

Annual review of the effectiveness of Court: Session 2019/2020

1. Introduction

All Boards and Governing bodies should regularly review their effectiveness, and the Scottish Code of Good HE Governance requires the Courts of universities to do so annually, and, in that context, both to measure compliance with the Code and performance against Court’s Statement of Primary Responsibilities. At its meeting in June 2015, Court agreed that it should consider an evaluative annual report on quantitative and qualitative aspects relating to the conduct of Court and its committees in the preceding academic year, as set out in the diagram below, and that a summary should be included in the Annual Report & Financial Statements.

This is the fifth such report and it is published on the University’s website and it covers the period from 1 August 2019 to 31 July 2020.

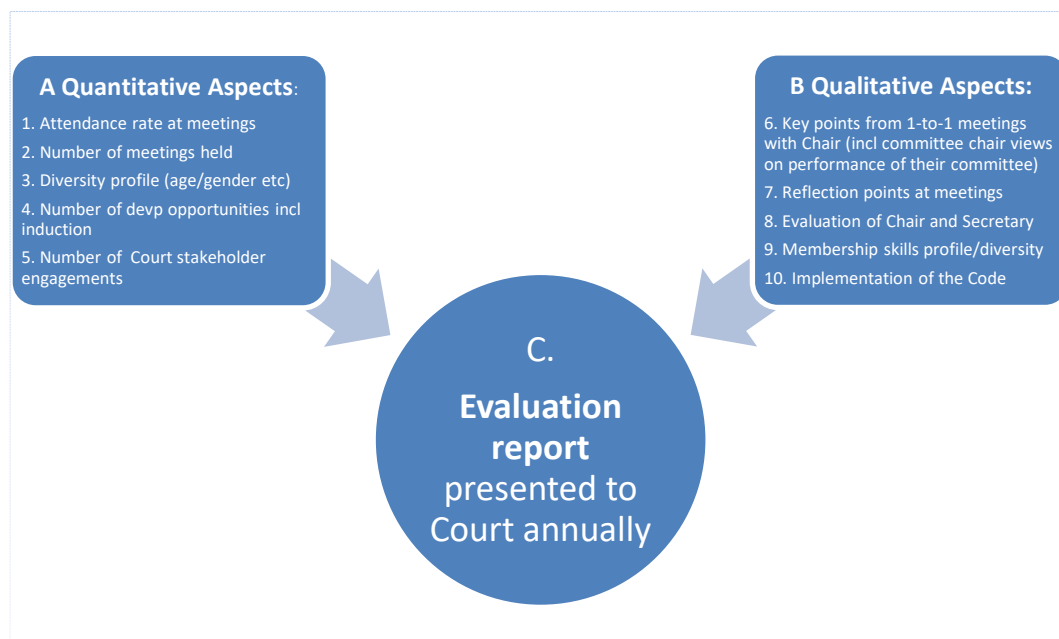


Fig 1: Approach to Annual Court Effectiveness Evaluation at Abertay

2. QUANTITATIVE MEASURES

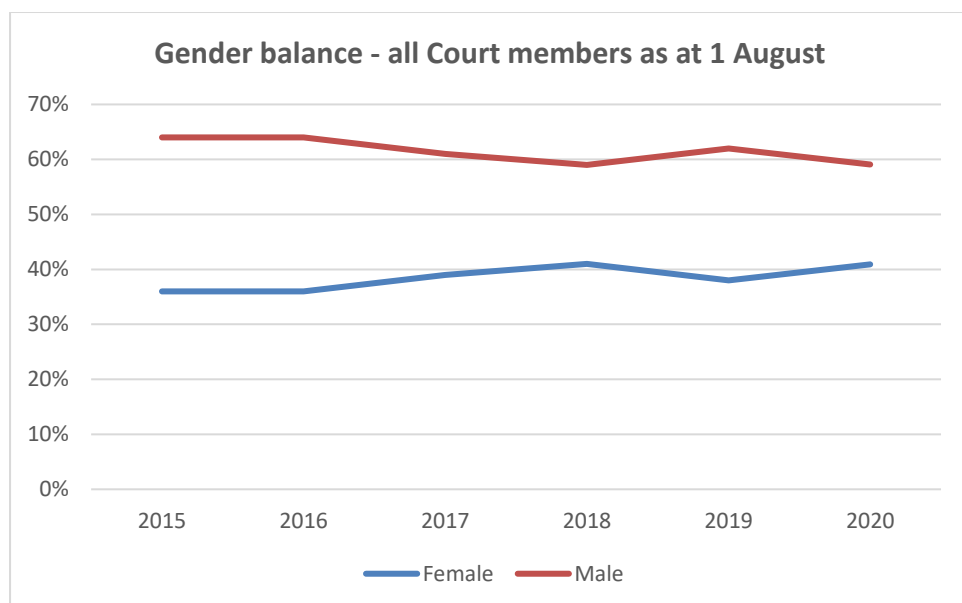
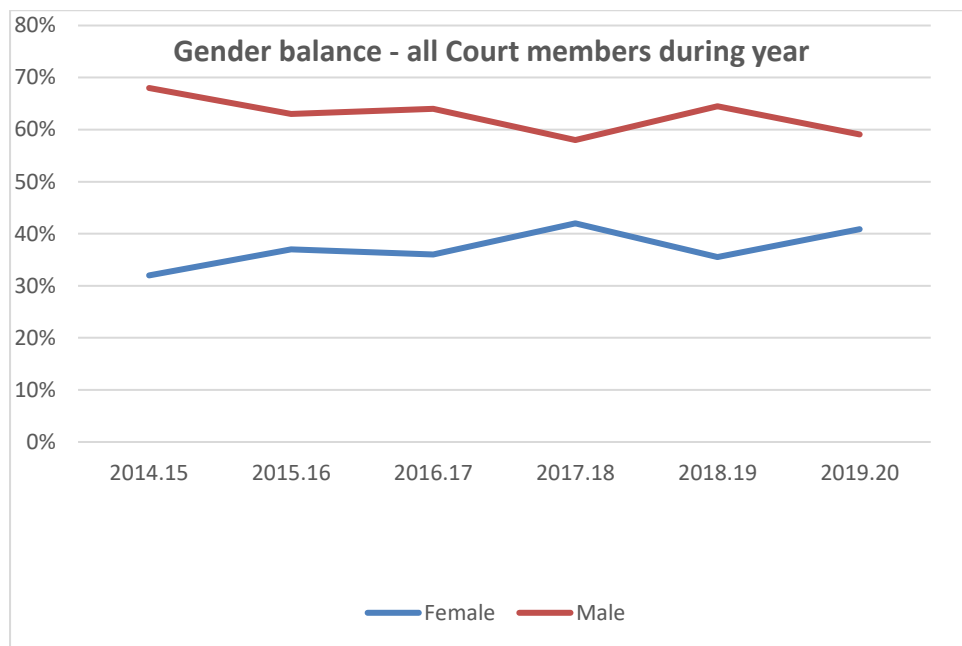
A. Meetings and attendance

