

Glasgow Caledonian University Court

Minutes of the University Court held on Thursday 14th November 2024 at 9am in The Lantern.

Present: Rob Woodward (Chair), Professor Steve Decent, Alan Dickson, Daniel Gallacher, Ellen Gibson, Dr Lyle Gray, David Halliday, Sharon Lowrie, Meg Lustman, Bill McDonald, Dr Nick McKerrell, Professor Catriona Miller, Gavin Munn, Wilfred Obi, Austin Sweeney, Laiba Tareen and Jane Wilson.

Apologies Amit Bhargava, Arlene Cairns, Scott Haldane, Asif Haseeb and Sylvie Freund Pickavance.

In attendance Jan Hulme, University Secretary & Vice Principal (Governance)
Professor Ehsan Mesbahi, Provost & Deputy Vice Chancellor
Susan Mitchell, Chief Operating Officer & Deputy Vice Chancellor
Professor Andrea Nelson, Pro Vice Chancellor (Research)
Professor Louise Dixon, Pro Vice Chancellor (Education)
Paul Queen, Chief Financial Officer
Fiona Campbell, Vice Principal (People & Student Wellbeing)
Claire Hulsen, Vice Principal (Strategy & Planning)
Caroline Bysh, Pro Vice Chancellor (Engagement)
Dawn Anderson, Pro Vice Chancellor (International)
Paul Brown, Director of Governance & Legal Services

Chair's opening remarks

The Chair welcomed everyone to the second meeting of the 24/25 academic year. The Chair recorded his thanks to Vivienne Stern MBE, Chief Executive of UUK, and Professor Malcolm Press CBE, VC at MMU, guests at the Court dinner the previous evening, for an enlightening discussion and insight into the work of the UUK and the current university sector environment and the challenges it faces.

The Chair reminded governors of the expectation of participation in the Court dinner which is designed to address a point made regularly by governors in the Annual Court Effectiveness review, namely the importance of being able to network with each other and share views outside the Court meeting. He warmly encouraged governors to attend the dinners which were moreover usually structured to include a high profile external speaker.

The Chair once again reminded governors and all those in attendance of the absolute requirement that papers presented to Court should be treated as confidential, as should the discussions that take place at Court. While much that is presented to Court may go into the public domain in due course and after it has been considered by Court, it is essential for everything identified as a Court paper to be treated by governors as strictly confidential to members. This is fundamental to confidence in the integrity of Court's operation. If, exceptionally, any governor wishes to share a Court paper more widely, they should first seek advice from the University Secretary.

Minutes

- 1.1 Court noted that the minutes of the Court meeting held on 2nd October 2024 had been approved by prior circulation.

2. Matters arising

- 2.1 The Court noted a report on the matters arising from the Court meeting on 2nd October 2024. The Chair confirmed the briefing on Research and the REF is due to take place in January 2025.

3. Declaration of interest

- 3.1 A summary of the register of interests was included with the court papers. This had been updated to account for changes intimated by governors. Court members were reminded to advise 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 reminded governors of the election process for the new Chair of Court and that voting is now open. The Chair explained that he had met with staff governors in advance of the Court meeting and thanked them for their personal support and encouragement to all staff to engage in the election.
- 4.2 The Chair provided an update on the success of the first graduation ceremony in London to be held at its new venue of the Royal Festival Hall. He highlighted the large number of graduates and how this reflected the development of GCUL from its early days and the growing success and reputation of the University.
- 4.3 The Chair reminded governors of the Court's commitment to cyber security training which has been made available to them as well as being rolled out to all staff with a deadline for completion of end December. He thanked those who had completed this valuable training already. As some governors had begun but had still to complete the training, he requested that those governors do so to meet the deadline set for staff.
- 4.4 The Chair of Court reminded governors of the upcoming graduations on the 26th & 27th November and encouraged all of those who were able to attend one or more ceremonies to do so. He confirmed that the Chancellor would be in attendance and that this would be a good opportunity for those who have not met her, to do so.

