

RULES FOR THE APPOINTMENT OF THE CHAIR OF COURT

The Order of Council states that the Chair is to be appointed in accordance with Sections 3 to 8 of the Higher Education Governance (Scotland) Act 2016 (the Act) and an appointment process prescribed by the Court. The rules also take into account the expectations of the Code of Good HE Governance (2023) (the Code).

This section sets out the arrangements in place for the appointment of the Chair of Court.

Eligibility

Members of the Court are charity trustees. Applicants must make sure before applying that they are not disqualified from serving as a charity trustee under the Charities and Trustee Investments Act (Scotland) 2005, as they will be asked to make a formal declaration of this if they are shortlisted for interview stage before progressing to the election.

The Chair of Court must not have any unspent or pending criminal convictions that may have an impact on their ability to fulfil the requirements of the role. Applicants will be asked to declare any unspent or pending criminal convictions at the time of application so that the University can consider if it can effectively manage the risks associated with the conviction if the applicant were successful.

Applicants must declare any current or previous involvement in activities, organisations and/or financial affairs (including personal/professional bankruptcy proceedings) which may have had, or be deemed to have the potential to have, an adverse impact upon the University's reputation. The person appointed will be required to disclose their interests on a publicly available register of interests.

It is an essential requirement that the Chair is able to act independently. Current lay members of the University Court are eligible to be appointed as Chair, but the role may not be held simultaneously with another role on Court. In line with the Code, where an existing member of the governing body is elected to serve as Chair, that member will begin a new term of membership linked to the office. However, the UWS rules indicate that where that person has already served for a substantial period on the governing body, i.e. three years or more, the person will still be eligible to stand for election but a single term of not more than 4 years will be available and such that the overall period of appointment as a member of Court does not exceed 9 years in total, which is in line with the maximum period of appointment to Court.

Current students or members of staff are not eligible to be the Chair. No former student or member of staff of the University will be eligible to be appointed until a period of 4 years has elapsed from the date they ceased to be a student or member of staff.

The Chair may hold membership of a political party or organisation but may not hold an elected political office during the term of appointment and may not hold a position (paid or unpaid) with any other education institution.

Appointment Process

The appointment of a Chair of Court will be carried out in three stages:

- i. Application
- ii. Interview
- iii. Election

The application and interview stage will be overseen by the Governance & Nominations Committee. By the end of this stage, the Governance & Nominations Committee will determine a list of candidates deemed to have met the relevant criteria for appointment to the role and who will stand as candidates in the election.

The election stage will be overseen by a Returning Officer who will manage the election process.

Responsibilities of the Court's Governance & Nominations Committee in relation to the Appointment of a Chair of Court

The Chair of Court is also Chair of the Governance & Nominations Committee. However, when considering issues relating to the appointment of a Chair, the Governance & Nominations Committee will be chaired by another member of Court, normally the Vice Chair of Court.

With regard to the appointment of the Chair, the responsibilities of the Governance & Nominations Committee are to:

- Devise the relevant criteria with respect to the position of the Chair. These should include: the experience, skills and knowledge necessary or desirable to exercise the functions of the role of the Chair and command the trust and respect of the Court, the Senate and the wider University community along with the expectations around availability and time commitments to carry out the role
- Ensure the efficiency and fairness of the process
- Publish anonymised data of the protected characteristics of the applicants, the interviewees and the candidates in the election
- Advertise the vacancy widely, sufficient to attract applications from a broad range of people
- Interview those people who appear to meet the relevant criteria
- Declare whether those applicants who have been interviewed have satisfactorily demonstrated that they meet the criteria
- Declare those candidates who may stand in an election.

To meet the requirements of the Act, any advert for the position of Chair will contain the following information:

- The process for filling the position
- The functions exercisable by the Chair
- A summary of the relevant criteria with respect to the position
- Guidance on how further information and any application form can be obtained
- An outline of the process
- Clarification on the reimbursement of expenses to attend interview or campaigning in an election for the position
- An indication of the remuneration and expenses payable if appointed to the role
- A commitment to diversity and inclusion, reflecting the desire to attract individuals from underrepresented groups.

