UNIVERSITY COURT – AGENDA

Tuesday 18 June 2019, 14.00-17.00, coffee from 13.45
Court Senate Room, Collins Building

Apologies: Dame Sue Bruce**.** Katharine Mitchell, Heather Stenhouse
Declarations of interest: None

	Introduction	
1.	**Minutes of the meeting held on 2 May 2019** *All*	**Paper A** *5 mins*
2.	**Matters arising** *All*	**Oral**
3.	**Principal's Report** *Principal*	**Oral** *30 mins*
	Substantive items	
4.	**Alumni & Development** *Head of Alumni & Development*	**Paper B** *15 mins*
5.	**Q3 Business Report 2018/19** *Director of Finance, Director of Strategy & Policy*	**Paper C** *15 mins*
6.	**2019/20 Budget, Financial Forecasts and Annual Plan** *Director of Finance, Director of Strategy & Policy*	**Paper D** *15 mins*
7.	**Glasgow City Innovation District – outline business case** *Chief Commercial Officer*	**Paper E** *30 mins*
8.	**Renewed University Investment Fund** *Chief Commercial Officer*	**Paper F** *10 mins*
9.	**University of Strathclyde Students' Association 2019/20 Budget** *USSA President, USSA Chief Executive Officer*	**Paper G** *10 mins*

	Items for formal approval	
10.	**Court and Committee Membership 2019/20** *University Secretary & Compliance Officer*	**Paper H** *10 mins*
11.	**Re-appointment of the Vice-Principal** *University Secretary & Compliance Officer*	**Paper I** *5 Mins*
	Items for information	*5 mins*
12.	**Governance arrangements: implications of the RGU/SFC lessons learned report** *University Secretary & Compliance Officer*	**Paper J**
	Committee reports	*5 mins*
13.	**Executive Team**	**Paper K**
14.	**Senate**	**Paper L**
15.	**Court Business Group**	**Paper M**
16.	**Audit & Risk Committee**	**Paper N**
17.	**Enterprise & Investment Committee (Annual Report)**	**Paper O**
18.	**Estates Committee**	**Paper P**
	Closing remarks	*5 mins*
19.	**Any other business** *Convener* **Date of next meeting** *10.00-13.00, Tuesday 1 October 2019* *Court Senate Room*	

MINUTES OF UNIVERSITY COURT DRAFT
2 May 2019

Present:	Ronnie Cleland (Vice Convener, presiding), Principal Professor Sir Jim McDonald, Vice-Principal Professor Scott MacGregor, Kerry Alexander, Dr Jeremy Beeton, Dr Archie Bethel, Amanda Corrigan, Matt Crilly, Titi Farukuoye, Paula Galloway, Dr Kathy Hamilton, Gillian Hastings, Councillor Ruairi Kelly, Susan Kelly, Dr Neil McGarvey, Dr Katherine Mitchell, Dr Jane Morgan, Marion Venman, Malcolm Roughead, Heather Stenhouse, Brenda Wyllie.
Attending:	Professor Tim Bedford, Professor Douglas Brodie, Hugh Darby, Sandra Heidinger, Professor David Hillier, Dr Veena O'Halloran, Rona Smith, Professor Iain Stewart, Dr Daniel Wedgwood, Professor Elisa Morgera (item 4), Professor Roma Maguire (item 6), Emma Fair (item 7), Lynne O'Hare (item 8).
Apologies:	Dame Sue Bruce, Alison Culpan, Gillian Pallis

Welcome and apologies

The Vice Convener presided at the meeting in the Convener's absence. He welcomed Court members and attendees to the meeting and noted the apologies received.

1. Minutes of the meeting held on 7 March 2019

Court **approved** the minutes of the meeting held on 7 March 2019, subject to the correction of minor typographical errors.

2. Matters arising

There were no matters arising.

3. Principal's Report

The Principal informed members of key activities and developments since the March meeting:

UK exit from the EU
While the overall nature of the UK's expected withdrawal from the EU remained unclear, a degree of uncertainty had been removed for Scottish higher education by the Scottish Government's announcement of guaranteed 'home student' fees status for students from the rest of the EU entering higher education in the academic year 2020-21, for the duration of their studies.

CESAER
The next Presidency and Board meetings were being planned for mid-June in Glasgow and would consider critical EU Commission activity and progress against the current CESAER work plan. Visiting members would be given the opportunity to visit relevant facilities at Strathclyde, further enhancing the benefits of the CESAER presidency for the University's international reputation.

USSA Elections
The Students' Association elections had been completed, establishing the office-bearers for the next academic year. The Principal congratulated Matt Crilly on his re-election to the role of USSA President and

noted that additional continuity was provided by the re-election of Eyram Selasie Ahadzie to Vice President Education and John Ehizogie Agbonrofo to Vice President Welfare.

Government and SFC engagement
The Minister for Further Education, Higher Education and Science, Richard Lochhead MSP, had visited the campus on 13 March to learn more about the Glasgow City Innovation District and the TIC Zone, as well as the University's Widening Access activity and developments in relation to Graduate Apprenticeships. As part of the visit, the Minister had met a number of students from Widening Access backgrounds.

The UK Government Minister for Scotland and Northern Ireland, Lord Ian Duncan of Springbank, had visited the University on 26 April to find out about the work of Professor Bob Kalin and his team to help Malawi achieve the Sustainable Development Goal of clean water and sanitation.

On 30 April Jamie Hepburn MSP had visited the Strathclyde spinout company ClinSpec Dx, which was developing a pioneering new blood test for the early detection of brain tumours. The company had recently been awarded Strathclyde Innovation of the Year, having previously won four major national awards.

Industry engagement
Engage with Strathclyde week was in progress. More than 60 events were taking place, spanning the University's subject areas and bringing valuable engagement with large numbers of stakeholders. The Principal commended the organising team from RKES and encouraged Court members to visit the *Images of Research* exhibition which was open throughout the week.

The Advanced Forming Research Centre (AFRC) was welcoming two new Tier One partners. The partnerships would bring multiple new academic posts to the University while facilitating collaborative work that would develop innovative manufacturing technologies. One of these new partners, Spirit AeroSystems, would be one of the first companies to run projects out of the Lightweight Manufacturing Centre, which was to become the first part of the new National Manufacturing Institute for Scotland (NMIS). The development of NMIS was progressing ahead of its business plan.

Strathclyde Sport official opening
On 29 March, Dame Katherine Grainger had officially opened the new Sports Centre and had commented on the very high quality of the facilities. Since opening for business in the last year, the new facility had proved extremely popular with students and staff alike, and had attracted partnerships with Netball Scotland, the governing body for netball, and the Glasgow Warriors rugby team.

Enhancement-led Institutional Review (ELIR)
The University had received notification that it had received the highest possible rating from the ELIR Review panel ('Effective'). The draft Outcome Report confirmed that Strathclyde had effective arrangements for managing academic standards and the student learning experience. Alongside a small set of recommendations, the report included seven specific commendations to support the positive overall judgement. The Principal offered his thanks and congratulations to all involved in the ELIR process.

UK policy issues
The Augar Review of Post-18 Education in England had not yet reported. Therefore, while it could be expected to have some indirect impact on Scotland, the precise nature and extent of this was not yet known.

A cross-party amendment to the Immigration Bill had been tabled, with the support of Jo Johnson MP, former UK Minister for Universities and Science, seeking to re-introduce a post-study work visa scheme. This appeared to have significant levels of cross-party support in parliament.

Pensions
The process to complete a new valuation of the USS pension scheme was continuing at national level. Proposals for a contingent contributions element had been developed by the sector and a response from the USS trustee was awaited. Strathclyde's input to this process had been consistent and informed by the institutional values. A timely resolution at this stage would be necessary to allow any reduction in the steep increases in employer and employee contributions that otherwise would follow from the 2017 valuation.

League Tables

The Complete University Guide ranking had been published the day before the meeting. Strathclyde had moved up one place overall to 39th in the UK. The University was ranked in 32 subject tables, and appeared in the top 10 of 17 of these, including 1st place in Pharmacy & Pharmacology.

Strathclyde had also appeared in the first Times Higher Education University 'Impact' ranking, which was based on performance relating to the UN's Sustainable Development Goals. Strathclyde performed well, ranking 50th overall in the world. Strathclyde had been one of 26 UK universities to supply data for inclusion in the new ranking.

Research news

Professor Keith Mathieson, Chair of the Institute of Photonics, had been awarded the Chair in Emerging Technologies from the Royal Academy of Engineering. This would bring in around £2.6M in funding over 10 years. Professor Mathieson would use the funding to explore neurotechnologies to treat brain disorders, dementia and sight loss.

Principal's staff engagement sessions

The Principal was due to deliver the final few engagement sessions over the coming weeks. By the end of the programme, 40 meetings would have been held across the University. The sessions had proved extremely valuable. A summary of outcomes would be created, to be shared with staff. This would be complemented by a values survey, which was to open at the end of May.

SFC final funding allocations

The final allocations were expected to be released within a month. There were no indications that these would diverge significantly from the indicative allocations.

Health, Safety & Wellbeing

The Principal invited the University Secretary & Compliance Officer (USCO) to provide a summary of Health, Safety & Wellbeing issues. The USCO noted the following:

- Contingency planning had been initiated following a recent power surge to minimise the impact on University assets and sensitive research materials;
- Measures had been taken to address an increase in the number of members of the public gaining unauthorised access to University and USSA buildings;
- the establishment of a 'smoke-free zone' between the Curran Building and Strathclyde Sport was in development and would be taken forward by SACSOH; and
- The Executive Team continued to champion health, safety and wellbeing. Institutional commitment would be further strengthened through the forthcoming discussion at Leadership Group on roles and responsibilities.

The Vice Convener thanked the Principal for his report and invited questions. The following points were raised in subsequent discussion:

- The success of the staff engagement sessions was evidence of a culture of trust and open communication. It was noted that this followed from good practice and engagement over a long period.
- The higher education sector had common cause with many industrial sectors on the benefits of a post-study work visa scheme. The University had regular engagement with the CBI and other relevant organisations on this theme and would seek other suitable opportunities to influence relevant policy discussions, both individually and with others. It was noted that student representatives were also aligned with the University in this area – both USSA and the NUS supported the introduction of a post-study work visa – and wished to continue to work with the University to influence national policy.
- Members observed that there had been reports in the UK press regarding alleged cultures of bullying within some universities. The Director of HR noted that such allegations were rare at Strathclyde and any issues that arose were dealt with swiftly and appropriately.
- In terms of broader political engagement, the University's leadership was keenly aware of the need to avoid any impression of promoting partisan political positions and very sensitive to this, while recognising the value to the institution and the sector of engagement with political figures. Direct engagement enabled politicians and others to understand the full extent of the University's capabilities and contributions to the economy and society.

4. Presentation: Professor Elisa Morgera, One Ocean Hub

Professor Morgera delivered a presentation on the One Ocean Hub, a project led by Strathclyde, involving 35 partner organisations and funded by the UKRI Global Challenges Research Fund, aiming to integrate law, science and policy to help balance multiple ocean uses with conservation.

The Vice Convener thanked Professor Morgera and commended the project's scope and ambition. Subsequent questions and discussion focused on:

- how to create buy-in from politicians in different parts of world, bearing in mind their potentially conflicting priorities;
- possibilities for engaging schools in relevant work focused on ocean conservation, potentially building on work already carried out by the University and in Glasgow schools;
- how to evaluate and learn from different parts of the project, including passing learning from interdisciplinary scholars back to individual disciplines.

Court members were invited to contact Professor Morgera should they wish to know more about the project. It was noted that Court would welcome an update on the outcomes of the One Ocean Hub in the future.

5. Budget Setting: context and process

The Acting Chief Financial Officer (CFO) presented this item, which gave Court an overview of the budget-setting process.

The operating environment for UK higher education contained many uncertainties, including the effects of exit from the EU and the outcomes of the Augar review and their implications. The University of Strathclyde was prudently positioned in terms of key measures of sustainability, such as levels of borrowing and liquidity.

Forward planning would need to take account of significant known cost pressures, notably including pensions costs and staff pay alongside capital investments and investments in staff, alongside contingencies for strategic investments.

Members observed that figures presented suggested the operating environment and overall sector position in Scotland was more challenging than in the rest of the UK. It was noted that this reinforced the importance of Strathclyde's strategic aim of growing non-SFC income. The relative strength of Strathclyde's position in the context of the Scottish sector meant that the University could pursue ambitious growth targets. The University's current debt gearing was low in comparison to its benchmark group, demonstrating headroom to take on further borrowing, as and when judged appropriate to support additional investments.

Court **noted** the presentation.

6. Presentation: Health & Care Institute

The Associate Principal, Research & Knowledge Exchange and Professor Roma Maguire presented Court with an overview of plans for a Health & Care Institute. This was not to be a new academic unit, but rather a structure for co-ordinating and building on the rich existing work being carried out in health and care, or with the potential to contribute to these fields, at Strathclyde. The creation of a single focal point for the many strands of relevant work would enable the development of more strategic relationships with the NHS and other health and care providers.

The Institute's teaching, research and KE activities would be centred on meeting the needs of the health and care sectors, at a time of significant challenges and opportunity, through development of systems and individuals. Strathclyde would develop a distinctive offer that would be complementary to the work of medical schools and Royal Colleges, in line with Strathclyde's mission and specific capabilities as a technological university. The Institute was due to be launched formally in the summer of 2019.

Members noted that artificial intelligence (AI) was likely to bring significant disruption to the health and care sectors in the coming years. Strathclyde was well placed to contribute in this context, since AI-driven change

would bring a need for new skills among the workforce of these sectors, while accelerating the pace of technological change. The growing importance of data analytics was also noted.

Court **noted** the presentation.

7. USSA Financial Statements 2017-18   5

The President of USSA and USSA's Head of Finance & Central Services presented the Students' Association financial statements for the year to July 2018.

The accounts showed an improvement on the previous year, with a surplus in excess of budget and a strong cash position at year end. A revised reserves target had been adopted.

The future relocation of the Students' Union into the Learning & Teaching Building was expected to improve commercial opportunities, with significantly greater footfall, upgraded facilities and improved visibility on campus. Planning for the move was well underway; a catering strategy was being developed and the design of relevant spaces in the building was in progress.

It was noted that the USSA had recently won University Students' Association of the Year at the NUS Scotland Awards.

8. Net Shape Manufacturing Research Centre

[Reserved Item]

9. Corporate Risk Register

The USCO presented the top risks and mitigating actions from the risk register.

Members noted that discussion at Audit & Risk Committee had been particularly helpful in clarifying the balance of risks and mitigations around the UK's anticipated exit from the EU, leading to restoration of the 'high' rating, in recognition of the level of risk in the external context.

It was noted that mitigation of some staff-related risks might follow from a communications strategy. This could be included in the presentation on communications that was scheduled for a subsequent Court meeting. It was also noted that the University now has an internal communications officer, whose appointment should help in dealing with relevant risks.

Court **approved** the top risks and mitigating actions.

10. Amendments to Ordinances and Regulations

The USCO presented the proposed amendments to Ordinances and Regulations, the purposes of which were to update and rationalise the list of Senior Officers and to make changes to Remuneration Committee membership, in relation to the position of Vice Convener.

Court **approved** the proposed amendments.

Items for information

Committee Reports

Court received and **noted** the following committee reports, except where otherwise indicated:

11. Senate

Court **approved** amendments to Ordinances to effect the following, as recommended by Senate:
- Recognising the category of KE staff, for the purposes of Senate membership;
- Relaxing a currently inflexible constraint on Staff appointment committees, regarding involvement in appointing one's successor;
- Allowing the withdrawal of the title of Emeritus Professor;
- Updating descriptions of posthumous and aegrotat awards and reference to University guidelines (under development) on these.

12. Executive Team

13. Court Business Group

14. Court Membership Group

It was noted that the process for recruiting two new lay members is progressing to schedule, with a shortlist decided by CMG.

15. Audit & Risk Committee

16. Enterprise & Investment Committee

17. Estates Committee

18. Staff Committee

19. AOB

There was no other business.

Date of next meeting
Tuesday 18 June 2019, 14.30-17.00. To be followed by the Annual Court Dinner, from 18.30.