5. Principal and Executive Board Report

- 5.1 The Principal presented his report which provided a summary of items arising since the previous Court meeting. Where these topics were covered by other agenda items, they had not been included in this report.
- 5.2 The Principal advised Court that Francesca Osowska has been appointed as the new Chief Executive of the SFC. He explained that the SFC have voiced pessimism about the likely outcome for the sector following presentation of the Scottish Government's budget on 4 December 2024. He assured the Court that he and the Executive would continue to work constructively and supportively with the SFC. There had been publicity surrounding the adverse financial position of some other Scottish universities but GCU was in a relatively strong position and that the Executive team would continue to work hard to maintain that. Against that background the University's staff and students should be encouraged that, despite the worrying news from the sector, the University was in a strong position and all efforts were directed to maintaining the long-term sustainability of that position.
- 5.3 The Principal explained that staff resourcing and the need to rebalance the workforce is constantly under review and actively managed. The positive financial position of the University has enabled the

release of a further 24 FTE academic posts and 14 FTE professional service posts which are in the process of being advertised. The Principal confirmed that most of these posts were open-ended although, where appropriate to the pattern of student recruitment, use had been made of fixed-term posts until the future trajectory was clearer.

- 5.4 In response to questions about divesting from certain partnerships, the Principal explained that these are TNE projects which, following review, are deemed to lack alignment and are no longer viable for the University. The University is exiting from these but doing so in a responsible manner. He explained that the PVC International is considering future strategic TNE partnerships that will bring maximum benefit to the University educationally, reputationally and financially.
- 5.5 In response to a question which cited outdated data about the University's SSRs while expressing concern that the impact of MSS on current SSRs, the Principal explained some of the challenges in making inferences from a comparison of the single institutional SSRs that tended to feature as a component of some league tables. These included the fact that the Student Staff Ratio (SSR) figures were only a snapshot in time and it was difficult to compare different universities against each other. For example, a research-intensive university might have higher staff numbers but not all those staff would be teaching, and it was noticeable that lower SSRs usually coincided with higher research income. Moreover, within any institution, the SSR at subject level was often highly variable. However, he was keen to understand what lay behind some of the figures quoted in the question. He reminded Court that the work of rebalancing the workforce to direct resource where it was most needed was continuing and that the MSS had been an important tool in facilitating that.

In response to an observation about high absence rates in some areas, the Vice Principal (People & Student Wellbeing) explained that the University's sickness absence rate was multi-factorial and had been associated historically with the non-standard age profile of its staff. In any event, a review of staff wellbeing was currently underway and the results of that review would be reported to People Committee in due course.

- 5.6 While drawing attention to the success of a recent Knowledge Transfer Partnership (KTP) the Principal explained that the University was aiming to expand the number and sector range of KTPs. A RKE Plan was in preparation by the PVC Research.

Action: Principal and Vice Principal (People & Student Wellbeing) to meet with Dr Gray to discuss issues raised.

6. Chief Operating Officer and Deputy Vice Chancellor report

- 6.1 The Court noted a report from the Chief Operating Officer and Deputy Vice-Chancellor that gave an overview of key issues since the previous Court meeting.
- 6.2 In response to questions about the impact on the University budget of the recent Chancellor's announcement of increased employer National Insurance contributions, the CFO confirmed that the University is not exempt from the NI increase. While not incorporated into the budget, as it pre-dated the announcement, it will be factored into the upcoming Q1 forecast, along with several other factors both positive and negative. The full year effect of the announcement would be an additional cost pressure of £1.9m annually, £0.6m in the current year.
- 6.3 The COO/DVC advised Court that the Estates Masterplan, which is at a development consultation stage will be brought to Court in the new year. It was confirmed that Gavin Munn, as newly appointed lead governor for Estates, had had early conversations with the Director of Estates.

- 6.4 The COO/DVC noted that UKVI has confirmed an immigration compliance inspection will take place w/c 25 November which was also the week of graduation ceremonies.
- 6.5 In response to a question about the increase in bad debt provision, the CFO explained that the increase in debt was within expected parameters but continued to be carefully monitored.
- 6.6 The COO/ DVC provided Court with an update on the objections raised by some trade union representatives and some students relating to the University's new Multi-Factor Authentication (MFA) system, which is underpinned by software known as CyberArk. The parent CyberArk company had been founded in Israel many years ago and is a global leader in the industry. The University has no contract with CyberArk, our contract is with Computacenter, a UK company, which had in turn purchased licenses from CyberArk UK. She noted that discussions had taken place with the students involved and the useful exchange of views, the factual clarification and the constructive tenor. Dr McKerrell outlined the perspective of some staff and referenced some students wishing to run a boycott campaign against CyberArk. The Student President pointed out that the SA condemned all violence in the Middle East and that the University's student community included diverse and opposing view, noting that a motion was being brought to the forthcoming meeting of Student Voice. It was agreed that Management would await the outcome of the Student Voice meeting.
- 6.7 Turning to the new student engagement and attendance system, the COO/DVC explained to Court that there had been some teething issues with the roll out of the new student attendance monitoring system (SEAtS) but that this was being monitored and solutions were being introduced to resolve these. It had been in place for longer at the London campus and was well-established there. Some staff governors expressed concern with the system and the attitude of some students towards its use, including increased potential for misuse. The COO/ DVC acknowledged the concerns, noting that the system was an improvement on the previous system and that refinements were being carefully considered. It was further noted that the new system had been installed in part to address UKVI requirements. Governors discussed the possibility of this being a student engagement issue which required a cultural solution more than a technological one "

ACTION: COO/DVC to provide an update report to Court on SEAtS at the February meeting.