In discharging its responsibilities, the Governance & Nominations Committee may decide to engage the services of an external search agency. If it chooses to utilise an external search agency, the Governance & Nominations Committee may not delegate any of its responsibilities for reaching its own decision about whether individual candidates appear to meet the relevant criteria and must ensure that the external search agency is able to operate within clear parameters which must be set by the Governance & Nominations Committee. The role of an external search agency engaged in this way is to provide the Committee with information to enable it to better reach its own decision.

The Governance & Nominations Committee will determine the format for applications, including any accompanying documentation that applicants may be required to submit. This will include an Equality Monitoring Form.

For the avoidance of doubt, late applications received more than 24 hours after the published deadline for applications will be excluded from consideration. Those received within the 24-hour period may be considered at the discretion of the Committee.

The Governance & Nominations Committee will consider the applications against the criteria for appointment and will reach a decision on which applications appear to meet those criteria to determine those who will be shortlisted. The Governance & Nominations Committee will then make arrangements to interview such applicants.

Following shortlisting, arrangements will be made for all candidates to meet with the Principal & Vice-Chancellor prior to the interview to learn more about the University and be fully briefed by either the search consultants or the Secretary to Court on the role of Chair of Court.

Following the interview stage, the Governance & Nominations Committee will reach a decision on which applicants have demonstrated that they meet the relevant criteria. The Committee will then provide a list of such applicants to the Returning Officer who will make arrangements for an election to take place as set out below.

At the conclusion of this stage the candidates will be required to confirm their intention to stand in the election.

An election can, however, only take place when there is more than one candidate who meets the criteria. In the event only one candidate is identified, or if fewer than two candidates agree to move forward to the election process, the election timetable will be paused and the search process will be recommenced to identify other candidates. The remaining candidate remains eligible to stand in the election without re-applying or further interview.

The Returning Officer

The Vice Principal (Governance) & University Secretary will be the Returning Officer. In the event of a vacancy in the position of Secretary, or if the Secretary is unavailable for any reason, the Court will appoint another senior officer of the University to act as Returning Officer. The Returning Officer may appoint deputies to assist them in carrying out the duties associated with the role, but the Returning Officer will be responsible for ensuring that the duties of the role are properly carried out.

The duties of the Returning Officer will include:

- Managing the whole electoral process
- Ensuring the proper announcement of candidates and preparing the publication of election statements by candidates
- Providing an appropriate electronic voting platform
- Identifying an appropriate qualifying date for the determination of those eligible to vote in the election
- Ensuring the proper application of the election rules
- Ensuring candidates are reimbursed for any expenses permitted
- Reviewing election statement of candidates to ensure they meet the campaign rules
- Considering complaints raised in relation to the conduct of the campaign and the election itself and imposing remedies as appropriate.

Election Rules

The election will be by electronic voting which may be hosted by a third-party provider appointed by the University. Arrangements will be put in place to enable members of the electorate without normal access to the necessary technology to use the online voting system.

The voting period for the election will take place on a date or dates to be agreed by the Governance & Nominations Committee, preceded by a period of campaigning. The period from announcement of candidates to close of voting will take no longer than 15 working days. An example of an appropriate timetable might be as follows:

Day 1:	Public Announcement of candidates and circulation of election statements to the electorate
Day 6:	Open Meeting organised by the University
Day 7:	9am – online voting opens
Day 14:	5pm – online voting closes
Day 15:	Declaration of Result
Day 17:	Announcement of Result

In determining appropriate dates, the Committee will, as far as reasonably practicable, ensure that a newly elected Chair will have a period of induction ahead of the start of their term of office.

As part of the campaign, candidates will be entitled to the following:

- i. Attendance at an Open Meeting organised by the University and held at the Paisley Campus before an audience of students; staff and members of Court at which candidates will be expected to address the audience and answer questions. This will be streamed to other campuses and be available to view online until voting closes.
- ii. Distribution by the University of a campaign statement, once accepted by the Returning Officer, in support of their candidacy by a specified date which the University will publicise in equal measure by appropriate means to the eligible voters detailed below during the period of election. The campaign statement should be no more than one page of A4 (no more than 300 words) and must be written using the template supplied in a way consistent with the requirements for the position of the Chair as set out in the role description. A photograph of the candidate may also be included.

