halliday, Ian Kerr, Sharon Lowrie(joining remotely) , Meg Lustman, Neena Mahal, Bill McDonald, Gavin Munn, Dr Nick Mckerrell, Wilfred Obi, Austin Sweeney, Laiba Tareen and Jane Wilson.

Apologies Professor Catriona Miller and Asif Haseeb

In attendance Jan Hulme, University Secretary and Vice Principal Governance
Professor Ehsan Mesbahi, Provost and DVC
Susan Mitchell, Chief Operating Officer & DVC
Professor Andrea Nelson, Pro Vice-Chancellor Research
Professor Louise Dixon, Pro-Vice Chancellor Education
Fiona Campbell, Vice Principal, People and Student Wellbeing
Claire Hulsen, Vice Principal Strategy and Planning
Caroline Bysh, Pro Vice-Chancellor Engagement
Professor Mike Mannion, Pro Vice-Chancellor and President GCNYC
Dawn Anderson Pro Vice-Chancellor International
Paul Queen, Chief Financial Officer
Paul Brown, Director of Governance & Legal Services
Professor Joanna Lumsden, Dean of SCEBE, for opening item only

Chair's opening remarks

The Chair welcomed Professor Joanna Lumsden, who joined the University in April as Dean of SCEBE. He invited her to introduce herself to Court and describe her professional career to date and her aspirations for SCEBE. Professor Lumsden then left the meeting.

The Chair opened the meeting and welcomed all of those present including Gavin Munn to his first Court meeting. The Chair also welcomed Wilfred Obi, who was attending his first Court meeting as Student President and Laiba Tareen, one of the new SA Vice-Presidents, who had previously sat on Court as a Student Governor when she served as Student President.

The Chair reminded governors of the graduations that will take place on 2nd, 3rd and 4th July and again encouraged as many governors as possible to attend. The Chair also reminded governors that the new Chancellor would be installed at the graduation on 2nd July and that dinner would follow that evening and encouraged those who have not yet responded to the invitation to dinner, to do so as soon as possible.

The Chair reminded Court that this would be the last Court meeting for both Ian Kerr and Neena Mahal who are stepping down as governors having served on Court for the maximum 9 years and in both cases for some of their tenure as Chairs of Court Committees. The Chair thanked Ian and Neena warmly for their unstinting hard work, commitment and service to Court and the University.

1. Minutes

- 1.1 Court noted that the minutes of the Court meeting held on 18th April 2024 had been **approved** by prior circulation. The Chair also confirmed that the minutes of the Extraordinary meeting on 13th May had also been circulated. These were **approved** by Court.

2. Matters arising

- 2.1 The Court noted a report on the matters arising from the Court meeting on 18th April 2024 and the actions taken to address them.
- 2.2 The Chair noted that the GBV Briefing will now take place on the 24th October and encouraged all governors to attend, given the importance of the topic.

3. Declaration of interest

- 3.1 A summary of the register of interests was included with the court papers. Court members were reminded of the importance of keeping the Register up to date and of advising the University Secretary or the Director of Governance & Legal Services of any changes to their position or 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 he s had now written to Campbell Fitch at the conclusion of his period of office and thanked Campbell for his service to Court and the University.
- 4.2 The Chair informed Court that there are a number of governors who have either not started or not completed the cyber security training that is being provided by the University. He reminded governors of the importance of cyber security to the University and that he hoped that governors would lead by example and ensure that they had completed the training. He had completed the module and encouraged all governors to complete the training as soon as possible.
- 4.3 The Chair explained that whilst the Annual Stakeholder Event which took place in May had been very well produced and was enjoyed by those in attendance, the audience was disappointingly small. The Chair explained that following feedback from stakeholders and the staff governors, it has been agreed that next year's event will revert to taking place earlier in the academic calendar and that the event will be an online only event, which it had been in recent years when the largest audiences had been attracted.
- 4.4 The Chair thanked governors for their attendance at the PwC Court Briefing on the future prospects for the sector which was a detailed and fascinating examination of the issues affecting the sector and that it was important for Court to be aware of the challenges ahead. He confirmed that further briefing on topics of interest to Court will be arranged and that he would pick this up when having his annual 1:1 reviews with governors.

5. Principal and Executive Board report

- 5.1 The Principal presented his report

- 5.2 The Principal provided an update to Court on lobbying by the sector that is taking place with political parties ahead of the election in order to inform them of the issues affecting the sector and the importance of the sector to the UK economy.
- 5.3 In response to questions, the Principal explained that the University carefully monitors both student recruitment and progression not least because both are measured by the SFC and the progression rate is a factor in determining new entrant numbers annually to ensure overall SFC student number targets are met and SFC funding is secure. He explained that progression rates are not the same for all disciplines in the University, that some areas perform better than others and there were often contextual factors affecting progression year on year..
- 5.4 The Principal then introduced a paper on current UKVI issues s which the COO/DVC presented to Court. .