Daniel Wedgwood, May 2019

UNIVERSITY COURT
NOTE OF STRATEGY SESSION AND STAKEHOLDER MEETING
2 May 2019

STRATEGY SESSION

Welcome

The Vice Convener briefly introduced the Strategy Session, welcoming members and attendees.

1. Vision 2025: update

The Principal delivered a presentation on progress since the November 2018 Court Strategy Session. Key points included the following:

- The Chancellor's Fellows scheme and Global Talent Attraction Programme were continuing to attract a wide range of high calibre applicants. More than 40 new hires had been made through these schemes since November. There had also been growth in Professional Services staff numbers.
- The University's focus on values remained very strong and was becoming an attractor for talent.
- Research income growth was strong in comparison with the Scottish sector.
- Knowledge Exchange income had grown rapidly, already reaching the 2020 target. The provision of CPD was a major contributor to this.
- Research postgraduate (PGR) recruitment continued to be challenging. This partly reflected the high employability of Strathclyde students, with undergraduate and masters students less likely to take up postgraduate research study if they had attractive job offers upon graduation. Nonetheless, give the strategic importance, the University would maintain the PGR target and seek innovative ways to increase numbers towards this.
- The international profile of staff had been maintained in an increasingly competitive market.

2. Online and Work Based Learning

Dr Debra Willison (Vice Dean Academic, Faculty of Science) presented an outline of Strathclyde Online Learning. The University's current online offering spanned all four Faculties and included undergraduate and Master-level degree programmes, Massive Open Online Courses (MOOCs), Graduate Apprenticeships and Degree Apprenticeships.

In addition, the University was developing an online module that would be available to all undergraduates, which was structured around the UN Sustainable Development Goals. This would introduce students to key questions in sustainability and also to cross-disciplinary education and research. Delivering this elective module online allowed for much greater capacity and impact.

Subsequent discussion centred on Strathclyde's selling points within the market for online learning. While many other providers had re-used existing material to create online learning, Strathclyde had developed bespoke online programmes with stand-alone elements which had potential for wider use. Strathclyde was aiming to become a leading provider in the UK. Members also discussed the potential for the University to benefit from the apprenticeship levy system in England, given that the University's online provision could be delivered to employers in England, including through Degree Apprenticeships.

3. International Strategic Partners

The Executive Dean of Strathclyde Business School presented an outline of the University's International Strategic Partners (ISPs), including the motivations for and historical development of the ISP model, the approach taken to create such partnerships, and plans for their future development. ISPs contributed to the University's goals in multiple ways, including increased research citations, grant capture and other revenue generation, and enhancements to the student experience, as well as overall reputational benefits. A systematic approach to partnerships was enabling the University to capitalise fully on new connections as and when they arose.

Next steps in this area would include increasing capacity to support the ISPs, enhancement of marketing through them, the creation of individual ISP strategies and further systemisation of delivery.

Court members commended the progress made in this area in recent years. Discussion centred on the possibility of applying similar models to non-academic partners. While the ISP model was specifically aimed at academic partnerships, the University had recently created a dedicated resource to engage with industrial partners and draw maximum benefit from these partnerships. It was noted that the UK industrial strategy provided significant new context for such work.

4. Glasgow City Innovation District

The Chief Commercial Officer (CCO) presented an overview of plans for the development of the Glasgow City Innovation District (GCID), focusing particularly on the TIC zone with the planned TIC2 building. The development of the business case and the proposed mixed funding package were outlined, along with next steps in the design and approval of the project. The outline business case for the TIC2 building would be presented to the next Court meeting.

The expansion and development of the GCID would create value via the interaction of diverse organisations with the University and with each other, as had been demonstrated in the use of the TIC. Among other users, four Innovation Centres now had a presence in the TIC zone. The TIC and Inovo buildings were operating at capacity.

Court noted the presentation. Asked to identify the highest risks associated with the project, the CCO noted the relative complexity of the funding model, but also observed that the project contained a variety of selling points for the key partners.

STAKEHOLDER MEETING

Present

Court members:	Ronnie Cleland (Vice Convener), Professor Sir Jim McDonald (Principal), Professor Scott MacGregor (Vice Principal), Amanda Corrigan, Matt Crilly, Gillian Hastings, Marion Venman
Executive Team members:	Dr Veena O'Halloran (University Secretary & Compliance Officer), Professor Tim Bedford, Professor Douglas Brodie, Hugh Darby, Adrian Gillespie, Sandra Heidinger, Professor David Hillier, Professor Atilla Incecik, Professor Iain Stewart, Rona Smith

Other attendees comprised members of the USSA Executive, other students and staff of the University and external stakeholders. The total number of participants and attendees was 81.

Welcome

The Vice Convener of Court welcomed attendees to the first annual stakeholder meeting of the University of Strathclyde, on behalf of the Convener, who was unable to attend. He noted that the meeting was being held as part of 'Engage with Strathclyde' week, which provided multiple ways for stakeholders to interact with the University. He then briefly outlined the role of the University Court and its membership.

Overview of the University and review of institutional performance

The Principal presented the University's history as the place of useful learning, its values, mission and key objectives, outlining recent achievements and strategic goals for the future. The presentation was warmly received by the audience, following which stakeholders were invited to ask questions.

Question and answer session

Attendees asked questions on the following topics:

- **Spin out companies** The Principal outlined the University's significant activity in creating and supporting spin-out companies, highlighting examples of successful enterprises. He explained how any revenue that the University yielded from spin-outs at market exit was re-invested to support new generations of entrepreneurs from within the University.
- **Gender balance in leadership roles** The Principal noted that this was a challenge that existed for the University but also in wider society and stressed the importance of addressing this challenge. Noting that women made up a clear majority of the University Court's membership, he outlined some initiatives at the University aimed at improving representation of women in senior academic and management roles, including a number of distinctive HR policies and participation in the Athena SWAN and Aurora schemes.

Close

The Vice Convener thanked all attendees and closed the meeting.

Daniel Wedgwood, May 2019

Alumni & Development
[RESERVED ITEM]

Q3 Business Report 2018/19
[RESERVED ITEM]

2019/20 Budget, Financial Forecasts and Annual Plan [RESERVED ITEM]

**Glasgow City Innovation District – outline business case
[RESERVED ITEM]**

Renewed University Investment Fund
[RESERVED ITEM]

Renewed University Investment Fund
[RESERVED ITEM]

University of Strathclyde Students' Association 2019/20 Budget
[RESERVED ITEM]

Court and Committee Membership 2019/20

Introduction

1. This paper sets out the proposed membership of Court and relevant committees for 2019/20, as agreed by Court Membership Group (CMG), and seeks Court's approval for appointments, re-appointments and other actions that are required to effect this.

2. The paper is divided into three sections:
    - Section A provides an update on the recent lay member recruitment exercise, seeks approval to appoint two new lay members of Court on this basis and to re-appointment a lay member, and provides further information on the expected membership of Court for 2019/20.
    - Section B concerns office-holders on Court. It requests Court's approval for renewal of the Convener's term of office and the creation of a new role of Senior Deputy Convener. It also notes the appointment of a new Vice-Convener and re-appointment of the Treasurer.
    - Section C deals with the membership of Court's committees for 2019/20. It requests Court's approval of a change of role for one committee member and of minor changes to the composition of the Enterprise and Investment Committee, as laid out in the University's Regulations.

3. Projections of Court and committee memberships for 2019/20 are provided in Annexes A and B, respectively.

Section A: Court Membership

Lay member recruitment

4. At its meeting on 19 November 2018, CMG discussed and approved the launch of a recruitment exercise using external consultants in order to fill vacancies arising for the 2019/20 academic year. It subsequently became clear that there would be two such vacancies.

5. As agreed at the CMG meeting on 21 February 2019, FWB Park Brown Ltd was appointed to carry out a search process, to culminate in provision of a longlist of candidates for the lay member positions. The vacancies were also advertised on the University website.

6. Following engagement with a wide range of potential candidates and continuous contact with representatives of the University (including the leadership of CMG), FWB Park Brown delivered a list of nine well-qualified candidates. This was considered at the CMG meeting on 18 April. CMG identified a shortlist of five candidates, who were invited to informal interviews with the Vice Convener and Treasurer (acting on behalf of CMG) and also given the opportunity to meet with the Principal. These meetings took place on 13 May.

7. On the basis of these meetings with the candidates, and having also taken a view from the Principal, the Vice-Convener and Treasurer advised on preferred candidates.

8. From among a high-quality field, Stephen Ingledew and Peter Young were considered to be especially strong candidates for membership of the University Court, taking into consideration the criteria and requirements previously agreed by CMG and highlighted in the role description. Both as individuals and in terms of their background, these candidates were felt to complement Court's existing skills and knowledge extremely well, bringing expertise in growing priority areas for the University.

9. Stephen Ingledew is the Chief Executive of FinTech Scotland, the enterprise established by Scottish Government and the private sector to drive economic growth in financial services through innovation and collaboration. Prior to this, he occupied senior executive roles in organisations such as Standard Life and Barclays, as well as smaller enterprises. He also has significant non-executive experience, centred on financial services, but also encompassing marketing organisations.

10. Peter Young is leading figure in the Space industry, with substantial international experience. He currently holds a number of non-executive and senior advisory roles, having previously been CEO of Telespazio VEGA Ltd. His recent experience includes a consultancy role for the Science and Technology Facilities Council, part of UKRI.

11. Court is requested to **approve** the appointment of Stephen Ingledew and Peter Young to membership of the University Court for an initial one-year term, from 1 August 2019 to 31 July 2020.

Lay member reappointment

12. The exceptional re-appointments of Jeremy Beeton, Archie Bethel and Marion Venman, on the basis of a need to retain key skills, were recommended at the CMG meeting on 19 November and approved by Court on 29 November.

13. Brenda Wylie completes her initial one-year term on 31 July 2019 and has indicated her willingness to continue to serve on Court. Statute 2.5.8 states that lay members of Court are eligible for re-appointment twice.

14. Court is requested to **approve** re-appointment of Brenda Wylie as a lay member of Court for a three-year term, August 2019 – July 2022.

Staff membership

15. All staff (Senate or Professional Services) members of Court have terms of office running until at least 2020. Therefore, no change in staff members of Court is expected in the next academic year.

Student membership

16. The terms of office of USSA's elected officers begin in June each year. The terms of student Court members therefore begin and end earlier than those of other Court members.

17. Matt Crilly has been re-elected as USSA President and will continue to serve on Court, beginning his second term on 14 June 2019.

18. The second USSA Executive member to serve on Court from 14 June 2019 will be confirmed in due course via the usual USSA procedures.

Local Government member

19. Councillor Ruairi Kelly is the current Glasgow City Council representative on the University Court and is eligible to continue to serve.

Section B: Court office-holders

Convener

20. Dame Sue Bruce was appointed as Convener of Court from 1 August 2017. Statute 2.7 states that the Convener of Court "shall hold office for two years and shall be eligible to hold office for a further three years thereafter" and Dame Sue was appointed on this basis. She has indicated her willingness to serve the full five-year term of office.

21. Court is therefore requested to **approve** the renewal of Dame Sue Bruce's term of office as Convener of Court for a further three years, to run from 1 August 2019 – 31 July 2022.

Vice-Convener and Treasurer

22. Ronnie Cleland completes his final term of office as Vice-Convener of Court on 31 July 2019. In line with the University's Ordinance 2.1.3, it is the Convener's responsibility to appoint a new Vice-Convener. The Convener sought expressions of interest in this position at the Court meeting on 7 March 2019 and has now, following consultation with the Deputy Conveners, nominated Paula Galloway for election by Court as the new Vice-Convener.

23. Gillian Hastings completes her initial term of office as Treasurer on 31 July. In line with the University's Ordinance 2.1.4, the Convener has nominated Gillian Hastings for a second term of office in this role.

24. Court is requested to **elect** the Convener's nominee, Paula Galloway, to the position of Vice-Convener of Court for a two-year term, August 2019 – July 2021.

25. Court is requested to **re-elect** the Convener's nominee, Gillian Hastings, to the position of Treasurer for a three-year term, August 2019 – July 2022.

26. The existing Deputy Conveners, for Estates and Staff, are serving on-going terms of office and no re-appointments are required to these positions in this round.

New Senior Deputy Convener role

27. According to the University's Regulations, it is within the remit of Court Membership Group to "consider the nominations of the Deputy Conveners (by whatever title)". To assist the Convener and the new Vice-Convener, it is proposed that a new position of Senior Deputy Convener be created. The Convener has nominated Ronnie Cleland to fill this position and CMG has approved this nomination.

28. The purpose of this new role is to allow the Convener and Vice-Convener to benefit from the accumulated experience of a senior member of Court while relieving some of the burden of their roles, especially with respect to the more informal elements of leading and communicating with Court members. In addition, the role will have particular responsibility for governance arrangements, at a time of on-going change in this area.

29. Court is requested to **endorse** the establishment of the position of Senior Deputy Convener and the Convener's nomination of Ronnie Cleland to this role.

Section C: Committee Membership

Lay Member Committee Vacancies

30. The **current** Committee responsibilities of lay members of Court are as follows (an asterisk indicates 'committee convener'):

Lay Member	Responsibilities
Sue Bruce (Convener)	CBG*, CMG*, Remuneration
Ronnie Cleland (Vice-Convener)	CBG, CMG, Remuneration*, Staff
Gillian Hastings (Treasurer)	CBG, CMG, Remuneration, Estates, EIC
Marion Venman (Deputy Convener, Estates)	CBG, CMG, Estates
Kerry Alexander [leaving Court]	Audit & Risk
Jeremy Beeton	Estates, SACSOH
Archie Bethel	--
Alison Culpan	Audit & Risk
Paula Galloway	Audit & Risk*
Susan Kelly	EIC
Jane Morgan [leaving Court]	Audit & Risk
Malcolm Roughead	Staff, EIC
Brenda Wylie	--

31. Annex B sets out the expected membership of each committee for 2019/20, indicating where vacancies lie.

32. No changes to convenerships are expected. In particular, Paula Galloway will continue to serve as Convener of Audit & Risk Committee and it is proposed that Ronnie Cleland should continue as Convener of Remuneration Committee, irrespective of other changes in their roles.

33. However, some changes to committee memberships do follow from the proposals earlier in this paper. As a result of assuming the vice-convenership. Paula Galloway would become a member of CMG and Court Business Group (CBG), on an *ex officio* basis. Ronnie Cleland would remain a member of CMG, *ex officio*, in his role as Deputy Convener, Staff. He would not automatically remain on CBG or Remuneration Committee in any *ex officio* capacity, but it is proposed that he should continue as one of the lay members of Court on both of those groups (there may be up to two additional lay members on CBG and up to five on Remuneration Committee). On this basis, there would be no further changes to the membership of CBG or Remuneration Committee at this stage.

34. Court is requested to **approve** Ronnie Cleland's continued membership of CBG and Remuneration Committee, with a change of role to 'appointed lay member of Court' in each case.

Committee vacancies for lay members of Court

35. The two Court members who are stepping down this summer are both members of Audit & Risk Committee. Although Kerry Alexander is expected to continue to serve on that

5

committee, she would do so as a co-opted member, leaving two vacancies for lay members of Court (the Committee's remit calls for four lay Court members in total).

36. In addition, there is a vacancy for a lay member of Court on Court Membership Group.

37. It would be appropriate to fill these vacancies after the recruitment of new lay members of Court has been completed. Therefore, the Convener, Vice-Convener of Court and Senior Deputy Convener, along with relevant committee conveners and the University Secretary & Compliance Officer, will work over the coming months to identify suitable candidates for these committee roles. Court Membership Group will be asked to contribute to this process by correspondence.

Co-opted members of Committees

38. As noted above, Kerry Alexander has indicated her willingness to continue to serve on Audit & Risk Committee as a co-opted member in 2019/20, after stepping down from Court. This would bring the number of co-opted members up to two, the maximum for this committee.

