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TO: ALL MEMBERS OF COURT

A meeting of the University Court constituted under the University of the West of Scotland (Scotland) Order of Council 2015 will be held on **Monday 13th November 2017 at 2:30pm in the Court Room, Paisley Campus.**

Donna McMillan
Secretary to Court

AGENDA

	Welcome to New Members Apologies for Absence Declaration of Interest		
1.	Minutes		
1.1	Minutes of Meeting held on 22 nd June 2017 Minutes of Reserved Meeting held on 22 nd June 2017	Approval	Document Attached
2.	Matters Arising		
2.1	Min Ref 6.2 – Outline of Financing Proposal : Santander	Information	Oral Report
2.2	Min Ref 6.4 – SAUWS Block Grant	Homologation	Paper 2.2
3.	Determination of Any Other Business		
4.	Chair's Business		
4.1	Chair's Statement	Information	Oral Report
4.2	Chair's Action – Process for Appointment of Deputy Principal	Homologation	Paper 4.2
5.	Students' Association		
5.1	SAUWS Highlight Report	Discussion	Paper 5.1
6.	Finance <i>Presentation from Trevor Gabriele, Chief Finance Officer</i>		
6.1	Financial Statements for the year ended 31 st July 2017	Approval	Paper 6.1
7.	Paisley Campus Vision		Paper 7
8.	Lanarkshire Campus Development	Discussion	Paper 8
9.	Corporate Strategy 2017/2020		
9.1	KPI Performance Report	Discussion	Paper 9.1

10.	Outcome Agreement Self Evaluation Report	Approval	Paper 10
11.	Scottish Funding Council - Annual Institutional Statement of Internal Review Activity	Approval	Paper 11
12.	Revised Scottish Code of Good HE Governance	Information	Paper 12
13.	Management of Media Relations	Discussion	Paper 13
14.	General Data Protection Regulations	Information	Paper 14
15.	Modern Slavery Statement	Approval	Paper 15
16.	Report from Sub Committees		
16.1	Report from meeting of Remuneration Committee held on 13 th September 2017	Information	Paper 16.1
16.2	Report from meeting of Governance & Nominations Committee held on 26 th September 2017	Approval	Paper 16.2
16.3	Report from meeting of Health, Safety & Sustainability Committee held on 3 rd October 2017 <ul style="list-style-type: none"> • Health, Safety & Sustainability Annual Report to Court 	Approval	Paper 16.3
16.4	Report from Meeting of Policy & Resources Committee held on 9 th October 2017	Information	Paper 16.4
16.5	Report from meeting of Audit & Risk Committee held on 17 th October 2017 <ul style="list-style-type: none"> • Annual Internal Audit Report • Audit & Risk Committee Annual Report to Court • Corporate Risk Register 	Approval	Paper 16.5
16.6	Process for Annual Appraisal of Chair of Court	Approval	Paper 16.6
17.	Senate		
17.1	Report from Meeting of Senate held on 2 nd October 2017	Information	Paper 17.1
18.	Principal & Vice-Chancellor's Highlight Report	Information	Paper 18
19.	Any Other Business		

Date of Next Meeting: Tuesday 5th February 2017 – 2pm – Dumfries

Court Residential Event – 5th/6th February 2017, Easterbrook Hall, Dumfries

Annual Review Dinner – Monday 13th November 2017

Paisley Campus Graduation Ceremonies:

Wednesday 15th November 2017 – 11:00 am, 2:30 pm, 5:30 pm

Thursday 16th November 2017 – 11:00 am and 2:30 pm

University Prize Giving – Thursday 16th November 2017 – 5:30 pm – Paisley Town Hall

Paisley, 13th November 2017 being the 49th meeting of the Court of the University of the West of Scotland

Present: Dr W Hatton (Chair)
Ms H Armstrong
Ms L Barjonas
Ms M Curran
Mr C Devlin
Mr R J Dinning
Ms M Gibson OBE
Mr A Gordon
Mr H Henry
Mr D Johnston
Mr A Munro
Professor C MacDonald
Professor C Mahoney
Professor P Martin CBE
Ms A McKechin
Ms T O'Donnell
Mr K Quinlan
Ms E Shotter
Dr K Sloman
Mr W Smith
Dr J Thompson

In attendance: Ms D McMillan
Mr T Gabriele
Mrs A Loudon
Ms Y Brady
Mr M Ross (items 9 and 10 only)
Professor E Mesbahi (item 11 only)

There were no apologies for absence. Apologies for late arrival were received from Dr J Thompson.

The following members of staff were in attendance as observers:
Ms L Gallasso Employee Relations & Performance Adviser, People & OD
Ms Y Claes Personal Assistant to Principal & Vice-Chancellor

Welcome to New Members

The Chair welcomed Mr A Munro, Mr K Quinlan and Ms E Shotter to their first meeting following their appointment to membership of Court.

In addition, the Chair welcomed Ms Y Brady to the meeting. Ms Brady was participating in a shadowing/mentoring opportunity through a Scottish Government sponsored initiative designed for individuals, particularly women, to develop board experience. As agreed by Court, Ms Brady would attend as an observer at meetings of Court and PRC this academic session.