ACTION: Principal to provide Court with an update on arrangements for recruitment and progression of Students.

6. COO/DVC Report

- 6.1 The Court noted a report from the Chief Operating Officer/ Deputy Vice Chancellor who provided an overview of key issues in Finance; Estates; IT; Future Students, Marketing & Communications; Foundation, Alumni & Event; and Registry & School Professional Services, since the last Court meeting in April 2024.

7. Mutual Severance Scheme (MSS) Update

The VP People & Student Wellbeing, provided Court with an update on the MSS and sought Court's approval for a re-opening of the scheme.

Court **approved** the re-opening of the scheme. The following governors abstained from voting: Dr Nick McKerrall, Ellen Gibson and Dr Lyle Gray.

8. Student President's report

- 8.1 The Court noted a report from the Student President highlighting recent activities and initiatives undertaken by the Students' Association. The Student President explained the roles that have been assigned to each member of the team and the work that they will be undertaking.

9. Student Association Trimester 2 Report

- 9.1 The Court noted the report on the Student Association activity in Trimester 2. The Student President explained that in the coming year, visits to the London campus would increase in frequency in order

to enhance the work that began last year in order to ensure that students in the London campus are fully engaged in the Associations activities.

10. University Secretary's Report

- 10.1 The Court noted the report from the University Secretary.
- 10.2 The University Secretary explained that there were 2 items that required Court approval. These were delegating authority to the Chair of Court during the Summer Vacation period and approving the Court Annual Programme of Work for 2024/25.
- 10.3 Court **approved** the delegated authority to the Chair of Court and the Annual Programme of work for 2024/25.
- 10.4 The Chair of Court reminded Court that the MSA relating to GCNYC, which had previously been agreed by Court, was subject to any final subsequent changes being reviewed and approved by the subcommittee appointed by Court for the purpose. He drew attention to the one substantive change that the Sub-Committee had reviewed and approved, which had no impact on the University's position.
- 10.5 Court **approved** the final MSA.

11. University Strategy and KPI

- 11.1 The Court received a report from the Vice Principal Strategy and Planning, that provided an update on the University Strategy, Key Performance Indicators and strategy implementation. The Principal explained that the proposed strategy was the culmination of the process which had involved Court, Senate and various other stakeholders. He explained that this was being presented to Court for approval.
- 11.2 Governors welcomed the high quality of the work and the Strategy which had been developed and sought further clarification on various proposed KPIs and suggested exploring changes to a small number of these.
- 11.3 On conclusion of the discussion, the Chair of Court proposed that the Executive provide a further and final update of the strategy in light of the issues raised, together with a note explaining the final view reached on the various suggestions and comments, which will allow the Strategy and KPIs to be circulated for electronic approval by Court.
- 11.4 **ACTION:** Principal to update the strategy and arrange circulation to Court for approval.

12. Confidential – Future Size and Shape

- 12.1 The Court received a report from the Vice Principal Strategy and Planning that provided an update on work to look at the size and shape of the University. She explained that work was still being undertaken and that it is proposed that this will be presented to the F&GPC and then to Court for approval.

12.2 Discussion took place on various elements of the proposed future size and shape of the University.

13. Student Recruitment Report

13.1 The Court noted a report from the Vice Principal Strategy and Planning that provided an update on international PGT registrations which includes Trimester C recruitment; and provides an updated view of Trimester A 2024-25 recruitment, as at 28 May 2024.

13.2 She explained that Glasgow Caledonian University was the only Scottish university that had been awarded additional undergraduate places and that there has been a high demand for the University's programmes. She explained that the position continues to be carefully monitored in a competitive market.

14. Draft Budget 2024-2025

14.1 The Court noted a report from the Chief Operating Officer/ Deputy Vice Chancellor regarding the proposed budget for 2024-2025. She explained that this had been discussed in detail at the Court Briefing on 3rd June. She reminded governors of the 3 scenarios that were possible depending on various external factors. She explained that if approved, this would be brought back to the F&GPC in the autumn in order to determine if any further changes are required to any of these scenarios or the budget overall.

14.2 The Principal explained that external factors and uncertainties did make it difficult to provide absolute clarity in the budget for this year or the next few years but that the Executive were working on this and had shared with Court the various steps that they are taking to address these issues.

14.3 Court **approved** the budget. The following governors opposed the extension of the support facility for GCNYC required to meet audit requirements: Dr Nick McKerrall, Ellen Gibson and Dr Lyle Gary.