39. The four co-opted members of Enterprise & Investment Committee (EIC) were recently re-appointed. As a result of the recruitment exercise for lay members of Court, the University may have the opportunity to add another exceptionally well-qualified candidate to the membership of EIC. To do so requires that EIC's Terms of Reference be amended, within the University's Regulations, as below. CMG will be contacted at a later stage to approve any specific appointment by correspondence.

40. Court is requested to **approve** amendment of Regulation 1.2.20, the composition of EIC within its Terms of Reference, replacing the line
"Up to four co-opted members, either lay members of Court or individuals external to the University"
with
"Up to five co-opted members, either lay members of Court or individuals external to the University"

Recommendations

41. Court is invited to
   - **note** the projected membership of Court and relevant committees for 2019/20, based on the information currently available;
   - **elect** the Convener's nominees the positions of Vice-Convener and Treasurer and **endorse** establishment of the position of Senior Deputy Convener; and
   - **approve** other proposed appointments and an amendment to a committee's terms of reference in Regulations, as detailed above.

University Court
Provisional Membership 2019/20
Subject to approval of proposals put to the present meeting

Convener of Court	Dame Sue Bruce (CBG, CMG, R) *(Re-appointed as Convener to 2022)*
Vice-Convener of Court	Paula Galloway (CBG, CMG, A) *(Appointed as Vice-Convener to 2021)*
Senior Deputy Convener and Deputy Convener (Staff)	Ronnie Cleland *(to 2022)* (CBG, S, CMG, R)
Treasurer	Gillian Hastings (CBG, E, CMG, R, EIC) *(Re-appointed as Treasurer to 2022)*
Deputy Convener (Estates)	Marion Venman *(to 2021)* (CBG, E, CMG, R)
Co-opted Members	Brenda Wylie *(to 2022)* Dr Jeremy Beeton CB *(to 2021)* (E, SACSOH) Dr Archie Bethel CBE *(to 2021)* Alison Culpan *(to 2021)* (A) Malcolm Roughead OBE *(to 2021)* (S, EIC) Susan Kelly *(to 2021)* (EIC) Stephen Ingledew (*to 2020*) Peter Young *(to 2020)*
Ex Officio **Principal** **Vice-Principal**	Professor Sir Jim McDonald Professor Scott MacGregor
Appointed by Senate	Amanda Corrigan, Education (to 2020) Dr Kathy Hamilton, Marketing (to 2020) Gillian Pallis, Human Resource Management (to 2020) Dr Neil McGarvey *(to 2020)** Dr Katharine Mitchell *(to 2021)*
Professional Services Staff	Heather Stenhouse *(to 2021)*
President and Vice-President of the Students' Association	Matt Crilly (CBG, E, CMG) *(to 2020)* TBC *(to 2020)*
Local Government	Councillor Ruairi Kelly

Committee Membership: CBG: Court Business Group; CMG: Court Membership Group; R: Remuneration Committee; E: Estates Committee; S: Staff Committee; A: Audit Committee; EIC: Enterprise & Investment Committee, SACSOH: Statutory Advisory Committee on Safety & Occupational Health)

** As agreed by Court on 1 March 2018, one Senate member of Court will be appointed for a shorter period of two years in order to support the transition to the revised membership of Court required to comply with the Higher Education Governance (Scotland) Act 2016

Attending

The following Officers of the University normally attend meetings of the University Court:

University Secretary & Compliance Officer	Dr Veena O'Halloran
Chief Commercial Officer	Adrian Gillespie
Chief Financial Officer	Steven Wallace
Chief People Officer	Sandra Heidinger
Associate Principal & Executive Deans	Professor Douglas Brodie, Faculty of Humanities and Social Sciences Professor David Hillier, Strathclyde Business School Professor Atilla Incecik, Faculty of Engineering Professor Iain Stewart, Faculty of Science
Associate Principals	Professor Tim Bedford (Research & Innovation) Professor Sara Carter (Learning & Teaching)
Director of Strategy & Policy	Rona Smith
Head of Governance & Public Policy (Clerk to Court)	Dr Daniel Wedgwood

Annex B: Membership of Court and Court-related Committees 2019/20
Subject to approval of proposals put to the present meeting. Vacancies highlighted in yellow.

Court Business Group

- Convener of Court – Dame Sue Bruce
- Vice-Convener – Paula Galloway
- Treasurer – Gillian Hastings
- Lay member – Ronnie Cleland
- Lay member – Marion Venman
- Principal – Professor Sir Jim McDonald
- Vice-Principal – Professor Scott MacGregor
- University Secretary – Dr Veena O'Halloran
- Chief Financial Officer – Steven Wallace
- Student Member – Matt Crilly
- Staff Member – Amanda Corrigan

Court Membership Group

- Convener of Court – Dame Sue Bruce
- Vice-Convener – Paula Galloway
- Treasurer – Gillian Hastings
- Deputy Convener (Estates) – Marion Venman
- Deputy Convener (Staff) – Ronnie Cleland
- Principal - Professor Sir Jim McDonald
- Vice-Principal - Professor Scott MacGregor
- Student Member – Matt Crilly
- Staff Member – Dr Kathy Hamilton
- **Lay member - Vacancy** *(highlighted yellow)*

Audit & Risk Committee

- Paula Galloway (Convener)
- Alison Culpan
- **Lay member - Vacancy** *(highlighted yellow)*
- **Lay member - Vacancy** *(highlighted yellow)*
- Kerry Alexander (co-opted)
- Ian Reid (co-opted)

Estates Committee*

- Vice-Principal – Professor Scott MacGregor (Convener)
- Principal – Professor Sir Jim McDonald
- Deputy Convener (Estates) – Marion Venman
- Treasurer – Gillian Hastings
- Chief Financial Officer – Steven Wallace
- University Secretary – Dr Veena O'Halloran
- Senate representative – Professor Sara Carter
- Senate representative – Dr Yigit Demirel (to 2020)
- Student President – Matt Crilly
- Director of Estates Services – Stella Matko
- Co-opted member (Court member) – Dr Jeremy Beeton
- Co-opted member – Virginia Beckett

Remuneration Committee

- Ronnie Cleland (Convener)
- Convener of Court – Dame Sue Bruce
- Treasurer – Gillian Hastings

Staff Committee*

- Professor Douglas Brodie (Convener)
- Principal – Professor Sir Jim McDonald
- Deputy Convener (Staff) – Ronnie Cleland
- Member of Court – Malcolm Roughead
- Senate-appointed member – Brian Green
- Senate-appointed member – Professor Ian Rivers
- Co-opted member – Professor Yvonne Perrie
- Chief Financial Officer – Steven Wallace
- Chief People Officer – Sandra Heidinger

Enterprise & Investment Committee

- Chief Commercial Officer – Adrian Gillespie (Chair)
- Principal – Professor Sir Jim McDonald
- Chief Financial Officer – Steven Wallace
- Treasurer – Gillian Hastings
- Member of Court – Susan Kelly
- Member of Court – Malcolm Roughead
- Co-opted Member – Fred Hallsworth
- Co-opted Member – David Sneddon
- Co-opted Member – John Waddell
- Co-opted Member – Gillian Watson
- Co-opted member – additional appointment

SACSOH**

- Member of Court – Dr Jeremy Beeton

*The Staff and Estates Committees are strategic committees reporting primarily to Executive Team, but include Court members.
**The University's Statutory Advisory Committee on Safety and Occupational Health (SACSOH) is formally a committee of Court, but has a large membership drawn from across the University. Only Court's appointee is listed here.

Renewal of Professor Scott MacGregor's Appointment as the Vice-Principal

Introduction

1. Following an international recruitment exercise, Professor Scott MacGregor was appointed Vice-Principal in 2014 for the period 1 October 2014 to 30 September 2019. With the Vice-Principal now nearing the end of his period of appointment, it is appropriate that renewal for a further 5-year period is formally considered, to provide certainty to both the University and to the Principal.

2. The Vice-Principal is a Senior Officer of the University. Under University Statutes Senior Officers are appointed by an Appointment Committee established by Court and engaged at such remuneration and upon such terms and conditions as the Court shall deem fit.

3. The University Statute 4.1.3 further outlines that the Vice-Principal shall normally hold office for a period of five years, unless otherwise determined by the Appointment Committee or the Court.

4. The Staff Appointments Protocols confirm that, "The Vice-Principal shall be eligible for re-appointment, subject to the approval of Court on the recommendation of the Principal (the full initial appointment procedure need not apply). Re-appointments would normally be for periods of up to five years".

Process

5. The Vice-Principal's performance is considered annually by the Principal and by the Remuneration Committee. In each year since his appointment in 2014 this assessment has recognised the Vice-Principal's outstanding performance and contribution.

6. At the November 2018 meeting of the Remuneration Committee it was noted that the Vice-Principal's 5-year term of office was due to end on 30 September 2019. The Principal recommended the extension of the Vice-Principal's appointment for a further 5-year period to support the current performance trajectory and delivery of the next stage of success and in the interest of ensuring the University and the Principal continue to benefit from Professor MacGregor's support and considerable experience.

7. The Remuneration Committee endorsed the recommendation in light of Professor MacGregor's outstanding contribution in his role as Vice-Principal to the University.

8. The procedure for the renewal of the Vice-Principal's appointment includes:
   - Consideration of the renewal of the appointment by a Reappointment Panel comprising members of Court and Senate, chaired by the Convener of Court or nominee; and thereafter
   - Court is invited to consider the recommendation.

9. The Reappointment Panel met on 7 June 2019 to consider the renewal of the Vice-Principal's appointment. The members of the Panel were:

   - Dame Sue Bruce, Convener of Court (by correspondence)
   - Ronnie Cleland, Vice Convener of Court (in the Chair)
   - Professor Sir Jim McDonald, Principal and Vice-Chancellor
   - Gillian Hastings, Treasurer
   - Marion Venman, Deputy Convener (Estates) (by correspondence)
   - Dr Kathy Hamilton, Senate Member

- Amanda Corrigan, Senate Member
- Matt Crilly, Student President (by correspondence)

In attendance: Dr Veena O'Halloran, University Secretary & Compliance Officer
Sandra Heidinger, Chief People Officer.

10. The Panel considered information from the Remuneration Committee regarding the Vice-Principal's annual performance since his appointment along with significant examples of his achievements. In each year since his appointment in 2014 this assessment had recognised the Vice-Principal's outstanding performance and contribution.

11. The Panel recognised that the Vice-Principal leads the University in an ambitious programme in support of the University's strategic objectives (see highlights at Annex 1). He represents the Principal on a range of important external fora, including Universities Scotland and the Scottish Funding Council.

12. The Vice-Principal has also had a significant portfolio of committees, chairing important University Committees, including Senate Business Committee, Education Strategy Committee, Estates Committee, Staff Committee, Equality & Diversity Strategy Committee and the Professorial Zoning Steering Group. He is a member of the University Court, Court Business Group, Court Membership Group, The Executive Team, Learning & Teaching Steering Board and the SIMS Steering Board.

13. Furthermore, throughout his time in office as the Vice-Principal, Professor MacGregor has maintained an impressive academic Research and Knowledge Exchange leadership role and contribution as a Strathclyde Professor. This includes high quality publications, attraction of research funding, scholarly recognition in the international academic community and Knowledge Exchange activities.

14. The Reappointment Panel welcomed the recommendation of the Remuneration Committee and unanimously agreed to recommend to the Court continuation of the Vice-Principal's contract for a second term of 5 years. Doing do will support the current performance trajectory, support the delivery of the next stage of success and ensure that the University and the Principal continue to benefit from Professor MacGregor's support and considerable experience.

Recommendation

15. Court is invited to approve the renewal of Professor Scott MacGregor's appointment as the Vice-Principal for the period 1 October 2019 to 30 September 2024.

Vice-Principal Prof Scott MacGregor: Contributions and Achievements 2014-2019.

The Vice-Principal leads the University in an ambitious programme in support of the University's strategic objectives. Highlights from the period 2014-2019 include:

- Leadership in developing the University's Education Strategy to enhance the student experience at Strathclyde.
- Leadership in the development and introduction of Education Strategy KPIs, addressing learner journey measures, external engagement, digital learning and teaching technology strategies.
- Leadership in the introduction of a strategic approach to National Student Survey activities within Department and Schools, including the NSS performance "heat map"
- Development of the Colleges partnerships and Strathclyde Academies, including the innovative and highly successful Engineering Academy.
- Leadership of the University Strategy for Digital Education, including advances in the innovative use of technology to ensure more flexible and easier access to learning. Strathclyde Online is providing an excellent vehicle for both national and international degree and CPD offerings.
- Leadership of the University's response to opportunities provided through Graduate and Degree Degree Apprenticeships and engagement with Skills Development Scotland.
- Leadership on enhancing our learning and teaching through the introduction of CREAD (Course Review, Enhancement and Development), the Student Experience Committee and external engagement planning.
- Executive Team lead with responsibility for ELIR '19 preparation and optimisation.
- Leadership on the revision of the academic year and in enhancing the wider Senate Business policies and frameworks.
- Leadership in our international recruitment strategy, resulting in significant growth in overseas recruitment numbers and greater effectiveness in our marketing, coordination and conversion.
- Establishment of the University International Recruitment Committee (UIRC) which mainstreamed international student recruitment across all Faculties and the Professional Services.
- Institutional Equality Champion and lead on reshaping the University's Equality and Diversity Strategy.
- Leadership on the review of the Senate and introduction of new approaches to enhance contribution, engagement and outcomes.
- Leadership of the Senate Business Committee and Education Strategy Committee.
- Leadership of the Performance Development Group, including the introduction of the rigorous examination of financial performance across the Faculties and Professional Services, notably in international recruitment, PGR numbers, Master Level Portfolio and Vision 2025 financial prioritisation.
- Driver of the University's Estates Strategy to ensure strategic investments which are well aligned with the University's vision.

The Vice-Principal represents the Principal on a range of important external fora including Universities Scotland and the Funding Council.

The Vice-Principal has over the years had a significant portfolio of committees, chairing important University Committees, including:

Senate Business Committee
Education Strategy Committee
Estates Committee
Staff Committee
Equality & Diversity Strategy Committee
Professorial Zoning Steering Group.

And has been a key member of:

The University Court
Court Business Group
Court Membership Group
The Executive Team
Learning & Teaching Steering Board
SIMS Steering Board

Throughout his time in office as the Vice-Principal, Professor MacGregor has maintained an impressive academic Research and Knowledge Exchange leadership role and contribution as a Strathclyde Professor. This includes high quality publications, attraction of research funding, scholarly recognition in the international academic community and Knowledge Exchange activities focusing on the HINS Light commercialisation.

Governance arrangements: implications of the SFC/RGU lessons learned report

The lessons learned review

1. On 19 December 2018, The Scottish Funding Council (SFC) and Robert Gordon University (RGU) published a joint report on lessons learned from the circumstances in the lead up to and following the departure of its former Principal. This is the result of a Review which was jointly conducted by senior SFC officers and members of the RGU governing body (the Board). The report is provided as an annex to this paper.

2. Although it is focused on specific events at one university, part of the purpose of a 'lesson learned' review is to ensure that any related potential problems are avoided throughout the sector, by ensuring that relevant good practice is followed at every institution. Accordingly, we have analysed the report in order to identify any actions that should be taken at Strathclyde, whether to effect change or merely to provide reassurance regarding our existing governance arrangements.

3. The Review covered events over approximately one academic year (2017-18). The key events were the following, although the Review also considered a number of additional details:

    -   the appointment of a Vice-Principal with whom the Principal had a business connection, which the Principal failed to disclose;
    -   an investigation into this appointment by the Board, following an anonymous complaint, which found the Principal to have committed only a 'genuine oversight';
    -   resignation of the Principal and negotiation of terms of departure;
    -   immediate appointment of a new Principal from within the university without an open recruitment process.

4. The Review focused on processes and policies, rather than evaluating the decisions made by RGU. The Review found the processes and policies mostly to have been appropriate, but the report makes some recommendations for change.

5. The Review report has been presented to the SFC Board, to the University Secretaries Group of Universities Scotland and to the Committee of Scottish Chairs.

Key findings and recommendations

6. The recommendations of the Review are mostly expressed as actions for RGU, the SFC and/or the Committee of Scottish Chairs (CSC). Nonetheless, where issues have been raised, we would wish to reassure ourselves that Strathclyde's governance arrangements are robust.