7. Student President's report

- 7.1 The Court **noted** the report from the Student President, highlighting recent activities and initiatives undertaken by the Student's Association.
- 7.2 The Student President informed Court of the successful activities that had been taking place on campus during Black History and thanked staff for their support and engagement with it.
- 7.3 He informed Court that the Association had decided to withdraw the student pantry as the intention behind this was to support all students but that it was primarily international students who were using it. The Students' Association have decided that their funds could be used for other purposes that would benefit more students.
- 7.4 The Student Vice-President reported on the meeting held with governors and students from GSBS. She also described the visit she and the President had made to London on a NUS organised visit to Parliament when they had the opportunity to meet MPs. A key issue raised related to the requirement for students to provide landlords with a guarantor which was a major hurdle for many.

8. University Secretary's Report

- 8.1 The Court noted a report from the University Secretary. She reminded governors of the development opportunities available to them both internally and from external providers such as Advance HE. Discussion also took place about the podcasts that Advance HE provide and these were commended to governors.
- 8.2 She highlighted to governors that the Scottish Code of Good HE Governance was updated in 2023 and it was a useful reference document, setting out governor responsibilities and explaining the standards by which the work of the governing body is conducted. She also reminded governors of the governor Link Scheme and confirmed that this was currently being reviewed in view of recent changes and additions to and departures from the Court.

9. GCU London Business Plan

- 9.1 The Court **noted** a report that was introduced by the Principal, which set out in detail a 10 year business plan for GCU London.
- 9.2 The Principal explained that the continued focus in London would be on international students where the campus continues to succeed, within the context of the impact of immigration policy on international student numbers across the sector. In future, there was scope to provide programmes for international to undergraduate students through partnerships, but extending to home undergraduate recruitment was not a priority to be taken forward at the current time. In response to comments from the Student President, the Principal explained that the University recognised student expectations and sought diversity in the student body. An objective was set out in the plan to diversify recruitment to cover additional countries which would bring more diversity in the classroom and more resilience to recruitment.
- 9.3 The Principal confirmed that the appropriateness of the estate in London is kept under review to ensure it continues to meet the University’s requirements. The enhanced footprint has been beneficial and the estate will continue to be managed to allow GCUL maximum agility as markets develop.
- 9.4 In response to questions it was explained that the nature of the labour market in London was different from Glasgow and that fixed term or casual staff were to be expected. Such staff were often not primarily academics but worked in other sectors and made their expertise available in a more ad hoc way to enrich the classroom experience. However, the consistency and quality of the programmes was assured through the cohort of permanent staff who lead academic programmes.

ACTION: Court **approved** the London Business Plan.

10. Remuneration Committee and Summary of Principal’s Objectives

10.1 The Chair of the Remuneration Committee, Meg Lustman, presented the Committee’s Annual Report detailing the work that had been carried out by the Committee in the year 2023/24, including considerations of salaries for Executive and senior staff, all of which have been approved by the Committee.

The Principal and those in attendance with the exception of the University Secretary and the Vice-Principal, People and Student Wellbeing, left the meeting at this point.

Court **noted** the report and **approved** the Committee’s Terms of Reference.

- 10.2 The Chair presented the Principal and Vice-Chancellor’s Objectives for 2024/25, noting that these had been recommended to Court for approval by the Remuneration Committee. The Court discussed the objectives and agreed the objectives for 2024/25.

10.3 Court **approved** the Principal's Objectives for 2024/25 noting the value of metrics and that the objectives would be associated with progress on the KPIs. Given the breadth of the first objective which related to implementation of the Strategy, it was agreed that association with the various enabling plans would allow due prioritisation.

11 Principal's Remuneration

11.2 The Chair presented a paper on the Principal and Vice-Chancellor's recommended remuneration. Following discussion, Court **approved** the Committee's recommendations and the Principal's salary increase for 2024/2025. The following governors voted against the proposal: Dr Lyle Gray, Professor Catriona Miller, Ellen Gibson and Dr Nick McKerrell.