The distribution of any other campaign materials by the candidate, or persons acting on their behalf, whether in electronic or hard-copy format is not permitted. Candidates may use their own personal social media channels, but the University social media channels may not be used by or on behalf of individual candidates.

Official endorsements of candidates by any organisation, or by individuals representing or perceived to be representing any organisation are not permitted. Specifically, this includes endorsements by the University or by any of its constituent parts (whether Campuses, Schools, Directorates or other units and centres); by any of the recognised campus unions or similar organisations; by the Students' Association; or by members of Court.

The Open Meeting will take place in accordance with the timetable set out above and will be hosted by the Returning Officer (or any deputy appointed by the Returning Officer).

Every effort will be made to ensure the venue for the Open Meeting is accessible. The University may decide to hold more than one Open Meeting as appropriate.

Expenses incurred by candidates in relation to attendance at such events will be covered by the University in line with the University's Travel Expenses Procedure which will be made available to candidates up to a maximum of £500 per candidate.

Candidates will not have access to the electorate other than via:

- i. The election statement distributed by the University on behalf of the candidates; and
- ii. The "Open Meeting".

Candidates are not permitted access to the email addresses of electors.

The information contained in the online ballot relating to each candidate will include first/given name (or name known by) and surname/family name only. A link will be provided so that electors can review the election statement of each candidate.

The results will be declared following the closing of the voting period at a time determined by the Returning Officer and published to the electors and candidates. Candidates will be invited to attend the declaration. An observer representing each of the categories of electors may be invited to be present at the declaration.

Any complaint about the conduct of an election, any allegation of infringement of these rules, any allegation of misconduct by a candidate or one of their agents or supporters, or potential defect in the running of the election should be brought as soon as possible to the attention of the Returning Officer, who will investigate the matter.

Having investigated the matter, the Returning Officer will determine whether the complaint or allegation should be upheld. If the complaint or allegation is upheld, the Returning Officer may make such arrangements or impose such sanctions to remedy such defect or infringement. The arrangements or sanctions could include, but are not limited to, the instigation of disciplinary proceedings against staff or students, and the removal of a candidate from the poll. The Returning Officer may also determine that the election should be suspended pending further investigation, abandoned, extended or rescheduled. The decision of the Returning Officer is final.

In the event that a candidate contests the results of the election, a case must be submitted within 2 working days of the declaration of the results. Where a case is submitted within the timeframe, the Returning Officer will arrange for a preliminary assessment of the case to determine whether there are grounds for an investigation. If, as a result, the Returning Officer determines that there are grounds, they will request that the Law Society of Scotland appoints a suitable independent party to undertake a review. On the basis of the report, the Returning Officer may decide to take no further action or may decide to declare the results of the election null and void and order a new election. The decision of the Returning Officer is final.

Eligibility to Stand for Election

All applicants for the post of Chair are entitled to stand for election to the role if they satisfy the Governance & Nominations Committee of the Court that they meet the agreed criteria for the role and confirm an intention to stand as a candidate in the election.

Electorate

The following are eligible to vote in an election for the position of Chair:

- i. All members of the Court of the University of the West of Scotland
- ii. The staff of the University:
- iii. The students of the University

Definitions:

“The staff of the University” will mean any person employed on academic, professorial, Senior Manager (Academic)*, Professional Services or Senior Manager (Services)* terms and conditions of employment, including permanent employees and those on fixed-term contracts or hourly paid contracts, either part-time or full-time as at 16th September 2025. Any person employed by an agency to carry out work on our behalf is not included.

*Senior manager contracts include those outwith the nationally negotiated scales, at SS1 level and above.

“The students of the University” will mean any student enrolled as a student of the University of the West of Scotland - and reported as such to the Higher Education Statistical Agency (HESA) - as at 16th September 2025 and (2) any person holding sabbatical office in the Students’ Association of University of the West of Scotland.