7.   In this spirit, some key recommendations suggest actions to be pursued primarily by the University Secretary & Compliance Officer (USCO), the Chief Financial Officer (CFO) and/or Chief People Officer (CPO). These recommendations and the relevant proposed actions are summarised in Table 1:

Table 1: notable recommendations with proposed actions to be taken at Strathclyde

Report recommendation	Proposed action at Strathclyde
Universities should consider developing resilience plans to guide senior decision makers through exceptional events involving a discontinuity at the very top of an organisation.	*Action for USCO, potentially leading to discussion at Executive Team:* explore whether there is a need for such resilience plans, taking into account existing policies and plans.
The CSC should consider introducing a requirement for universities to publish information about Principal-level settlement agreements as soon as possible after such an agreement is made.	*Action for CPO, CFO and USCO:* consider the University's position on this, in case there should be sector-wide consultation on the introduction of such a requirement, and consider whether the University should adopt some such policy voluntarily.
RGU [and, by implication, all universities] should ensure that the option appraisal for decisions about terms of departure for senior personnel should be recorded in writing.	*Action for CPO and USCO:* consider what this could mean in practice and whether Strathclyde should adopt some policy around this.
RGU should consider developing more tailored guidance on dealing with anonymous allegations relating to senior personnel.	*Action for USCO:* review relevant internal guidance, particularly in relation to the Whistleblowing Policy, which is currently under review.

8.   In addition, there are recommendations that suggest action at sector level:

- A confidential mechanism should be developed whereby governing bodies can access experienced, officer-level and governor support from other institutions in the absence of the availability of normal internal support [recommendation for CSC and SFC].
- In addition, a mechanism for support with communications might be developed across the sector [recommendation for CSC and SFC].
- There should be a sector-wide template for senior-level settlement agreements [recommendation for CSC].
- The next iteration of the Scottish Code of Good HE Governance should consider what actions governing bodies can take in order to demonstrate their commitment to the principles of the Code where a departure from full compliance has been necessary [recommendation for CSC].

9. Taken together, these suggest an additional action for the USCO, in consultation with the Convener of Court and relevant colleagues: to consider Strathclyde's position on these sector-level recommendations, in order to feed into any future discussions at the Committee of Scottish Chairs or in other sector fora.

Recommendation

10. Court is invited to **note** the relevant recommendations of the SFC/RGU lessons learned report and the actions that the University intends to carry out in order to provide reassurance with regard to Strathclyde's governance arrangements and to engage as appropriate in any relevant sector-level activity.

Report of the

Lessons Learned Review

1   Introduction

1.1   On 9 May 2018 Robert Gordon University (RGU) received a package of papers, containing an anonymous letter listing allegations of impropriety, together with supporting information. There then followed a chain of events which culminated in the resignation of the University's Principal and the appointment of his successor.

1.2   Throughout these events there was much comment both in the media and from various stakeholders amidst concerns about the governance aspects of decisions being taken. The University and the Scottish Funding Council (SFC) separately concluded that a "Lessons Learned" review was necessary; agreed that a joint exercise would be the most effective way to undertake this; and agreed that the exercise should identify:

- Where internal processes might be improved at RGU.
- Where improvements might be made to the Scottish Code of Good Higher Education Governance.

1.3   The aim of this Review was therefore to identify potential improvements in policies, procedures and processes both for the University and the university sector more generally. However, it was not the purpose of this Review to reconsider the actual decisions made by the University.

1.4   To progress this Review a panel was formed, consisting of SFC's Chief Operating Officer, a SFC Senior Financial Analyst and three non-executive members of RGU's Board of Governors (see Appendix 1). The Review's scope is attached at Appendix 2.

1.5   The methodology employed was to collate relevant documentation and then to interview pertinent personnel who could clarify the details of events. Stakeholders were also given an opportunity to provide their perspective and to offer their own insights and ideas for consideration (see Appendix 3).

1.6   The structure of this report follows the timeline of events and related issues as shown in Figure 1 below.

1.7   We should like to thank all those who assisted us, either by correspondence or by interview, in the conduct of this review.
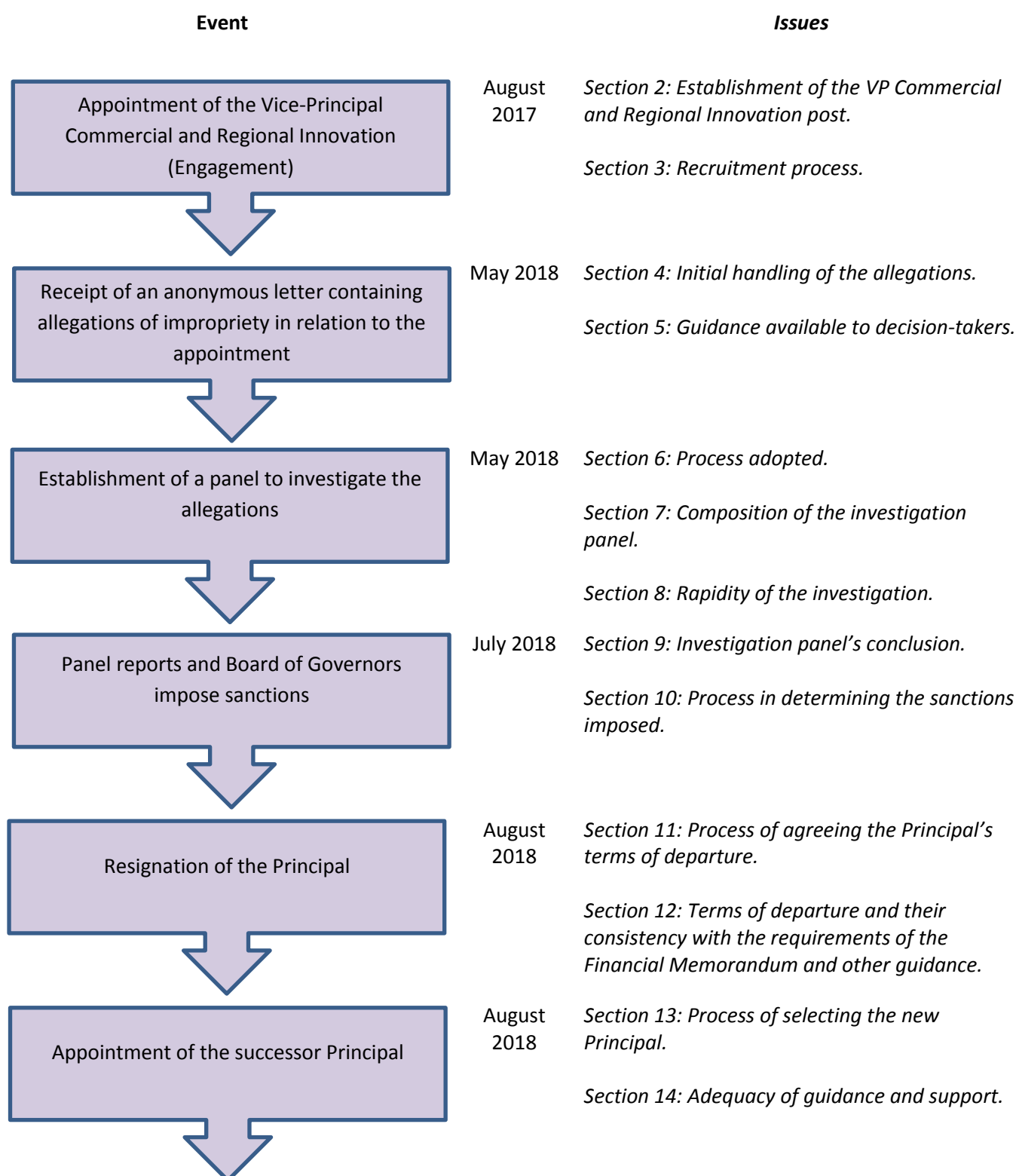
Event

Issues

Event	Date	Issues
Appointment of the Vice-Principal Commercial and Regional Innovation (Engagement)	August 2017	*Section 2: Establishment of the VP Commercial and Regional Innovation post.* *Section 3: Recruitment process.*
Receipt of an anonymous letter containing allegations of impropriety in relation to the appointment	May 2018	*Section 4: Initial handling of the allegations.* *Section 5: Guidance available to decision-takers.*
Establishment of a panel to investigate the allegations	May 2018	*Section 6: Process adopted.* *Section 7: Composition of the investigation panel.* *Section 8: Rapidity of the investigation.*
Panel reports and Board of Governors impose sanctions	July 2018	*Section 9: Investigation panel's conclusion.* *Section 10: Process in determining the sanctions imposed.*
Resignation of the Principal	August 2018	*Section 11: Process of agreeing the Principal's terms of departure.* *Section 12: Terms of departure and their consistency with the requirements of the Financial Memorandum and other guidance.*
Appointment of the successor Principal	August 2018	*Section 13: Process of selecting the new Principal.* *Section 14: Adequacy of guidance and support.*

Fig. 1

Appointment the Vice-Principal Commercial and Regional Innovation

2   Establishment of the VP Commercial and Regional Innovation post

2.1   The original focus of the anonymous letter containing allegations of impropriety was the appointment of Professor Gordon McConnell to the position of Vice-Principal Commercial and Regional Innovation. Amongst other things the letter called into question the legitimacy of the recruitment process.

2.2   We reviewed the circumstances of the appointment to consider if it was made to address a legitimate business need or if the vacant position was artificially created specifically for Professor McConnell, as may be inferred from the initial anonymous allegations.

2.3   The vacancy arose following an earlier recruitment process when the University employed the services of an agency to supply candidates for three Vice-Principal positions, one of which had the title Vice-Principal Commercial and Regional Engagement. The appointment to the position was made in October 2016.

2.4   In July the appointee changed roles to become the University's Director of Marketing, so leaving the Vice-Principal Commercial and Regional Engagement position vacant once more.

2.5   We examined documentation in relation to the initial recruitment process and the original appointee's decision to switch roles. We discussed this with the Director of Human Resources. The file of the investigation panel formed in response to the anonymous allegation was also made available.

2.6   We concluded that the vacancy arose as a result of the original appointee's decision to switch roles in the latter half of 2017. The need for the role reflected a real business need consistent with the University's strategic plan.

3   Recruitment Process

3.1   The anonymous letter received in May 2018 stated that the nominee for the now vacant position of Vice-Principal was the sole candidate for the role.

3.2   When the Vice-Principal Commercial and Regional Engagement role became vacant the Principal, in consultation with the Director of Human Resources, decided that the title of the role needed to change to Vice-Principal Commercial and Regional Innovation in order to emphasise the more entrepreneurial requirements of this role directed at the University's overarching business strategy. However, the job description remained substantially the same as previously.

3.3   In discussions between the Principal and Director of Human Resources it was agreed that it would be appropriate to consider this recruitment to be an extension of the first recruitment round because that had taken place recently. While the other candidates who had been previously interviewed were still considered as not suitable, the Principal identified Professor McConnell as a person who may be available and, having worked with him previously, felt he might possess the competencies required of the role. It was determined that Professor McConnell should be invited to appear before an interview panel constructed as before. Should he be deemed by the appointment panel as not appointable then a completely new process could be undertaken.

3.4   The interview panel consisted of the Chair of the Board of Governors, the Principal, the Deputy Principal, the Vice-Principal Research, an external member and the Director of HR. This was the same, in construction, as the original interviewing panel in that it included a representative from the Board, the Principal, at least one VP (two in the case of Professor McConnell), an external representative and the Director of HR.

3.5   During this process, the previous professional relationship between Professors von Prondzynski and McConnell was made known to the other members of the selection panel. Any appointment was subject to the agreement of the whole panel and each member of the panel was aware that non-appointment was an option.

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3.6   It is the case that the co-directorship of Knockdrin Estates, a company incorporated in the Republic of Ireland, was not declared during the recruitment process.

3.7   We examined the University's 'Recruitment & Selection Policy & Procedure' to establish if it is adequate and if the decision taken as described at 3.4 above was in compliance with the procedure.

3.8   We found that the policy had been approved by the Executive and the Staff Governance Committee in May 2018, and has also been benchmarked against best practice and others in the Higher Education sector. A report following this benchmarking review, prepared by a resourcing specialist at the University, was presented to the Chair of the Board on 12 June 2018. It concluded that RGU's policy:

- Follows best practice as detailed by the Chartered Institute for Professional Development (CIPD); the Advisory, Conciliation, and Arbitration Service (ACAS); and XpertHR which is an online HR resource and source of employment law, HR good practice and benchmarking information.
- When viewed in combination with other organisations reviewed there are no significant differences between RGU's approach and that of the others reviewed.
- Sits in the middle ground of the other universities used in the study, being sufficiently specific as to provide meaningful information, but not so specific as to prevent a variation of approach where the circumstances warrant it.
- RGU has opted for a balanced approach to the provision of information which is appropriate to its audience. i.e. It provides high level information to internal and external staff who need an overview of the process; manager's guidance notes provide step by step procedural guidance internally, and HR guidance notes provide step by step guidance to the team internally.

3.9   We have seen and heard statements from those on the panel that, had they known about the business relationship with the Principal (they already knew about a professional relationship), their decision would not have been different, and that Professor McConnell was appointed on merit.

3.10   Filling the vacancy from a single candidacy recruitment process did not, in itself, result in a breach of the University's recruitment policy. The policy has been designed to allow sufficient flexibility when suitable. Of course the failure to declare the co-directorship was a breach of the University's more general ethics policy, which is considered in section 9 of this report.

3.11   In conclusion, we are satisfied that the University's policy is consistent with good practice and that this particular appointment was compliant with the University's policy.

Receipt of an anonymous letter containing allegations of impropriety in relation to the appointment

4   Initial handling of the allegations

4.1   An anonymous letter with supporting information was received by the two staff governors on 9 May. It was decided that the letter and enclosures should be discussed with the Chair of the Board of Governors.

4.2   On 13 May the Chair contacted the Secretary to the Board to arrange a meeting, on the following day, to discuss the anonymous letter.

4.3   On 14 May the Chair, the Secretary to the Board and the University Solicitor met. It was decided to treat the anonymous allegations as a Public Interest Disclosure (PID), or "Whistleblowing", and to proceed accordingly.

4.4   There was not actually a requirement to follow the PID process, since the purpose of that process is to provide a route where legitimate concerns can be raised in a way that the complainant can be safe from any negative impact. Dealing with anonymous allegations through the PID process does carry difficulties in that clarifying the exact nature of the complaint is not possible. However, it was agreed that there appeared to be a prima facie case concerning a breach of ethics warranting further investigation and that the process as detailed in the PID policy was the most suitable approach to take.

4.5   The investigation under the PID policy was a fact-finding process to ascertain if the allegations were well-founded.

4.6   Since, at this stage, the allegations were unproven and anonymous, it would have been in contravention of the University's HR policies and general HR good practice to instigate a disciplinary process. The University also considered whether anyone should be suspended during the investigation and took external legal advice on this aspect. The advice and decision was against suspension, principally because there was no basis for believing that the presence of any particular employee would inhibit the investigation. The situation was kept under review as the investigation progressed. We are satisfied that the University's policy is consistent with good practice and that this decision was determined under that policy.

4.7   We are satisfied that it was appropriate in the circumstances that the PID process was adopted in response to receipt of the anonymous allegations and that the objective to follow a prescribed procedure to demonstrate impartiality was appropriate.

5 Guidance available to decision-takers

5.1 The initial anonymous letter was not strictly a Public Interest Disclosure (PID) as it was not clear from the letter that this was the complainant's intent. The University's PID policy notes the difficulties which can ensue from adopting the procedure for anonymous allegations, but does allow it. As noted at section 4 the decision to utilise the PID procedure was in default of the existence of a policy for the handling of anonymous allegations of serious wrongdoing.

5.2 The absence of such a policy led to an unease in deciding the way forward which was exacerbated by the level within the University held by those who were the focus of the allegations. The Chair was keen that a proper procedure should be followed precisely because of the seriousness of the allegations and the status of those involved and the PID procedure, whilst not fully fit for this purpose, was deemed adequate.