12 SFC Assurance and Accountability Arrangements

12.2 The Vice Principal (Strategy & Planning) introduced the report and explained the changes that had taken place in relation to the Outcome Agreement process, the new Tertiary Quality Enhancement Framework, research reporting and the Knowledge Exchange and Innovation Fund submission.

12.3 Court **approved** the University's draft Knowledge Exchange and Innovation Strategy return which will be finalised and submitted to SFC by the January deadlines.

13 2030 KPIs – Interim Report 2023-24

13.2 The VP Strategy and Planning provided a report to Court on the setting out the University's performance in 2023-24 against the new set of institutional key performance indicators (KPIs).

13.3 The Court **noted** the report.

14 Student Recruitment Report

14.2 The Court **noted** the report from the VP Strategy and Planning on the student recruitment for Trimester A 2024-25, and undergraduate and postgraduate levels, as at 6 November 2024. An early view of Trimester B 2024-25 was also provided.

14.3 In response to questions, she explained the detail of registrations in Tri A and that the situation for international recruitment for Tri B is still fluctuating and is being carefully monitored.

15 League Table Report

15.2 The Court **noted** a report from the VP Strategy and Planning which summarised the highlights of the University's strong performance in the UK leagues tables - the Guardian University Guide, the Mail University Guide, the Times / Sunday Times Good University Guide.

- 15.3 It was suggested that the strong performance in the UK league tables should support efforts to increase recruitment from students the Rest of the UK, which will require a focussed approach.

16 GCU Corporate Risk Register

- 16.2 Court noted a report from the Chief Finance Officer providing an update on Risk following the Risk Management Forum (RMF) that was held on the 23rd October 2024. He explained that there have been no changes to the risk profile but that these will continue to be monitored by the RMF and reported back to Court in due course.

- 16.3 Court **noted** the Corporate Risk Register.

17 University Senate: Report from meeting of Senate held on the 16th October 2024

- 17.2 The Provost & Deputy Vice Chancellor provided a report on the work of Senate held on 16th October 2024. Key topics covered included the SFC Guidance on quality for colleges and universities AY 2024-25 to AY 2030-31, Scotland's Tertiary Quality Enhancement Framework (TQEF) Overview. He referred to the quinquennial senate effectiveness review that had been carried out by PwC and was overall positive with a few generally minor recommendations which had mostly been in train and were now implemented. The report will be presented to Senate in December.

- 17.3 Court **noted** the report.

18 Standing Committee Business

- 18.2 People Committee – 26th September 2024

- 18.2.1 The Chair of the Committee, Austin Sweeney, presented a report of the People Committee meeting on 26th September 2024.

- 18.2.2 Court **noted** the report.

- 18.3 Court Governance & Nominations Committee- 8th October 2024

Meg Lustman left the meeting at this point.

- 18.3.1 Court **noted** the report by the Chair of Court of the Court Governance & Nominations Committee on 8th October and recommendations relating to Court and Committee memberships. He confirmed that the Committee had recommended the reappointment of Meg Lustman and Sylvie Freund Pickavance as governors for a third and final term.

- 18.3.2 Court **approved** the reappointment of Meg Lustman and Sylvie Freund Pickavance and **approved** the Terms of Reference for the Committee and its composition.

- 18.4 Chair Appointment Oversight Committee Update

18.4.1 The Chair of the Committee, Meg Lustman, updated Court on the progress of the Chair appointment process and reminded Court that the voting was now open. She thanked the staff and student governors for their support in encouraging engagement with the process.

18.4.2 Court **noted** the report

18.5 Audit Committee – 21st October 2024

18.5.1 The Chair of the Committee, Bill McDonald, presented the report of the Audit Committee on 21st October 2023, advising of the audits that had been carried out by the University's internal auditors.

18.5.2 Court **approved** the Terms of Reference for the Committee and its composition.

18.6 Finance and General Purposes Committee – 28th October 2024

18.6.1 In the Chair of the Committee, Arlene Cairns' absence, Austin Sweeney presented the report of the Audit Committee on 28th October 2024 on behalf of the Committee.

18.6.2 Court **approved** the Terms of Reference for the Committee and its composition.

19 Media Coverage Analysis

19.2 The Court noted the reports for August and September 2024.

20 Date of Next Meeting

20.2 The next meeting will be a virtual meeting on **12th December 2024** primarily to consider the annual accounts with the following meeting being on **Thursday 6th February 2025 at 9.00am** on campus. Dinner on the evening of **5th February at 6.00 for 6.30** will precede the Court meeting. As the Chancellor will be joining Court for this dinner, it is an opportunity for governors to meet or reengage with the Chancellor.