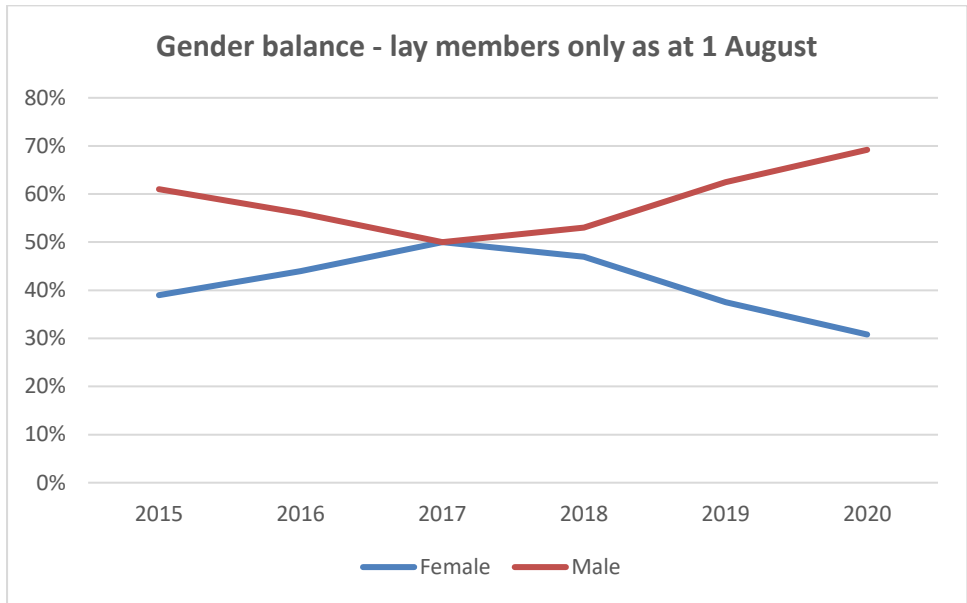
Session 2019/2020 was disrupted by the emergence of the COVID-19 global pandemic, which necessitated the transition from in-person to online meetings. Court met on five scheduled occasions in the academic session with one additional meeting held to ensure that Court was kept briefed about the impact of the pandemic on students and staff. Three of these meetings were

conducted in-person/on-campus and three meetings were conducted via Microsoft Teams™. There were four meetings of the Finance & Corporate Performance Committee, two of which were conducted online. The Governance & Nominations Committee and the People, Health & Equality Committee met four times, with one meeting conducted online each. There were also four meetings of the Chair’s Committee, two of which were held virtually. The Audit and Risk Committee met three times (once virtually) and the Remuneration Committee met on two occasions, where one meeting was conducted via Microsoft Teams™. Compared with session 2018/19, attendance at Court and its committees improved from 84% to 86.4%.