5.3 **Recommendation to the University.** We recommend that the University considers development of more tailored guidance which could make it easier to determine the best approach in the circumstance of anonymous allegations relating to senior personnel. It is, of course, impossible to circumscribe all circumstances within a policy framework. However, whilst the PID procedure provided a path to follow, it would have been helpful if there had been some further guidance on how to apply the procedure in the circumstance of an anonymous allegation.

Establishment of a panel to investigate the allegations

6   Process adopted

6.1   The decision to establish an investigation panel follows from the decision to utilise the University's Policy and Procedure On Disclosure in the Public Interest. Paragraph 4.1 of the policy states that "Where a disclosure may involve the Principal….then the process outlined in this section shall be followed".

6.2   Paragraph 4.2. states "The Chair of the Board of Governors will timeously inform the Board of Governors that a disclosure involving the Principal has been received and acknowledge receipt of the disclosure to the individual who has made the disclosure." The Chair informed all Governors via e-mail on 14 May.

6.3   Between 16 and 22 May the following actions were taken:

- Potential members of the investigation panel were identified and contacted.
- Employment law advice was sought from the University's contracted external provider.
- The Chair of the Board gave SFC an update on events.
- Membership of the investigation panel was confirmed.
- A communication was issued to staff, including a link to the PID policy, indicating that this would be followed.
- The Principal and Vice-Principal were both separately contacted by the Convenor of the Investigation Panel (the Convenor of the Audit Committee, in compliance with the PID policy).

6.4   We are satisfied that the Board was rigorous in ensuring that the process adopted to investigate the anonymous allegations was both fair and impartial. The steps taken were dictated by the PID policy and appropriate legal advice was sought throughout.

7   Composition of the investigation panel

7.1   Paragraph 4.3 of the University's Policy and Procedure On Disclosure in the Public Interest states "The Investigation Panel will comprise four individuals, convened by the Convenor of the Audit Committee, and three other members of the Board of Governors." It goes on to state "The Convenor of the Audit Committee may designate an independent external member as Convenor of the investigation panel."

7.2   The investigation panel was established consisting of the Convenor of the Audit Committee (who led the panel), two other Governors and an external member.

7.3   The Convenor of the Audit Committee is Hamish Wilson CBE whose background can be found on the University's website. The other two Governors were Roger Ramshaw and Tricia Walker. The external member was Katy Gifford, a Finance Director working in the oil and gas industry, who is an external member of the University's Audit Committee.

7.4   Hamish Wilson has extensive experience of involvement in investigations of this sort and our examination of the investigation file leads us to conclude that he led the panel and directed its work appropriately.

7.5   In our meetings with stakeholders, the view was put to us that the external member of the investigation panel was not truly independent. As a Finance Director in the oil and gas sector, Ms Gifford is typical of a person with the requisite knowledge and insight found on Audit Committees across the sector and, based on our examinations, we are satisfied that she, along with the rest of the investigation panel, was rigorous in adopting an objective and independent approach.

8 Rapidity of the investigation

8.1 The Convenor of the investigation panel stated to us that, if there were a trade-off between the speed of completing the report and the rigour with which the issues were investigated, then he emphasised the importance of rigour.

8.2 The panel completed its report and presented its findings to the Board of Governors on 4 July, within the timescales outlined by the University's policy.

8.3 We found the investigation was conducted with the appropriate degree of rigour. It was suggested to us that the length of time taken to produce the findings resulted in both the university and the individuals concerned being subject to uncertainty for an extended period. (The period between constituting the investigation panel and it reporting to the Board of Governors was seven and a half weeks.) However, it was right that sufficient rigour in the conduct of the investigation was paramount. Given the tasks which the panel were required to undertake over a summer period where the availability of interviewees was difficult, we are satisfied that the time taken to complete the review was not excessive.

8.4 It was also suggested to us that additional support to the panel would perhaps have reduced the length of time between the Chair being alerted to the situation and completion of the fact-finding investigations report, and so would have reduced the uncertainty hanging over the institution and of the individuals involved. However, from our examination of the timetable followed we have concluded that the key constraint was availability of interviewees and not the resources available to the investigation panel.

Panel reports and Board of Governors impose sanctions

9 Investigation panel's conclusion

9.1 The focus of the anonymous letter containing allegations of impropriety was the appointment of Professor Gordon McConnell to the position of Vice-Principal Commercial and Regional Innovation. The most significant allegation concerned a co-directorship of Knockdrin Estates. It was alleged that a co-directorship of this company by Professor Ferdinand von Prondzynski, the Principal, and Professor McConnell had not been disclosed, and called into question the legitimacy of the recruitment process, exacerbated by the single candidacy for the position at that time.

9.2 The investigation panel found that the central allegation that there had been a failure to disclose the co-directorship at the time of the recruitment process was true. However, it was also satisfied that there was no evidence that Gordon McConnell had been appointed on anything other than his suitability for the role.

9.3 Criticism of the panel focused on their finding that the failure to disclose the co-directorship was a genuine oversight on the part of both the Principal and Vice-Principal. This was reflected to us in our meetings with some stakeholders. As already noted, it is not the purpose of this Review to reconsider any of the actual decisions made. We are satisfied that the process followed in arriving at this conclusion was consistent with the University's policy and procedures and thus the panel fulfilled its role with the necessary degree of objectivity and rigour.

10   Process in determining the sanctions imposed

10.1   Once the investigation panel had reported, the Board of Governors was required to decide on how to act. It is correct that the work of the investigation panel was separate from any decision in relation to possible sanctions. This is accepted good practice in such situations as it separates findings of fact from decisions on sanctions, which can consider a wider range of issues.

10.2   Elsewhere in this report we have noted that the investigation conducted was to establish fact and not as part of a disciplinary process. However, once it was established that the central allegation was true, the Board had to decide upon how to proceed. The two options considered by the Board were: determine appropriate actions on the basis of the investigation panel's report; or initiate a disciplinary process.

10.3   The Board had been receiving legal advice throughout these events. Having taken account of that that advice, the Board, at a special meeting held on 16 July 2018, concluded:

- That the failure to disclose the co-directorship was not in dispute and therefore initiating a separate disciplinary process was unnecessary for the purpose of establishing facts.

- As the University's highest-level decision-making body, it was empowered to consider which, if any, disciplinary sanctions should be applied.

10.4   At its special meeting the Board considered whether to undertake disciplinary action and concluded that would not be appropriate. The Board also decided that requiring the individuals to formally discuss these matters with the Board would signify them being held to account for their actions.

10.5   The sanctions imposed were made public in a staff communication issued by the Chair of the Board of Governors to staff on 17 July and they were described as follows:

- Professor von Prondzynski and Professor McConnell were required to re-familiarise themselves with the university's Ethics and Conflict of Interest Policy. The Board of Governors will meet with Professor von

Prondzynski and Professor McConnell to formally discuss the outcome and the importance of compliance with all the university procedures to ensure a situation such as this is avoided in the future.

10.6   We have noted that the protections afforded to employees by employment and privacy legislation normally result in disciplinary processes and sanctions remaining confidential, even in the case of senior staff. Communicating the Board's decisions therefore went beyond what could normally be expected.

10.7   These sanctions were agreed by every Governor who attended a special meeting of the Board on 16 July.

10.8   In our meetings with stakeholders, some stated that there was a perception that the sanctions imposed were inadequate. We also noted that:

- The Board had taken legal advice on what level of sanctions would be appropriate and that its decisions had been consistent with that advice.

- The previous conclusion that disclosure of the directorship would not have altered the appointment decision.

10.9   As previously noted, the remit of this Review was not to reconsider the actual decisions taken. From our examinations, we are satisfied that the Board's procedures and considerations were rigorous in relation to both the conduct of the investigation panel and the determination of sanctions.

11   Process of agreeing the Principal's terms of departure

11.1   Over the course of these events the University became the subject of increasing criticism. In parallel, the Board became aware of other concerns relating to the way the University was being led. It became clear to both the Board and the Principal himself that only one course of action was available if a line were to be drawn under these events and allow both parties to move on.

11.2   When the Chair of the Board met with the Principal to discuss matters, the Principal suggested that, for the good of the University, he was prepared to discuss departure. As the employer, the Board then considered what the terms of departure should be.

11.3   We reviewed the process followed in determining the amount paid. We found that the payment was made in compliance with the University's Severance Policy.

11.4   The amount paid to the Principal will be shown as a note in the University's 2017-18 financial statements (though the actual payment was made in the 2018-19 financial year).

11.5   One difficulty in this area is the confidentiality conferred by employment law and the use of settlement agreements. There is also some confusion around the use, interchangeably, of such terms as "settlement agreements", "confidentiality agreements" and "compromise agreements", when they are quite different in both their nature and meaning.

11.6   It is a matter of debate about the extent to which the calculation of such payments and related departure terms should remain confidential between the parties directly concerned. Whereas some are of the view that, in such circumstances, any confidentiality should be overridden, others take the view that ignoring any confidentiality obligations could expose organisations to a significant financial liability. However, in relation to such matters and university principals, this is only a matter of timing since details of the relevant amounts are eventually published in the university's financial statements.

11.7   The terms of reference of this review required us to review events at RGU to consider how governing bodies can best appraise organisational and senior

management performance. We questioned a range of stakeholders about this issue and considered their responses carefully. We concluded that, in relation to identifying process improvements for the university or the sector, there were no lessons to be learned here. We concluded that the issues raised with us did not indicate the absence of any particular process or avenue of communication.

11.8 **Recommendation to the university sector Committee of Chairs.** We recommend that consideration is given to universities being required to publish the information that will be contained in their financial statements relating to principal-level settlement agreements, as soon as possible after the date of the settlement agreement. This could be achieved through either a revision to the Scottish Code of Good Higher Education Governance or through creation of associated guidance. We note that the implementation period for this recommendation may need to take account of existing contractual arrangements.

11.9 **Recommendation to the university sector Committee of Chairs.** We recommend development of a sector-developed template for senior-level settlement agreements which would improve the transparency of such arrangements. Use of a publicly-available template, with assurance that the actual agreement was compliant with it, would improve transparency and confidence in relation to individual settlement agreements.

12 **Terms of departure and their consistency with the requirements of the Financial Memorandum and other guidance**

12.1 At paragraph 30 of the Financial Memorandum between SFC and university sector institutions the following requirements are set out in relation to severance payments:

> [Based on the principles above], the following requirements must be met:
>
> • The institution must have in place a clear policy on severance payments.
>
> • Severance packages must be consistent with the institution's policy and take into account contractual entitlements, for example, salary and period of notice, and any applicable statutory employment entitlements. This means that, when entering into employment contracts, care must be taken not to expose the institution to excessive potential liabilities.
>
> • The institution's policy must include a formal statement of the types of severance arrangements that should be approved by the Remuneration Committee or equivalent and approved formally by the governing body. These must include any severance package that is proposed for a member of the senior management team, in recognition of the particular level of accountability that is attached to senior management positions, and also any severance package that would exceed a maximum threshold agreed by the governing body.
>
> • Where a severance package exceeds the maximum threshold agreed by the governing body, the institution must consult with SFC's Accountable Officer prior to approving the proposed severance package.
>
> • The remuneration committee or equivalent, when overseeing and approving severance arrangements for staff, must ensure that all decisions are recorded.
>
> • Negotiations about severance packages and payments must be informed, on both sides, by legal advice where appropriate.
>
> • When a severance arises following poor performance on the part of an individual, any payment must be proportionate and there should be no perception that poor performance is being rewarded.
>
> • Final year salaries must not be inflated simply to boost pension benefits.
>
> • Notice of termination of appointments must not be delayed in order to generate entitlement to payments in lieu of notice.

12.2   We examined the University's severance policy and discussed the actual payment made with relevant officers. We are satisfied that the payment made to the Principal was compliant with the Financial Memorandum.

12.3   However, in determining the options available to the Board we found that the options appraisal was not documented. Based on the interviews we conducted, we were able to conclude that the Board did consider all the main alternative courses of action and their relative costs and benefits, and that the preferred option was chosen on the basis of being the least cost to the University (compared to the available alternative scenarios).

12.4   **Recommendation to the University.** We recommend that, in future, the University should ensure that the option appraisal for decisions about terms of departure is recorded in writing. Because this issue concerns the correct use of funds in institutions funded by substantial public funding, it is essential that such decisions are both verifiable, by reference to written documentation, and defensible, in terms of reasoning that gives due importance to value for money.

Appointment of the successor Principal

13 Process of selecting the new Principal

13.1 The time gap between beginning the recruitment process for a Principal and that person taking up the position can be very lengthy. At this level of appointment candidates may be contracted with their current employer to a notice period of up to twelve months. It was therefore necessary to appoint a Principal to lead the University for a period of up to two years.

13.2 Professor John Harper, the Deputy Principal, is a long serving employee of the University. The Board believed that Professor Harper's experience and track record, including his one-year tenure as interim Principal prior to the appointment of Professor von Prondzynski, meant that he was clearly qualified for the role. This was also consistent with his role as Deputy Principal. The Board therefore decided to mandate the Chair to secure Professor Harper's agreement to the terms of an appointment, and to remit to the Remuneration Committee to agree such terms on behalf of the Board.

13.3 The Chair subsequently met with Professor Harper and secured an agreement for a two-year fixed term appointment as Principal, which was then approved by the Remuneration Committee.

13.4 The Scottish Code of Good Higher Education Governance details the governing bodies' primary responsibilities and states "The governing body must take responsibility for ensuring effective management of the institution…." We are satisfied that, in appointing Professor Harper as described above, the Board was fulfilling that responsibility appropriately.

13.5 However, the announcement of Professor Harper's appointment was the catalyst for considerable criticism. The focus of complaint was the impression given in the initial press release that the appointment was open-ended. This omission was not an oversight. There had been a concern when the fixed-term nature of the contract was agreed that this may detract from the standing required of the position of Principal and that the limited nature of the appointment may be perceived by some as undermining his authority. While we understand the reasoning behind omitting reference to the fixed-term nature of the appointment from the outset, we believe this to have been a mistake.

13.6   Much of the focus of criticism was based on an understanding that the Principal's appointment was on a permanent basis. The Scottish Code of Good Higher Education Governance (2017 edition) at Paragraph 64 outlines the expectations of the appointment process for the Principal.

> The governing body is expected to ensure that the appointment process for the Principal enables student, staff and trade union input to be taken into account, taking into consideration the academic and non-academic aspects of the Principal's role. The membership of the selection committee for the appointment of the Principal must be approved by the governing body and is expected to consist of lay members, at least one Elected or Union staff member, at least one student member of the governing body and adequate representation from the academic community.

13.7   While much of the above was undertaken in appointing Professor Harper the process was, by necessity, foreshortened. Criticism on the basis that this foreshortened process had led to an appointment of a Principal on a permanent process would have been justified. Had the fixed-term nature of the appointment being made clear at the outset then much of the criticism could have been avoided. This does not in any way cast doubt that Professor Harper was the correct person to appoint under the circumstances prevailing at the time.

13.8   When it was made public that Professor Harper's appointment was for a fixed term of two years there was a general perception that the University had, in fact, changed a previous decision to make an open-ended appointment. From our examinations of relevant documents and through interviews, we have concluded that, from the outset, the decision to appoint was for a fixed term of two years.

13.9   Some stakeholders told us that there was a risk that the use of fixed-term contracts in such cases could be used as a way to circumvent the Scottish Code of Good Higher Education Governance. We considered this concern carefully. Although we concluded that the Code's requirements had been appropriately applied in this instance, we also concluded that it would be helpful if practice in this area were further developed in relation to atypical situations.

13.10   **Recommendation to the university sector Committee of Chairs.** Current guidance is predicated on a "comply or explain" basis. Universities are required to explain deviations from the Code in their annual financial statements and are expected to demonstrate how the relevant principle of good governance is met in some alternative way. In developing the next iteration of the Code, **we**

recommend that the Committee should consider what actions governing bodies can take in order to demonstrate, in a timely manner, their commitment to the principles of the Code even as, for reasons of circumstance or expeditiousness, a departure from full compliance has been necessary.