Declaration of Interest

No declarations of interest were notified.

1. **Minutes**

The Minutes of the meeting held on 22nd June 2017 were approved as a correct record, proposed by Ms H Armstrong and seconded by Ms A McKechin.

2. **Matters Arising**

2.1 **Min Ref 6.2 – Outline of Financing Proposals : Santander**

The Chief Finance Officer reminded members that at the last meeting Court had agreed to support access to a revolving credit facility offered by Santander Bank. However, due to circumstances with the bank, it has not yet been possible to conclude arrangements.

Revised heads of terms were now progressing through the bank's internal processes and it was anticipated that a final recommendation would be brought forward shortly. Court agreed to the continuation of the delegated authority granted to the Chief Finance Officer to negotiate a final settlement and to the Chair of Court to approve any significant changes, subject to notification to Court in due course.

2.2 **Min Ref 6.4 – SAUWS Block Grant**

Noting that, following discussion and agreement with SAUWS, responsibility for sports activity had transferred to the University, Court homologated approval of the 2017/2018 SAUWS Block Grant which had been adjusted to £604k with £115k moved back to the University to support student sport along with SAUWS.

3. **Determination of Any Other Business**

No additional items of business were notified.

4. **Chair's Business**

4.1 **Chair's Statement**

The Chair appraised Court of various internal and external events and activities she had participated in since the last meeting of Court together with a brief resume of current government initiatives affecting the Higher Education sector.

The Vice Chair of Court appraised Court of a CUC event she had attend on behalf of the Chair at which Vice-Chancellor's pay, trends in recruitment and the consultation on Regulatory Framework for HE in England had been key themes.

4.2 **Process for the Appointment of the Deputy Principal**

Court confirmed that it was content with the process for the appointment of the Deputy Principal noting that these had been endorsed by the Remuneration Committee and agreed with the Chair of Court. Noting the recommendation from the Remuneration Committee, Court agreed to grant delegated authority to the Chair of Court to take forward the appointment of the successful candidate on behalf of Court.

The Principal & Vice-Chancellor briefed members on the diverse pool of applications received for the post which had drawn worldwide interest.

5. **Students' Association**

5.1 **SAUWS Highlight Report**

Court noted with interest the report which highlighted some recent activities at the Students' Association. The President of SAUWS drew members' attention in particular to the positive Freshers events held during the first week of the 2017/2018 academic session.

Court noted that the CEO of SAUWS had left the organisation and that staff and sabbatical officers were working closely to ensure the continued operation of the Association pending the recruitment of a new CEO.

6. **Finance**

6.1 **Financial Statements for the year ended 31st July 2017**

The Chief Finance Officer made a presentation to Court on the Financial Statements for the year ended 31st July 2017.

Court agreed that, whilst the University's financial position was stable, it was imperative that efforts to drive income were intensified to ensure achievement of the objectives of the Corporate Strategy and mitigate against external factors over which the University had limited control but which impacted on the finances of the institution.

Court approved the Financial Statements for year ended 31st July 2017.

7. **Paisley Campus Vision**

The Principal reminded members of the workshop held on 11th September where one high level concept vision of what a Campus in Paisley may look like in the future was presented. Court agreed in principle that further consideration should be given to the future redevelopment of the Paisley Campus and that an interim paper to inform an options appraisal process should be progressed for consideration by Court at an appropriate time.

8. **UWS Lanarkshire Campus**

The Depute Principal spoke to the report which detailed key activities and milestones with the Lanarkshire project since the last meeting of Court. Court was pleased to note that the "Street" area was virtually complete and the project remained on track and on budget.

Progress with the development of the Travel/Transport Strategy was noted. A broad spread of staff and students had participated in the Travel Survey and the formal report was awaited. Initiatives being explored to embed transport sustainability into the Campus included car cycle paths, cycle storage, car share scheme and electric charge points.

In response to a question, the Depute Principal confirmed that the University did not forecast a drop in recruitment as a consequence of the transfer between locations, noting that the programmes offered at the Campus were amongst the most attractive in the University's portfolio. Further programmes would transition over time and detailed marketing campaigns would be undertaken as appropriate.

The remainder of the report was noted for information.

9. **Corporate Strategy 2017/2020**

9.1 **KPI Performance Report**

The Director of Strategic Planning & Development spoke to the report which detailed performance data and commentary on the University's progress in achieving the KPIs in the refreshed Corporate Strategy. Members welcomed the progress being made. Some enhancements to the presentation of the report highlighted during discussion would be taken forward for future reports.

The remainder of the report was noted for information.

10. **Outcome Agreement Self Evaluation Report**

The Director of Strategic Planning & Development spoke to the draft SFC Outcome Agreement Self-Evaluation Report which set out progress during 2016/2017 across a number of areas and confirmed that UWS was meeting its Outcome Agreement commitments.

The Depute Principal highlighted that the University's Outcome Agreement with the Funding Council was informed by the ambitions in the Corporate Strategy and demonstrated synergy between the University and SFC priorities.