Individuals who fall within the definition of both *“staff of the institution”* and *“student of the institution”* will only have one vote and their primary association with the University will determine how they are categorised for voting purposes. Where one individual has two staff roles within the University, they will only be permitted one vote. Where the primary association is disputed, the Secretary to Court will determine the primary association and their decision will be final. Members of the Court of the University of the West of Scotland who are *“staff of the institution”* or a *“student of the institution”* will only have one vote and will be categorised as either *“staff of the institution”* and a *“student of the institution”* for voting purposes.

1. Following the expiry of the deadline set for the submission of campaign statements, the election ballot will be open for a minimum period of seven calendar days.
2. No individual is entitled to cast more than one vote in the election.
3. Each vote cast in the election carries equal weight.
4. The candidate who achieves a simple majority of the votes cast will be declared the winner of the election (the legislation sets out that any vote must use the first-past-the-post method).
5. In the event of a tie between two or more candidates, the election will be decided by the drawing of names from a sealed bag by the Returning Officer.
6. The winning candidate will be appointed to the position of Chair of Court by the Court.
7. Rules regarding the period of appointment are prescribed in the University Court Standing Orders. The appointment will commence on the date agreed by Court and confirmed in the appointment letter.
8. If the number of candidates falls to below two, the election will be postponed until it can be held with more than one candidate standing (and the vacancy must be advertised again). The remaining candidate (if there is one) continues to be entitled to stand as a candidate in the election.

Arrangements during a vacancy caused by a delay in the electoral process

Under normal election arrangements, an appointment to the role of Chair will be made in time to enable a brief induction period prior to taking office. However, in the event that insufficient candidates are identified or candidates withdrawn before the election leaving only a single candidate, or in the event that the election is declared null and void and requires to be re-run, it is possible that the term of office of an incumbent Chair may cease before a successor is appointed.

In these circumstances, the Vice Chair of Court will act as Chair until such time as a new Chair is appointed. This will be the case even if an incumbent Chair remains a candidate, in which case the incumbent Chair will remain a member of Court until the result of a successful election is known.

Remuneration and Expenses on Appointment

On appointment, the Chair may request the payment of such remuneration as the Court has previously agreed.

The Chair is entitled to the reimbursement of reasonable expenses incurred in carrying out the role in the same was as other members of Court, and guidance on the reimbursement of expenses for Court members is contained within the Court Handbook, which will be provided to the Chair on appointment.

Renewal of Appointment

A candidate elected under Para 7(a) of the Constitution will be appointed as Chair for a period of 3 years in the first instance following which they may be eligible for re-appointment for a second, and final period, of up to 3 years, subject to the expectations of the Scottish Code and on the recommendation of the Governance & Nominations Committee to Court for approval. However, where the person duly elected has already served for a substantial period on the Court, i.e. three years or more, the person will be appointed for a single term of not more than 4 years such that the overall period of appointment as a member of Court does not exceed 9 years in total which is in line with the maximum period of appointment to Court.

When considering the re-appointment of the Chair, the Committee will be chaired by another lay member of the Court.

Any recommendation to re-appoint the Chair will be informed by the following considerations:

- i. The length of time the Chair has served on the Court in total - consideration should be given to limiting the new Chair to a single term of office where that person has already served for a substantial period on Court
- ii. The extent to which the Chair continues to meet the criteria for appointment as Chair in force at the time of their first election
- iii. The extent to which the Chair continues, on the whole, to command the trust of Court and Senate and the members of staff and students of the University
- iv. Evidence of satisfactory performance
- v. The willingness and capacity of the Chair to continue for a second term.

In the event that the Governance & Nominations Committee recommends that the Chair of Court not be re-appointed and the Court, in the absence of the Chair, concurs with that recommendation, the Chair will have the right to seek a review of the decision. Such a review will be conducted in line with Paragraph 6.6 of the Standing Orders of Court.

No Chair of Court will serve for more than two terms of office and subject to the caveats in the para above on Renewal of Appointment.

**Approved by Court 25th June 2024
(with amendments agreed by Court
on 24th June 2025)**