14 Adequacy of guidance and support

14.1 We heard the view that The Scottish Code of Good Higher Education Governance (2017 edition) is helpful in determining structures and framing decisions in times of 'steady state'. But it is much less so in the circumstances faced by universities at a time of significant upheaval. On many of the issues the University was grappling with during these events, the Code is silent. It was also the case that normal sources of advice and support available to the Board were not available, including from senior executive staff.

14.2 It would be impossible to construct a Code which could detail the actions which should be taken in every possible circumstance. Codes of this type are necessarily high level. However, we think that the pressure the Chair and the Board found themselves facing could have been eased if there had been alternative sources of support and advice available.

14.3 **Recommendation to universities.** We recommend that each university should consider the development of a Resilience Plan. This moves beyond the scope of a traditional Business Continuity Plan, which usually concerns how normal business activities can continue in the event of a significant external catastrophe. Rather, a Resilience Plan can be thought of as Business Continuity for the governing body, when there is a discontinuity at the very top of an organisation. The nature of an incident requiring such a plan to be put into operation is impossible to foresee, however the Plan would act as a guide to senior decision makers as to the areas which may need to be addressed in response to events such as those experienced by the University.

14.4 **Recommendation to the Committee of Chairs and the Scottish Funding Council**. We recommend there should be developed a confidential mechanism whereby governing bodies can access experienced officer-level and governor support from other institutions in the absence of the availability of normal internal support.

14.5 **Recommendation to the Committee of Chairs and the Scottish Funding Council.** Throughout the events outlined in this report the issue of communications has persistently arisen. We accept that much of this has been informed by the considerable benefit of hindsight. But we believe that what is considered in paragraphs 14.4 and 14.5 above should include communications support and advice. W**e recommend** the assistance of somebody able to step

back from the immediate immersion in events and visualise issues in a wider context may be of considerable benefit.

Summary of recommendations

All the recommendations contained in the report are summarised below. The Scottish Funding Council will now work with the University, the Committee of Chairs and other relevant stakeholders to take forward these recommendations.

Recommendations for Robert Gordon University

5.3   **Recommendation to the University**. We recommend that the University considers development of more tailored guidance which could make it easier to determine the best approach in the circumstance of anonymous allegations relating to senior personnel. It is, of course, impossible to circumscribe all circumstances within a policy framework. However, whilst the PID procedure provided a path to follow, it would have been helpful if there had been some further guidance on how to apply the procedure in the circumstance of an anonymous allegation.

12.4   **Recommendation to the University.** We recommend that, in future, the University should ensure that the option appraisal for decisions about terms of departure is recorded in writing. Because this issue concerns the correct use of funds in institutions funded by substantial public funding, it is essential that such decisions are both verifiable, by reference to written documentation, and defensible, in terms of reasoning that gives due importance to value for money.

Recommendations for the SFC, Committee of University Chairs and university sector

11.8   **Recommendation to the university sector Committee of Chairs.** We recommend that consideration is given to universities being required to publish the information that will be contained in their financial statements relating to principal-level settlement agreements, as soon as possible after the date of the settlement agreement. This could be achieved through either a revision to the Scottish Code of Good Higher Education Governance or through creation of associated guidance. We note that the implementation period for this recommendation may need to take account of existing contractual arrangements.

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considered in paragraphs 14.4 and 14.5 above should include communications support and advice. W**e recommend** the assistance of somebody able to step back from the immediate immersion in events and visualise issues in a wider context may be of considerable benefit.

Appendix 2

Members of the 'lessons learned' review panel

Margaret Buchan   Staff Governor, Robert Gordon University

Martin Fairbairn   Chief Operating Officer, Scottish Funding Council

Sylvia Halkerston   Governor, Robert Gordon University

Steven Keightley   Senior Financial Analyst, Scottish Funding Council

Ken Milroy MBE   Governor, Robert Gordon University

Scope

Background

1. This joint review follows events at Robert Gordon University (RGU), namely;

    - Recruitment of the Vice-Principal for Commercial and Regional Innovation.
    - An anonymous Public Information Disclosure (PID) concerning the appointment alleging an undisclosed business relationship with the Principal.
    - An inquiry and hearing finding that the failure to disclose the business relationship was not deliberate but nevertheless required the Principal and Vice Principal concerned to re-familiarise themselves with University's Ethics and Conflict of Interest Policy, and to meet with the Board of Governors to formally discuss the outcome and the importance of compliance with all university procedures.
    - The resignation of the Vice-Principal for Research.
    - The Principal resigns following discussions held at senior level and terms of departure are agreed.
    - The appointment of the Deputy Principal to the position of Principal on a two-year fixed-term contract.

Objectives

2. To determine the procedures followed throughout these events, from the recruitment of the Vice-Principal for Commercial and Regional Innovation to the appointment of the successor Principal, and their consistency with the University's Financial Memorandum with SFC, the Scottish Code of Good Higher Education Governance (2017 edition) and relevant guidance on good practice, noting the overall responsibilities on equality and diversity. Also consider any wider issues and whether there was adherence to the principles of good governance.

3. To determine what lessons can be learned from a review of the processes followed, which might inform revisions of the Scottish Code of Good Higher Education Governance and other guidance; for example, in relation to short-term or interim appointments, sources of advice and guidance to governing bodies when that of the Principal or other senior management is not available,

and how governing bodies can best appraise organisational and senior management performance.

4.   Consider any other matters which are relevant to the above main objectives.

Appendix 4

Stakeholder meetings

Meetings took place with representatives of the following organisations during this review:

Committee of University Chairs Scotland

Educational Institute of Scotland

National Union of Students

Unison

Unite

University and College Union

Executive Team Report to Court

The Executive Team (ET) met on 23 April, 7 May, 28 May & 4 June 2019. The following key items were discussed by the Executive Team and are provided here for Court to note:

1. Health and Safety

The Team took the opportunity to discuss health and safety matters, through the 'Safety Moment' held at the opening of each ET meeting and led by the University Secretary and Compliance Officer.

2. 2018-19 Q3 Business Report

The Team reviewed the Q3 performance across the range of areas outlined in the Business Report, prior to consideration by Court, noting the positive performance. The following points were noted:

- The Q3 surplus forecast of **[Reserved]** was much improved on the Q2 forecast of **[Reserved]** and now just **[Reserved]** lower than budget. The forecast included final expensing of SIMS Phase 1. Significant savings had also been made, particularly through control of salary expenditure, largely through PDG-driven controls;
- Changes to pensions accounting requirements in line with the externally determined approach had resulted in a number of red flags, but this did not impact upon the overall operating surplus. It was noted that increases in pension contributions in 2019-20 were now highly likely;
- SFC and research grant income was higher than budgeted. Forecast tuition fee income, though lower than budgeted, was much improved on 2017-18 performance;
- Research income pipeline measures had improved year on year for both application and awarded value;
- PGR intake and population remained lower than budgeted targets, although international intake and population were now forecast to be within 5% of the overall target by year end;
- Otherwise, student recruitment was looking positive, with year on year increases in application and offer rates across most key student groups.
- Retention rates were slightly down on the previous year, although rates generally tended to fluctuate year on year. There had been a notable drop in retention amongst the SIMD0-20 population, which was being analysed and monitored.

3. 2019-20 Budget

The Team received regular updates on the development of the 2019/20 Budget, prior to the development of a final Budget position and its presentation to Court on 18 June. Members noted that the overall position was improved, although it remained at variance with previous forecasts, due in part to inflationary costs, including the increased pension costs that were now expected. Significant efforts from leadership across the institution since the first cut of the budget were welcomed. Challenges around the highly variable annual presentation of capital income were anticipated. Further significant growth in tuition fee income was forecast, particularly from the non-EU population, while changes to the profile of Estates expenditure would affect depreciation. As a result of the pattern of capital grants, a deficit was now forecast for 2020-21, but this projection was open to change in the intervening period.

The 2019-20 Budget had been a standing item in the Executive Team meeting agenda for the duration of the budget-setting process.

4. Business Case: GCID / TIC2

The Team considered the business case update for TIC2 noting that an outline case for initial investment would be presented to Court in June, with the expectation that, pending approval from other partners, this would lead to a full business case request at the November 2019 Court. The initial funding request would allow phase two of planning to proceed. The final business case was expected to request **[Reserved]**

ET members responded positively to the proposal, and discussed the academic leads for GCID Clusters. ET reviewed the progress made and **approved** the outline business case for onward transmission to CBG and Court.

5. SIMS Project update

ET received an update paper on the SIMS project. Phase 2 of the project was progressing to plan and on time, with the intention to switch key elements of the core student records system from Vax to Oracle on 30 November, which would be a significant milestone for Phase 2. Options for the next stage of student record system development set out in the paper had been endorsed by the SIMS steering group. Technology companies were generally moving away from development of 'off the shelf' products for student systems in favour of a move to Cloud-based software, whilst there was general recognition that the Cloud technology currently offered on the open market was not yet mature, and readily available options had generally been developed for the North American market.

In order to continue to progress, the paper recommended a medium-term strategy of continuing in-house development into a Phase 3, in order to deliver the improvements set out at the beginning of the SIMS project. Under this option, expenditure was expected to remain within the initial Court-approved budget allocation. The Team recognised the positive impacts of the governance structures and working practices introduced in Phase 2, and recommended that these were continued into Phase 3. ET **endorsed** the proposal in the paper to continue in-house development.

6. Proposal for Renewed University Investment Fund

[Reserved]

ET welcomed the proposal in support of the university's ambitions and role as an investing, entrepreneurial institution and in the context of wider sector activity in this area. It was noted that EIC, as a Committee of Court, continued to review the effectiveness of the University's investments, and the framework for this reporting was continuing to improve.

7. Investment proposal: Synaptec Ltd

Noting that there had been a significant investment from Foresight Williams and that recent commercial progress made it a strong investment opportunity, Executive Team **approved** the proposal to invest **[Reserved]** in Synaptec Ltd.

8. REF 2021: Audit results

At its strategy session on 4 June, ET received a presentation on the REF 2021 Audit results in outline, noting that this fourth audit was the first to have been carried out on the basis of REF Units of Assessment (UOAs), rather than academic departments/schools. A great deal of progress was visible in the results of the audit and areas for further work had also been clarified. The REF team was working effectively with UOA leads and it was agreed that their work should now move away from an audit approach, to be replaced by more continuous engagement.

9. Risk appetite at Strathclyde

At the strategy session ET also considered an update of the University's Risk Management Framework, with a particular focus on formal consideration, and recording, of risk appetite. Greater clarity around risk appetite, which had been identified as a need by an Internal Audit review, would potentially help to promote consistent and well-informed decision-making and to encourage appropriate behaviours, both in terms of avoidance of negative risks and adoption of a bold and entrepreneurial approach where appropriate. ET agreed that the Framework should be developed further and revisited at the August strategy session.

10. Contribution Pay

The Team considered proposals on the use and distribution of Contribution pay for 2019. In considering the recommendations set out in the paper, the Team noted the external context, particularly relating to the REF2021 exercise, and the 2018/19 national pay negotiations and employer pension contributions. Members discussed the distribution of contribution pay across the staff categories and the importance of rewarding exceptional performance across all staff categories within the envelope set aside was emphasised. Executive Team **endorsed** the high level recommendations set out in the paper.

11. Succession planning

The Team discussed the current and potential future models for succession planning. Preliminary proposals were presented for programmes that would operate at different levels: developing individuals towards non-ET leadership roles and, in a separate programme, towards ET roles.

12. All staff values survey

ET discussed the University's values, noting that they were now well embedded. When the values were introduced, it had been recognised that they should be subject to review and further development. A paper on the Values Survey 2019 containing a draft of the updated question set for the 2019 Survey, and options for timelines for running the survey was also considered. The Team **approved** the updated questionnaire, which would include questions relating to protected characteristic groups. An additional question relating to caring responsibilities was also suggested. An interactive publication was being produced to accompany the survey and would include examples of how the University's values were used in making decisions.

13. Special Advisory Group

A Special Advisory Group had been created to advise the Principal and ET on given topics, especially where there was otherwise a lack of natural forum for extensive discussion. The first meeting of the group had considered financial sustainability, including sustainable/responsible investment, and security and resilience issues. There had been insightful and productive discussion, which would inform on-going work in these areas.

Senate Report to Court

Senate met on 5th June 2019

<u>**FOR APPROVAL**</u>
*Senate invites Court to **approve** the following recommendations considered by Senate on 5th June 2019:*

1. Creation of two new Directorates
Senate considered a proposal ***(Appendix A)*** requesting Senate endorsement of the creation of two new Directorates following the reshaping of the current Directorate of Student Experience and Enhancement Services (SEES) into two distinctive Directorates, effective from 1 August 2019: a Directorate of Student Experience, and a Directorate of Education Enhancement. The new Directorates would sit within the office of the USCO. The creation of the two new Directorates was in line with the University's 2025 Vision, focussing on the student experience, reflecting ongoing and evolving student support needs as well as supporting learning enhancement and online education along with new models for curriculum delivery. The proposal would give each directorate prominence, whilst, at the same time, recognising the importance of the linkages between the two directorates. Following discussion, Senate unanimously endorsed the proposal, which had also been fully endorsed by Education Strategy Committee, and recommended the creation of the two new Directorates to Court for approval.

The proposal is detailed in **Appendix A**.

<u>**FOR NOTING**</u>
*Senate invites Court to **note** the following items considered by Senate on 5th June 2019.*

2. Report from Senate Business Committee

Items highlighted for Court from the report from the Senate Business Committee include:

    (i) Collaborative Provision Agreement (CPA) Subgroup Report:

Senate noted that the Collaborative Provision Agreement (CPA) Subgroup had reviewed 12 collaborative agreements, which included articulation agreements, study abroad agreements and joint award agreements, details of which were contained in Faculty reports to Senate. In addition, the Principal had approved a further 6 collaborative agreements through Convener's Action.

    (ii) Conferral of Awards: change of procedure
Student Lifecycle Services had requested Senate consider, for approval, internal process changes in relation to the conferral of awards. The background to the change requirement had been necessitated by the removal of all graduation fees for students (in February 2019) and ensuing systems requirements. The recommendation for approval concerned: the retrospective conferral of all historic awards required as a result of changes in systems; the conferral of all eligible student awards annually either at a main congregation or via a "virtual conferment" process; and, a proposal to change the procedure for the conferral of awards *in absentia*. Senate agreed the proposal.

3. NSS Faculty Updates

Executive Deans had provided Senate, throughout the academic year, with brief verbal updates on the progress of their National Student Survey (NSS) 2018/19 Faculty action plans, focussing on key areas of activity where improvements were being made. Final updates were provided to Senate, noting expectations of positive results.

4. Learning and Teaching Building Update

Senate continued to be updated on the progress of the Learning and Teaching Building. Senate noted that a ministerial visit to the building had recently been hosted. The presentation to Senate included a series of slides detailing the interior design of the building.

5. ELIR Outcome

Senate was updated on the ELIR (Enhancement-Led Institutional Review) outcome, noting that the University had achieved the result of "effective" in its arrangements for managing academic standards and the student learning experience, the highest possible judgement. The technical report having now been received, Senate was updated on highlights from the report including a range of commendations and recommendations which the University had received. The Principal formally thanked all those who had contributed to the review

6. Principal's Report and Update

The Principal updated Senate on several matters of interest including:

Strath Union Annual Teaching Excellence Awards
The Principal congratulated teaching staff who had received Teaching Excellence Awards at the Strath Union 10th annual Teaching Excellence Awards (TEA).

Government Engagement
The University had hosted visits from a number of Ministers, including Richard Lochhead, Scotland's Minister for FE, HE and Science, Business minister Jamie Hepburn MSP, Lord Ian Duncan of Springbank UK government minister for Scotland and NI, and Sir Patrick Vallance UK government Chief Scientific Advisor.

7. REF Code of Practice

Senate noted the RKEC (Research and Knowledge Exchange Committee) report to Senate recommended Senate approval of the REF Code of Practice. Senate endorsed the recommendation.

8. Evidence-based Enhancement: Learning Analytics

Senate received a presentation on developments in Learning Analytics, noting that the University was leading collaborative cluster activity in this area in the Scottish H.E. sector. Senators took part in an online poll session on the Digital Footprint. Policy in the area of Learning Analytics was being developed and would be submitted to Senate.