B. Membership profile

Gender Balance:

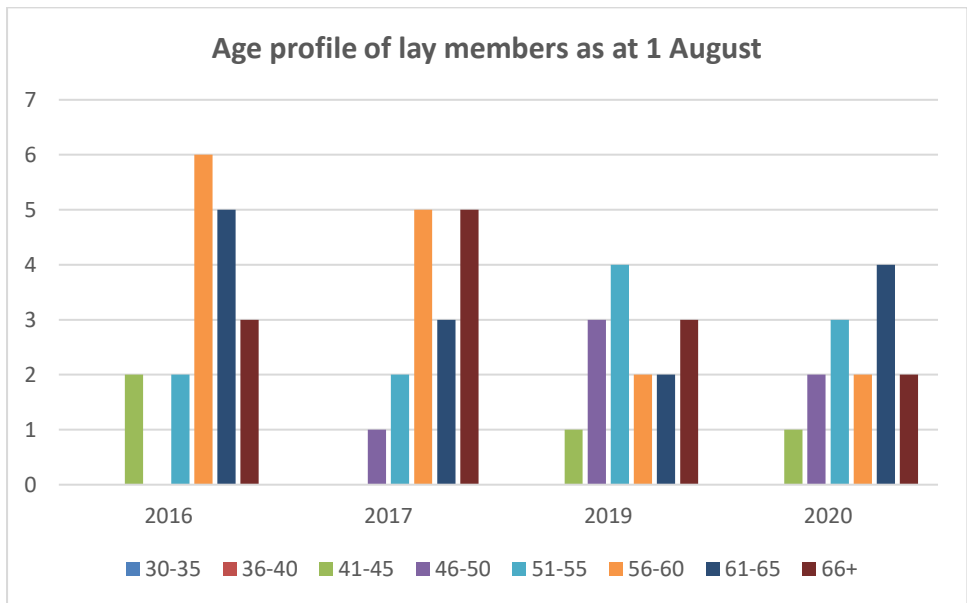




Summary:

The gender balance overall and for lay members (the membership appointed directly by Court) had been improving in terms of balance between men and women but has changed again (see section later Diversity).

Age profile of independent (lay) members:



Summary:

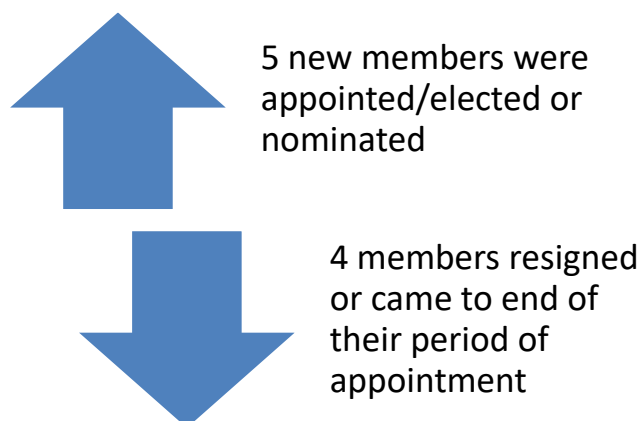
The age profile of lay members (those actually appointed by Court) in recent times had come to cover a wider range than in previous years when it had been skewed towards those aged 56 and over. This position has reversed and will require to be addressed as the University seeks to appoint new lay members.

New appointments:

During the session (1 August to 31 July 2020), there were changes in membership, as follows:

- 2 independent members stepped down. 1 stepped down at the end of their term of office, having reached their maximum 3 terms of office and 1 resigned during their term due to pressures of work related to the COVID-19 global pandemic.
- 1 staff governor stepped down, having left the University's employment.
- 2 new staff governors, nominated by the trade unions, became members under the new governing order.
- 1 new staff governor, nominated by the University Senate, became a member.
- The Student President and the Student Vice-President became nominated members under the new governing order. The Student Vice-President subsequently demitted office for personal reasons.