Court approved the Outcome Agreement Self Evaluation Report for onward submission to the Funding Council.

11. **Annual Report of Institution-Led Review of Quality in AY 2016/2017**

Subject to minor amendment, Court approved the Annual Report of Institution-Led Review of Quality for onward submission to the Funding Council.

12. **Revised Scottish Code of Good HE Governance**

Court noted for information the revised Scottish Code of Good HE Governance, noting that a short life working group would be established to take forward amendments required in the light of the revised Code and the HE Governance (Scotland) Act 2016.

13. **Management of Media Relations**

The Secretary to Court spoke to the report which provided information for members of Court on the arrangements for media relations across the University, together with advice on how to handle any initial media related issues and/or obtain further support should they be contacted for comment.

After a wide ranging and diverse discussion, Court agreed that the PR landscape was dynamic and challenging and it was essential for Court members to be briefed on relevant national stories and be sensitive to the external and political environment.

Court welcomed the robust approach set out in the paper and the proposed enhancements including provision of proactive horizon scanning and timeous briefings to Court on issues affecting the HE sector and/or the University.

The remainder of the report was noted for information.

14. **General Data Protection Regulation**

Court noted for information the report which summarised activity at the University to ensure compliance with the General Data Protection Regulation which will come into force in May 2018.

15. **Modern Slavery Transparency Statement**

The Secretary to Court reminded members that the University's Modern Slavery Transparency Statement, first published in February 2017 was subject to annual review and drew members' attention to the revised Modern Slavery Statement which demonstrated the University's commitment to human rights and its ethical approach to relationships.

Court approved the revised Modern Slavery Transport Statement and agreed that it provided an appropriate baseline which would be developed and strengthened over time.

16. **Reports from Sub-Committees**

16.1 **Report from Meeting of Remuneration Committee held on 13th September 2017**

Court noted for information the report from the meeting of the Remuneration Committee held on 13th September 2017. The Chair of the Committee confirmed for the information of Court that the membership of the Remuneration Committee comprised of lay members of Court only, with the Principal & Vice-Chancellor, Secretary to Court and Director of People & OD in attendance.

The Chair of the Committee reminded members that a 1.7% uplift had been implemented across the organisation as part of the national pay award.

16.2 **Report from Meeting of the Governance & Nominations Committee held on 26th September 2017**

The Chair of Court spoke to the report from the meeting of the Governance & Nominations Committee held on 26th September 2017.

Court approved the proposed remit and membership of the short life Governance Working Group being established in the light of the revised Scottish Code of Good HE Governance and the HE Governance (Scotland) Act 2016.

The Role Description for a member of Court which had been developed following a review of sector practice and in line with the descriptions of the Chair and Vice Chair of Court was noted. Court noted that the skills matrix would be extended to include all members of Court to enable a more holistic understanding of the skills and attributes of the total Court membership to inform future recruitment campaigns.

Court approved the recommendation for the Reappointment of Professor C MacDonald and Ms M Gibson OBE to membership of Court for a further 3 year period with effect from January 2018.

Court noted that the period of appointment of Ms A Gifford as Senate representative on Court has been extended for one year, thus ensuring continuity of membership while the requirements of the Act and the revised Code were progressed.

Court homologated approval of the appointment of Mr A Munro to membership of the Audit & Risk Committee and approved the appointment of Ms Margaret Gibson OBE as Vice Chair of Policy & Resources Committee.

Members welcomed the revised induction arrangements which had been augmented to include four initial briefing sessions, noting that all members of Court were warmly invited to attend these sessions.

The Chair reminded members that the University was required by the Scottish Code and the SFC requirements for the financial statements to maintain and publish an analysis of attendance at meetings of Court and its sub Committees. This had also been extended to include all members of Court and was published on the University's website.

The remainder of the report was noted for information.

16.3 Report from meeting of Health, Safety & Sustainability Committee held on 3rd October 2017

Court noted for information the report from the meeting of the Health, Safety & Sustainability held on 3rd October and endorsed the Annual Report to Court which provided a summary of the work of the Committee for the 2016/2017 financial year.

16.4 Report from meeting of Policy & Resources Committee held on 9th October 2017

The report from the meeting of Policy & Resources Committee held on 9th October 2017 was noted for information.

16.5 Report from meeting of Audit & Risk Committee held on 17th October 2017

Court noted for information the report from the meeting of the Audit & Risk Committee held on 17th October and approved the Annual Report to Court which summarised the work of the Committee for the 2016/2017 financial year.

16.6 Process for Appraisal of Chair of Court

Court endorsed the process for the forthcoming annual appraisal of the Chair of Court.

17. **Senate**

17.1 **Report from meeting of Senate held on 2nd October 2017**

The report from the meeting of Senate held on 2nd October 2017 was noted for information.

18. **Principal and Vice-Chancellor's Highlight Report**

Court noted for information the Principal & Vice-Chancellor's Highlight Report.

There being no further business, the Chair declared the meeting closed.