<h2 style="text-align:center">Establishment of new Directorates</h2>

Introduction

1. The USCO is seeking Senate endorsement of the reshaping of the current Directorate of Student Experience and Enhancement Services (SEES) into two separate Directorates with effect from 1 August 2019: a **Directorate of Student Experience** and a **Directorate of Education Enhancement.**

2. The new Directorates will be located within the Office of the USCO.

Background and context

3. The SEES Directorate was established in 2009 to align the professional services supporting the student and academic needs of the institution. Since then, the Directorate has undertaken significant organisational restructuring to align delivery to the needs of our student and academic communities.

4. From 2014, the Directorate management team has been constituted of a Director and two Deputy Directors, the latter with local responsibility for Student Experience and Education Enhancement respectively.

5. Both areas of the Directorate are aligned with the strategic priorities of the institution. Operationally, however, the focus and mode of operation across the two areas is quite distinct, as follows:

   - Student Experience is focused on the enhancement of the student experience through *direct support for students throughout their learner journey*; supporting applicants, students and graduates at all levels of study, from pre-entry, on-course and graduation and beyond.

   - Education Enhancement is oriented towards the *development of academic processes and practice* and the enhancement of the student experience through the delivery of innovative learning and teaching, effective and supportive policy, quality assurance and academic governance.

6. The appointment of the former Director of SEES to the role of USCO in 2017 has provided the opportunity to consider the configuration of the directorate. Since then SEES has been led by the two Deputies in enhanced roles as Acting Directors.

7. The development of the University's vision for Strathclyde 2025 has created the impetus for further reflection on our ways of working to ensure continued and accelerated success in a dynamic external environment. In this context, the establishment of two directorates, working in partnership, offers the opportunity to enhance our support for a *distinctive and outstanding student experience*, by proactively addressing the requirements of a changing demographic and accommodating the diversification in the modes of educational provision articulated through our vision for Strathclyde 2025.

Supporting the Vision for Strathclyde 2025

8. The vision for Strathclyde 2025 outlines an ambitious plan for growth, with a significant increase in revenue generation. For education and student experience, this will be achieved through a reshaped student population, with higher numbers of PGT and PGR students, as well as greater international diversification. To realise these ambitions we must continue to raise and evolve the profile of the *Strathclyde Student Experience,* and of our distinctive *Strathclyde Online Learning* portfolio.

9. To meet our institutional vision for Strathclyde 2025, colleagues across the Faculties have outlined plans for increased revenue generation from student fee income through: (i) increasing the proportion of postgraduate taught and postgraduate research populations; (ii) increasing the diversification of our international population; and (iii) increasing the proportion of online, work-based and flexible delivery. To support these goals, the underpinning structures for the student-facing professional services must evolve.

10. The establishment of two distinct, but complementary, Directorates will create the opportunity to give profile and prominence to the two key spines of our strategy for an outstanding student experience in 2025; for the strategic enhancement of our education provision and our commitment to delivering a distinctive and outstanding student experience.

Benefits and Impact

Directorate of Student Experience

11. Student Experience is the broad description of the whole life student experience, what happens within classes, lectures, labs and those activities outside our students' academic endeavours to provide an enriching and engaging experience that promotes inspiration, ambition and success.

12. Building on our commitment to ensuring that we are the University of choice for a diverse population of future learners, are known for our inclusive, caring and socially progressive culture, with exceptional commitment to supporting the expectations and aspirations of our students, the Directorate for the Student Experience will:

    a. provide strategic leadership for delivery of a distinctive and outstanding experience for students throughout their Strathclyde journey;

b. create and communicate a clear vision for a 'We are the University of Strathclyde' student centred experience;

c. promote a collaborative and partnership approach at all levels, that is essential to the success of the development of an outstanding Student Experience.

13. The recent successful development of the Student Partnership Agreement, the formation and introduction of the Student Experience Committee are key initiatives to furthering collaboration with our students and ensuring that the student voice is present and heard. Enhanced partnership with Strath Union is essential to delivering shared goals and innovative practices in responding to the student voice.

14. Developing and aligning services to accommodate the dynamic external environment is translating to an increase in demand for specialist services. The new Directorate would highlight and promote the importance that the institution places upon investment to deliver impact and support all stages of the student learner journey.

15. The development of our career development and employability strategy will underpin our Education Strategy and ensure we are the go-to delivery partners for business and industry.

16. The prominent location of Student Experience in the new Learning and Teaching Building communicates a very clear message to our students, applicants and visitors that students are at the very core of the University within the heart of our campus.

17. The co-location of services, complemented by the recent integration of Accommodation Services within Student Experience will map to each stage of the student lifecycle, presents an exceptional opportunity for the accessibility and service within a creative and attractive campus, in an environment that demonstrates an enriching culture, celebrates diversity, promotes inclusion, and supports progression and ambition.

Directorate of Education Enhancement

18. Education Enhancement has a strong reputation for working collaboratively in partnership with multi-function cross-institutional teams, academic and professional leads. The team leads sector-leading developments in online education, creating a strong platform on which to accelerate the vision for Strathclyde 2025. Through *Strathclyde Online Learning* the vision drives the increase in our online postgraduate/undergraduate taught provision, work based learning and CPD. The model of support offered by Education Enhancement is central to the delivery of this vision.

19. The recent acceleration of Graduate Apprenticeship/Degree Apprenticeship delivery has provided an exemplar model for matrix working across the institution; the partnership development model offered by Education Enhancement provides the institution with the means

to coalesce and expedite the plans of Faculty and Department/School teams in a manner which makes most efficient use of resource, skills and expertise.

20. Through working to strategic priorities and co-ordinating the input of the right people at the right time, Education Enhancement has enabled the University to move forward with delivering our vision for growth under *Strathclyde Online Learning*, supporting Faculty teams to successfully bid for external funding.

21. Establishing a Directorate of Education Enhancement provides profile and focus for the further advancement of these strategic priorities for Education - promoting innovation in education provision and collaborative working across and between schools, departments and faculties. Through existing partnerships and working models, the Directorate will extend the integration of efficient and effective use of systems to support educational processes across curriculum development and delivery processes.

22. The Directorate will work with Faculties and other Professional Services to ensure the University is able to respond to a dynamic external environment and the leverage the opportunities that the Apprenticeship Levy and related sources of external funding can facilitate. Co-ordination of these developments across disciplinary areas will be key to ensuring efficient use of resource; consistent quality of student experience; and co- ordinated professional engagements with external partners.

23. The Directorate will ensure effective support and enhancement of the institutional infrastructure underpinning learning and teaching, aligned to the expectations of our academic governance processes, the Scottish Quality Enhancement Framework and the wider evolving UK quality assurance and regulatory environment, in line with external expectations for Enhancement Led Institutional Review.

24. The Directorate will work with Faculties and other Professional Services to ensure the University responds to the dynamic external environment and changing expectations of external stakeholders with respect to the nature and mode of higher education provision. The Directorate will lead the University's engagement with and response to this changing external environment, through an evidence-led, data informed, approach to enhancement of education policy, process and academic governance.

25. Through the focus on Education Enhancement, leadership, support and co-ordination will be provided for institutional priorities to include: horizon scanning in support of a diversified population, enhanced practice through learning analytics and evaluation, and extending institutional capacity through integrated staff engagement, support and development mechanisms.

Conclusion

26. The Professional Services ambitions and expectations for 2025 outlines enhancing effectiveness in all that we do by realigning resources to maximize service and delivery. The establishment of the two Directorates will ensure:-

   a. Enhanced modes of working, focused on consistency, efficiency and partnership with the Faculties and other Professional Services, supporting effective matrix working aligned to institutional priorities;

   b. Collaborative delivering of improved and coordinated support, strengthening institutional capacity and organisational resilience to align with the University's vision for 2025;

   c. Strong, resilient and supportive leaders and managers, able to identify and lead continuous improvement and effective change management to support strategic priorities;

   d. Identification of synergies with other areas of institutional business; and

   e. Effective succession planning within services, developing and investing in staff to enhance flexibility, business continuity and organisational resilience.

Recommendation:

Senate is invited to **endorse** and **recommend to Court for approval** the proposed establishment within the Office of the USCO, with effect from 1 August 2019:

- A Directorate of Student Experience; and
- A Directorate of Education Enhancement.

Student Experience supports the diversity and growth in our student community, with inclusive provision for students at all levels of study, modes of study, both off and on campus. Through the promotion and provision of appropriate and accessible support, the Student Experience enables student ambition, achievement and success, in alignment with the University's strategic priorities for education.

In supporting applicants, students and graduates at all levels of study Student Experience staff coordinate and manage services and support across every stage of the student journey -from enquiry and recruitment through pre-entry, on-course, graduation and beyond.

Student Experience is currently organised into the following groupings:

Access, Equality and Inclusion: encourage and support diversity, improve representation and promote equality of opportunity across the University. The Team delivers a wide range of engagement and outreach activity, taking a leading role regional collaborative projects supporting students and applicants from the SFC's 'at risk' groups such as refugees and asylum seekers, and specific groups such as school and college students with disabilities.

The team regularly reviews best practice on equality and diversity and regulatory compliance and supports the University's values and strategic developments, through partnerships with other service teams and departments/ schools/ faculties and with Strath Union.

Areas of work include:
- Supporting the successful implementation of the University Contextual Admissions   Policy to achieve widening access intake targets;

- Promotes the depth and reach of Widening Access activities, strategy and policy internally and within the sector;

- Leading and managing University implementation of sector recommendations from SFC, Universities Scotland, COWA and Commissioner for Fair Access;

- Lead on key high profile projects, locally in the Blueprint for Glasgow and nationally in SFCs new School's Engagement Strategy;

- Progression of institutional Equality and Diversity priorities- Athena Swan, Gender Action Plan, Equality Impact Assessments, Corporate Parenting, BSL Language Plan, Safeguarding policies and practice, LGBT Charter Mark and Equally Safe in Higher Education toolkit;

- Supporting UK and college articulations and transitions.

Accommodation Services: promote and manage the University Student Residences. The Service is responsible for letting and property management of over 1500 bedrooms on the campus. University Student Residences is dedicated to providing homes, which are safe, stable and secure for our students and which allow students to focus on their academic studies and to achieve their full

potential. The team actively support the wellbeing of residents through the Residence Life programme, which promotes a positive and supportive community in the student village. An out of hours service is also provided by night staff and on call team.

Areas of work include:
- Identifying and addressing the needs of the diverse range of students and customers, improving their experience by delivering a personalised and professional letting process;
- Providing support for students in distress and dealing with incidents within the residences, ensuring appropriate support team are included where necessary. Addressing the behaviour of residents following the University Discipline process;
- Sales, letting and allocation of student rooms. Working closely with Recruitment and International Office, Academic Departments and Student Experience Services to forecast demand and to manage the allocation process fairly and transparently;
- Developing and enhancing the residential experience through the delivery of the Reslife project. Coordinating events to help students in the transition into residences, promoting wellbeing and developing a community;
- Management of commercial residential accommodation during the summer months, accommodating University led business, summer schools and student group bookings;
- Facilities management of residences delivered in partnership with Estates.

Admissions and Student Lifecycle Services: have a key role in supporting the overall recruitment process, working collaboratively with RIO, Faculties and Departments to ensure offers made to applicants are compliant, fees assessments are accurately and swiftly undertaken, through to the final email advising applicants of the last stage of the application and offer journey to registration. The Admissions and Compliance Team receives and processes all applications for undergraduate and postgraduate courses in collaboration with colleagues in Faculties and departments, and ensures that admissions processes comply with external regulatory requirements such as UCAS, the fees regulations and, for international students, UKVI Tier 4 license. The team also ensures UKVI attendance and reporting compliance for registered students.

Student Lifecycle services provide an efficient and friendly service on a range of matters for both students and staff in the areas of essential administrative services for students from the point of application to the University until their graduation. Student Lifecycle Services delivers the core administrative support needed for the student record, including processing of exam board decisions, all aspects of a student's record and changes to study, and the accurate and timely provision of transcripts, degree certificates and associated documentation.

Areas of work include:
- Admissions processes for UG, PGT and PGR students;
- Fees status assessments;
- UKVI compliance assessment at admissions and registration;
- Management of student records, systems and data ;
- Exam timetabling and related exam support activities;
- Graduations, transcripts and awards.

Careers and Employability Service: dedicated to enhancing students' and graduates' career prospects, promoting the employability of our students and graduates through a range of support activities and events which enhance work experience and career opportunities

The Service works proactively with students, graduates, university staff and employers providing high quality, comprehensive careers education, information, guidance and job search consultancy for students, appropriate to their needs during their course and after graduation. The team is supporting ESC in the development of a University Employability Strategy and in collaboration with Strath Union is developing a Student Job Shop.
Areas of work include:

- Careers, work experience, graduate job search and employability advice and information for prospective students, students and graduates;

- Providing information, advice and support on employability and sector related matters to all faculties, academic departments and the wider university;

- Advice and information about postgraduate study, resources for international students and workshop delivery on the Researcher Development Programme;

- Provision of online and physical resources to support career development and employability skills and experience Careers and employability workshops delivered centrally and in departments as part of the curriculum;

- Promoting and managing a diverse range of employer events- presentations, workshops, campus recruitment fairs;

- Hosting and organising the national annual Scottish Graduate Recruitment Fair.

Disability and Wellbeing Service: offers an integrated approach to supporting students in the areas of mental health and wellbeing; disability; and general health advice and support. The Service provides support to students with a range of disabilities including, but not limited to, specific learning difficulties, sensory and physical impairments, mental health, Asperger's Syndrome, unseen disabilities and other medical conditions. Disability Support includes assessing the needs of a student, and advising departments about reasonable adjustments to teaching, learning and assessment. The Team advise University staff on how best to support their students, through advice, guidance and training.

Wellbeing and mental health support includes a range of therapies and supports for students experiencing wellbeing, mental health and emotional issues to enable them to engage productively with their studies enhancing their student experience and University life.

Areas of work include:
- One to one disability, mental health and wellbeing assessments and access to ongoing support including general health advice and support in accessing NHS services;
- Adjustments to learning, teaching and assessment, Assistive Technology support & infrastructure;

- Personal support assistance, communication support, study support, notetaking support, mentoring;
- Provision of an extensive range of support including counselling provision, cognitive behaviour therapy (CBT), group therapies, online mental health support programme, wellbeing workshops, groups and programmes;
- Training for staff and students, Student Peer-support programmes and policy development;
- On-campus Rape Crisis service.

Student Support and Development Services: provide a range of services based on the principle that personal and academic development go hand in hand and are central to the Student Experience. The work of the team directly supports student retention, international recruitment and widening access as well as enhancing the student experience overall. The Team support faculties and schools in scholarship distribution and management, improving activities and support for international students and recruitment, promoting learner development services (including Maths Skills Support and Study Skills), and providing support for faith and belief for students and staff.

Areas of work include:

- Student Financial Support: Hardship funds and emergency loan support for students, Scholarships, Advice and support on statutory funding issues (eg student loan);

- International Student Support: Immigration and general advice and support to students, International welcome and orientation activities, International Families Group;

- Learner development services: Study skills workshops and presentations for students, One-to-one advice on academic development including maths and stats development, supported study for maths and stats development;

- Chaplaincy: pastoral care, interfaith activities and events, celebrations of festival, University calendar events – e.g. Remembrance, Christmas service.

The work of Education Enhancement is directly aligned with the University's strategic priorities for education and the delivery of a distinctive outstanding student experience. Education Enhancement works in partnership with Schools, Departments, Faculties and companion Professional Services to deliver institutional strategic priorities for Education. Reporting to the USCO, the team works in partnership with the executive academic leads for education: the Vice Principal; the Deputy Associate Principals; and the Associate Principal (Learning and Teaching).

The team is currently organised into the following groupings:

Quality Assurance and Enhancement, including Senate: coordinating delivery of institutional quality assurance and enhancement activities aligned to regulatory requirements to support the highest quality learning, teaching and assessment experience for all of our students.