15. GCU to GCNYC Intercompany Loan Write Off

15.1 The Court noted a report from the Chief Operating Officer/ Deputy Vice Chancellor regarding the write off of the loan that had been provided to GCNYC and was required as a condition of a successful transfer of control of GCNYC. The CFO explained that even in the event that the transfer to a new partner does not take place, the loan would remain unrecoverable. Accounting adjustments previously recognised means that there is limited impact on the University bottom line this year. In preparing the documentation advice from the University's legal, audit and tax advisers had been sought.

15.2 Court **approved** the write off of the loan.

16. GCNYC Confirmation of Financial Support

16.1 The Court noted a report from the Chief Operating Officer/ Deputy Vice Chancellor regarding the continuing financial support for GCNYC. The CFO explained that this is necessary in order to maintain

the College during any possible transition period or to keep it going until the University has met its commitments to the College and its students in accordance with its legal obligations. He explained that this would normally come to the Court in November but that this is required at this point due to potential transition requirements.

16.2 Court **approved** the continuing financial support for GCNYC.

17. Update on GCNYC

17.1 The Principal provided an oral update on progress in addressing GCNYC.

18. Research Update Trimester 2

18.1 The PVC Research presented a report that provided an update on key research policy changes affecting the University, the University's investment in research and a summary of submissions and awards for the third quarter of 2023-24.

19. University Senate: Report from meeting of the Senate held on 5th June 2024

19.1 The Principal presented a report from the last Senate meeting held on 5th June 2024. The Principal referred to the Research Development Concordat Action Plan which was presented to the Court for approval.

19.2 Court **approved** the Research Development Concordat Action Plan.

20. Chair Appointment Oversight Committee (CAOC)

The Vice Chair of Court provided Court with an update on the work of the CAOC and the process for finding and appointing a new Chair of Court to replace the current Chair when he steps down in February 2025. She explained that Perret Laver (PL) had been appointed as recruitment consultants to assist with this work. She explained that PL were eager to speak to governors in order to seek their views on the role and skills required. Governors who wished to express an interest in the role were also invited to contact Perrett Laver. She explained that PL would advertise the role over the summer and then produce a long list of candidates for review. She explained that it is anticipated that interviews with potential candidates will take place in October in order to ensure that the candidates possess the required skills to carry out the role. Hustings and an election will follow thereafter with a view to announcing the successful appointee at the November Court.

21. Standing Committee Business

21.1 People Committee – 16th May 2024

21.1.1 The Chair of the People Committee, Neena Mahal, presented a report on matters discussed at the People Committee meeting held on 16th May 2024. She explained that there were 2 policies that required Court's approval. These were the Health & Safety Strategy and the Safeguarding Policy.

21.1.2 The VP People and Student Wellbeing explained the basis for the papers and the priorities that are contained in the Health & Safety Policy as well as the importance of the Safeguarding Policy. Following a question about the age at which children become an adult, the VP People and Student Wellbeing undertook to check this and to update the policy as required.

21.1.3 Court **approved** the Health and Safety Strategy and Safe Guarding Policy, subject to confirmation of the age of becoming an adult.

21.2 Audit Committee- 28th May 2024

22. The Chair of the Audit Committee, Bill McDonald, presented a report on matters discussed at the Audit Committee meeting on 28th May 2024. He reported significant improvement on the number of outstanding items in the audit report.

Court **noted** the report.

22.1 Remuneration Committee – 20th May 2024

22.1.1 The Chair of the Remuneration Committee, Meg Lustman, presented the report on matters discussed at the Committee meeting held on 20th May 2024 as well as the Remuneration Philosophy for the University, seeking Court's approval for that.

22.1.2 Court **approved** the Remuneration Philosophy.

22.2 Finance & General Purposes Committee – 22nd April 2024 and 21st May 2024

22.2.1 The Chair of the Committee, Ian Kerr, presented the report on matters discussed at the Committee meeting on 22nd April 2024 and 21st May 2024.

22.2.2 Court **noted** the report.

23. Media Coverage Analysis

23.1 The Court noted the report that highlighted the media coverage received by GCU in March & April 2024.

24. Date of Next Meeting

24.1 The Court noted that the next scheduled meeting would include the Strategy Day event and will be held on Thursday 2nd October, with the day concluding with dinner (to replace the normal pre-court dinner the evening before Court).

Closing remarks

The Chair reminded governors of the need to complete the cyber security training. He also reminded them of the Chancellor's installation and dinner on 2nd July and warmly encouraged their participation.

The Chair of Court concluded by acknowledging the enormous contribution to the work of the Court made by Neena Mahal and Ian Kerr. Their dedication and commitment to the Court and the University have been outstanding, and Court wished to record its profound thanks to both.