- Leading the institution's engagement with Enhancement Led Institutional Review;
- Continual monitoring, review, and refresh of institutional academic policy under Senate governance;
- Committee management for Senate and the strategic committees for education, including Senate Discipline and Senate Appeals;
- Review and oversight of all institution led review processes and annual monitoring commitments.

Learning Enhancement: supporting the continuous development and improvement of learning and teaching at Strathclyde, through effective use of technologies, staff development, and research-informed practice.

- Course design, staff development and project management for Strathclyde Online Learning, including: Graduate Apprenticeships (GAs), online postgraduate degree programmes and Massive Open Online Courses (MOOCs).
- Curriculum renewal and review, including effective use of assessment and feedback.
- Leading the implementation of the methodology for *Transforming the Experience of Students Through Assessment* (TESTA), aligned to Institution Led Review.
- Leading engagement with the QAA Scotland Enhancement Themes.
- Design and lead the Teaching and Learning Online module, within the PG Cert Learning & Teaching in Higher Education.

Graduate and Degree Apprenticeships: working in partnership with the strategic institutional team, academic directors and senior professional staff to ensure the University's successful engagement in delivering Graduate and Degree Apprenticeships (DAs).

- Leading and facilitating a co-ordinated approach to industry partnerships for graduate and degree apprenticeships to identify, develop and maintain productive working relationships with employers, representative and professional bodies and other agencies engaged in the development of GA and DA provision across the UK.

- Leading a co-ordinated and planned cross-institution implementation plan for graduate and degree apprenticeships, incorporating support for procurement/external funding, resource planning, programme management and external reporting.

Student Surveys: co-ordinates and manages survey promotion, implementation and analysis across a range of internal and external surveys, including those underpinning the institutional KPIs 3 and 4.

- Co-ordination and support for the institutional Learning and Teaching Improvement Framework.
- Analysis, monitoring and reporting on the NSS, (forthcoming) Graduate Outcomes, Postgraduate Taught Experience (PTES) and Strathclyde Undergraduate Survey (SUSS).
- Leadership and co-ordination for the institutional module evaluation implementation.

Myplace Development & Support: leading and co-ordinating development of the institutional Virtual Learning Environment (VLE) in line with strategic priorities and academic drivers in partnership with Information Services Directorate.

- Provision of specialist advice, guidance and support to academic and professional service users, through Helpdesk, individual support and good practice sharing.
- Bespoke training tailored to departmental requirements.
- Integrated support with Learning Enhancement to deliver effective practice sessions tailored to academic need (e.g. assessment and feedback, group work).
- Technological guidance and advice for effective use of companion learning technologies (including video, audio, collaborative platforms).

Strategic projects: the team provide leadership, support and coordination for strategic projects under the Education Strategy Committee priorities and project implementation framework; and education systems projects supported through Digital Campus Sub-Committee. These include:

- Learner Experience Framework;
- Research Interns @ Strathclyde;
- Learning Analytics;
- Learning & Teaching Building project;
- Electronic Management of Assessment;
- Lecture Capture pilot; and
- Digital assessment.

Court Business Group Report to Court

The following items were discussed by Court Business Group on 7 June 2019 and are provided here for Court to note.

1. TIC Zone Development within the Glasgow City Innovation District

The Chief Commercial Officer (CCO) outlined for Court Business Group (CBG), ahead of presentation to Court, plans for development of the TIC Zone, noting the success of the TIC and wider Glasgow City Innovation District to date and resulting surplus demand for the kinds of facilities offered by the TIC. Design feasibility work had been completed. An intended funding package was outlined. Approving the next stage now would enable momentum on the project to be maintained.

Discussion centred on the required levels of debt and depreciation costs. It was noted that work to provide reassurance on debt servicing and repayment was built into the project plan and would follow shortly. There would be opportunities for Court to examine these issues in detail and re-assess the wider project following the approval of completion of Design Team services, as requested in the paper.

CBG recommended that Court grant approvals as set out in the paper, to tender for all remaining stages of the Design Team Services up to completion and handover for the TIC West and TIC East and for the release of funds **[Reserved]** for the next concept design stage.

2. Renewed University Investment Fund

The CCO outlined the nature of and motivations for a request to renew the University Investment Fund **[Reserved]** Investment of the initial fund **[Reserved]** had resulted in positive returns for the University and good survival rates for the businesses invested in. The renewed fund would enable support of the existing portfolio while allowing diversification of the University's investments.

Members sought clarity on the notion of 'extending' the fund and were informed that the requested allocation would replace funds that had already been invested. **[Reserved]**

CBG recommended the proposal for approval by Court.

3. Alumni & Development: fundraising

The Head of Alumni & Development gave a presentation on major donor relationships with the University. The presentation included examples of individual donors, foundations and corporate partners.

CBG offered comments on the presentation ahead of its delivery to Court.

4. 2019-20 Budget, Financial Forecasts & Annual Plan

The Acting Chief Financial Officer (CFO) gave an overview of the budget and financial forecasts. The University was targeting an operating surplus of **[Reserved]** in 2019/20.

CBG members noted challenges in the external context, notably the influence of USS pension costs, which were expected to rise significantly, although with possible downward adjustment in the future, subject to on-going valuation processes. Members noted that the budget and forecasts reflected good financial stewardship in challenging times.

CBG noted that there had been a significant increase in offers to international student applicants over the last year and emphasised that it would be important to convert these offers into acceptances and thus realise the associated revenue.

CBG offered advice on the presentation ahead of it delivery to Court, including the need to clarify the source of overall budget projections in Faculty projections.

The Director of Strategy & Policy noted that the annual plan was provided to Court in fulfilment of a requirement of the Scottish Code of Good Higher Education Governance.

5. **Q3 Business Report 2018-19**

The Acting CFO and the Director of Strategy & Policy gave a brief summary of the Q3 Business Report, which showed a surplus close to the targeted level in the budget. Additional costs had been added as a result of external factors, in particular on-going changes to the USS pension scheme. Other costs had been carefully managed. Cash balances were higher than anticipated, as a result of management of estates activity.

The awarded value of research funding already stood at a higher level than the total for the previous year. Growth in international research postgraduate (PGR) recruitment was strong and had led to a change in categorisation of the PGR international recruitment KPI from red to amber. Recruitment of home PGR students remained challenging and, as a result, the overall PGR KPIs remained red.

A fall in retention levels for widening access students (MD0-20) was noted, but this effect appeared to be limited to 2017-18 recruits.

Discussion centred on the level and value of stretch targets. Challenging targets such as those for PGR had stimulated creative approaches which had brought significant progress.

6. University of Strathclyde Students' Association 2019-20 Budget

The Acting CFO briefly introduced the USSA budget, which was to be presented to Court by the USSA President and CEO. CBG members noted the budget and suggested that USSA be asked for more information on the financial controls put on place by USSA's trustees.

7. Draft Court Agenda, 18 June 2019

CBG approved the proposed agenda.

Report to Court from Audit & Risk Committee

The Audit & Risk Committee met on 22 May 2019.

The following items were discussed by the Audit & Risk Committee and are provided here for Court to note:

1. Matters Arising
ARC had requested an update on the progress of the Maintenance Plan following its consideration by Estates Committee.   However, management changes within the relevant area had delayed the progression of the Plan which was now due to be considered at the August meeting of Estates Committee. The ARC expressed concern at a further delay.

2. Business Continuity Management
The Risk and Resilience Manager updated the Committee on the progress of the Business Continuity Management (BCM) programme since the last presentation to ARC in May 2018.   Several key documents, including the Business Continuity Management System, Roles and Responsibilities Training Matrix and Disruptive Incident Form had been developed to support BCM Policy implementation and agreed by the Incident Management Team.   A more formalised management system was now in place and an Incident Response Team, handling each type of incident, was being developed. Training for the various roles was being developed, beginning with an online awareness raising course for new staff.

Three Incident Response Plans had been completed and a further four plans were underway with one having been exercised in June 2018 and another due to be exercised shortly. Lessons learned from the exercises were fed back into the plans. Members noted that it had not been possible to compress the six-year planned work programme and indeed, given the expanding remit, the plan would now take longer to complete.

3. External Auditor's Audit Planning Report 2018/19
The External Auditor explained the proposed approach and scope for the audit of the 2018/19 Financial Statements which were in accordance with the requirements of the auditing standards and other professional requirements and also aligned with the Audit & Risk Committee's service expectations. The Committee would be kept abreast of any changes to the planned approach.

The key issues, considering relevant market factors coupled with the operational, finance, and business risks which drove the University's financial statement risks, were considered to be:
- Risk of fraud in revenue recognition
- Risk of management override of controls
- Accounting for pension obligations
- Accounting for valuation of capital development programmes
- Accounting for defined benefit obligations
- Senior officer disclosures

It was noted that the 2017 valuation of the USS scheme had resulted in a substantial increase in the deficit contributions, which would significantly impact the value of the provision for 2018/19. The 2018 valuation was in progress but was unlikely to be agreed before the financial year end. Members also noted that the 2018/19 SFC accounts direction was awaited, which may require additional disclosures relating to Senior Officers and / or a change to existing disclosure requirements. HMRC had also communicated a change to the taxation treatment, from April 2019, of accommodation benefits for heads

of institutions provided by universities under the "custom and practice" treatment. An exercise was being completed to determine the impact of these changes.

The Audit & Risk Committee considered and **approved** the proposed approach for the audit of the 2018/19 financial statements.

4. IAS Activity Report
The Committee noted progress against the delivery of the Audit Plan for the current academic year which was on track to be completed in time for the final reports to be considered at ARC in September.

Following a previous action from Audit & Risk Committee, the External Auditor had hosted a data analytics workshop for IAS. This had been a useful session which provided IAS with an enhanced understanding of the External Auditor's audit approach and the potential challenges associated with implementing data analytics as part of the internal audit methodology.

5. Review of Partnerships
Members noted the Report on the review of Partnerships and the overall grading of reasonable assurance. Numerous examples of good practice had been noted, particularly in relation to collaborative education. Five risk areas had been identified, two medium risk and three low risk leading to seven recommendations.

6. Review of Major IS Projects
Members noted the Report on the review of Major IS Projects and the overall grading of reasonable assurance. The main focus of the review was to understand and assess the procedures, processes, and internal controls in place for the identification, approval, management, delivery, and reporting on a sample of IS projects. Nine risk areas were identified, four medium risk and five low risk leading to eighteen recommendations, along with several areas of good practice.

7. Review of Student Residences
Members noted the Report on the review of Student Residences and the overall grading of reasonable assurance. Ten risk areas had been identified, four medium risk and six low risk leading to twenty four recommendations. The Committee noted that the recent move of the Residences function to the SEES Directorate provided an opportunity to review and refresh the Residences Strategy and consider the governance arrangements.

8. Review of Staff Induction
Members noted the Report on the review of Staff Induction and the overall grading of limited assurance. The review considered the induction process for new staff and also for current members of staff promoted into a 'Head of' Departmental or School management position. Ten risk areas had been identified, three high risk, four medium risk and three low risk leading to twenty recommendations. The Induction process was delivered in two parts; a central induction organised by the HR Directorate and a devolved local induction for which HR provided a framework. The high risks identified concerned delivery and monitoring of the locally delivered parts of staff induction.

It was noted that the devolved nature of induction meant that practice varied widely and it was therefore difficult to extrapolate issues found beyond the sample used. Steps were already being taken to improve communication and monitoring, particularly in the area of health and safety induction, with Occupational Health, Safety and Wellbeing being involved from an earlier stage to enhance the monitoring of induction activities.

The consideration of the cascade of communications and of responsibility would be a top priority for the CPO and interim Director of HR. A response to the issues raised by the review, from the Executive, would be brought to ARC in due course.

9. 2019/20 Internal Audit Plan
It was noted that Members had met with staff from IAS to discuss development of the Plan for 2019/20 and that feedback from this session had been incorporated in the version now presented to the Committee. The Audit & Risk Committee **endorsed** the 2019/20 Internal Audit Plan.

10. Public Interest disclosure (Whistleblowing) policy
Members noted that the Public Interest disclosure (Whistleblowing) policy had been updated in light of experience, evolving best practice, the establishment of new senior officer roles and a recent benchmarking exercise. ARC was invited to consider and comment upon the draft revised policy and associated guidance. The final draft would be considered for approval by ARC at the September meeting.

11. Tender for External Auditor – process and timetable
The Audit & Risk Committee **endorsed** the planned process and timetable for the tender process for appointing the External Auditor. It also agreed to delegate authority to the Selection Panel to identify the successful firm and to recommend the appointment to ARC, noting that the composition of the Selection Panel would be considered once the membership of Audit & Risk Committee for 2019/20 was confirmed.

Enterprise & Investment Committee (Annual Report)
[RESERVED ITEM]

Report to Court from Estates Committee

The Estates Committee met on 28 May 2019 and the following items were among those discussed:

For Approval by Court:

1.   TIC Zone Development within the Glasgow City Innovation District

The Committee received a presentation by Mr Adrian Gillespie, Chief Commercial Officer, regarding the expansion of the TIC Zone, which would be the first major investment into the recently launched Glasgow City Innovation District. The Committee was also asked to approve funding for Design Fees up to stage 2, to support preparation of the Full Business Case for November 2019. It was noted that the existing TIC and Inovo buildings had delivered a step change in the University's reputation and had supported significant growth in research, industrial collaboration and investment. Those buildings were now at capacity and unable to accommodate further growth.

The detailed vision for the new TIC Zone development was illustrated. This would create a world leading innovation and research hub at the core of the Glasgow City Innovation District, attracting new R&D co-location investment from the public and private sectors and strengthening of the University's position as a centre for nurturing start-ups and established businesses that would generate economic growth for the city and for Scotland.

To date, six clusters had been developed, these being Industrial Informatics, Space, Fintech, 5G & Comms, Health Tech and Quantum. These clusters would be based on areas of recognised research strength, pre-existing industry engagement and on sectors with strong growth potential. It was stated that the leadership and stakeholder groups for each of the clusters had already been confirmed and that the business models and income streams were being developed and finalised.

[Reserved]

The next steps in the project include the conclusion of the Scottish Enterprise Memorandum of Understanding, securing the GCC approval to proceed with the GAM funding option and the referral to Court for approval of the Design Budget for the development of the project to Stage II (Outline Design).

It was noted that this proposal had been discussed and approved by the Executive Team and approval was now sought from the Estates Committee, prior to seeking Court approval. **[Reserved]**

The Committee highlighted the need to ensure that consideration of the running costs and adaptability of the buildings was included in the design work. The Committee was assured that the

development of the Stage 2 Design with our partners would incorporate the necessary flexibility into the proposals.

The Committee concluded by stating its full support of the proposals and welcomed this ambitious and exciting project. The Committee agreed to **recommend** to Court that

1. Estates Services be approved to proceed to tender for Design Team Services for the TIC West and TIC East proposals and,
2. **[Reserved]**

For Noting by Court:

2. Heart of the Campus Update

The Committee was shown a series of illustrations of the proposed developments to the Rottenrow site, covering the key aims of the project, namely that of placing pedestrians first, improving disabled access, re-landscaping the gardens, connecting the campus, enhancing student and staff wellbeing, improving safety, security and accessibility and making the entrance points more visible and welcoming. Some of the specifics which were highlighted included creating a graduation photo space around the existing arch, enhancing the 'nappy pin' sculpture to make more of a feature within the gardens, re-using sandstone blocks which were salvaged from the original Rottenrow Maternity hospital, planting more trees, enabling Wi-Fi and installing CCTV. The project was planned to be carried out in three phases, due in part to the disruption likely to result from the works.

There was a discussion regarding the absence of a covered walkway from the proposals and draft Stage 3 Report. This walkway had formed a part of early discussions with Senior Officers. The Committee was keen that this option be investigated further.

In conclusion, the Committee acknowledged the direction of travel and encouraged further finessing prior to conclusion of the final draft design. The Committee also endorsed the intention to follow up discussions regarding the re-introduction of a covered walkway across the gardens. These should be progressed in consultation with the Campus Identity Working Group and the final Stage 3 design, once drafted, should be shared with the Campus Identity Working Group/Senior Officers followed by submission to Estates Committee.