In summary:



Development opportunities:

- All new members had an induction delivered by the University Secretary.
- 5 members attended external development events run by Advance HE (formerly the Leadership Foundation for Higher Education) for new Scottish governors.
- Visits to parts of the University also contributed to individual members' development (see below) by giving them first-hand insight into activities.
- Court members took up the opportunity to attend meetings of Senate, which help to inform Court of the core academic business of the University

Engagement with stakeholders:

Prior to the curtailment of on-campus activities by the coronavirus pandemic, the majority of members of Court participated in the following formal engagements with a range of stakeholders:

- Annual residential conference with senior managers and the University Chancellor
- School of Design & Informatics
- Second annual public stakeholder event
- Attendance at prize-giving events and participation in graduation ceremonies in November 2019
- Public events at the University such as professorial lectures, exhibitions, etc

3. QUALITATIVE MEASURES

Diversity:

Court aims to have a diverse membership in terms of gender. For those positions appointed by Court (i.e., the independent or lay members) it aims to have at least 40% male or female and must have the objective – under the terms of the Gender Representation on Public Boards (Scotland) Act 2018 – of having 50% women among independent members.

In session 2017/18 the objective of gender balance of 50%/50% was met for the lay membership; however, the changes during session 2018/19 in terms of departures and appointments meant that the balance was again skewed towards men. During session 2019/20, two female members (one lay member and one nominated member) demitted office, affecting the gender balance still further.

On age profile amongst lay members, the skewed picture of a few years ago (where the majority of members were over 60) had improved such that there was more even spread of age range. During 2019/2020, however, the position reversed slightly and there are six lay members over 60, compared to eight under 60.

Court intends to advertise the two lay vacancies arising as of 1 January 2021 widely, and to address the gender imbalance by appointing women to both positions. Court should also seek to address the age range by seeking members in the range below the age of 40.

Feedback from members at meetings of Court and with Chair

During session 2019/20, it was agreed that the Students' Association President should have a standing agenda item to report to Court on SA matters. Lay members have also sought clarification as to why some, but not all, committees of Court had co-opted external members and whether this could be an additional means of identifying future lay members. Other areas for further exploration identified by Court members included a separate induction with the Chair of Court for new members and the introduction of a 'buddy' system with Deans of School/Directors of Service. This could have the effect of drawing out members' experience which is not always used by management. Finally, members have suggested not returning to face-to-face meetings on campus, post-COVID, as a means of making time, financial and efficiency savings.

Chair's discussions with members

The Chair seeks, so far as practicable given the time pressures on all concerned, to meet individually with Court members each year. The Chair is always available to discuss any issues or concerns that any member of Court may have. In normal circumstances such discussions (which are not common) typically take place around scheduled Court or committee meetings. During 2019/20, discussions have taken place by phone or using other electronic means of communication. The Chair has then followed up on any issues identified, as appropriate.

The Chair also has a programme of formal discussions with Court members. This session, given current restrictions it has unfortunately not been able to hold these on a face-to-face basis and they have taken place using electronic means of communications. Those meetings which have taken place this year have been with members who joined or were nominated to the membership in 2019.

Those with whom the Chair had held discussions had wanted to join Court for a variety of reasons, but all expressed considerable enthusiasm for their involvement with the University. They felt well supported in their role as Court members and welcomed the volume and depth of information made available to them. A number responded very positively on the willingness of the executive team to clarify matters and respond to requests for information both before and in meetings. The timely delivery of papers and the use of executive summaries highlighting key points of information were welcomed.

Joining any organisation is a significant commitment and all welcomed the induction they were given, though one member suggested that a specific discussion with the Chair of the committee they were joining would probably be beneficial to better understand the committee's programme of work and what decisions had been made in the recent past. All, however, felt closely involved in both the work of the committees they joined and Court. They commented positively on the amount of information made available to Court members about the steps taken and processes introduced by the University to deal with the COVID-19 pandemic and felt that the University executive welcomed feedback and positively acted on that feedback in relation to the action taken to deal with COVID-19.

In normal circumstances, Court members would regularly be on-campus in the University which allows them both formally (at meetings) and more informally (over coffee or lunch or just a brief chat in a corridor) to speak to staff and students. Such meetings having been made impossible by COVID-19 restrictions, 3 sessions have been convened (2 with staff and 1 with students) involving Court members. As it was not feasible to involve all Court members in these sessions, the chairs of committee took part in the sessions. The purpose of these was to allow the Court members involved to obtain a sense of how well the action taken by the University to deal with the pandemic was working and to identify whether there were any policies approved by Court which needed to be adjusted or indeed whether new policies were needed.

Evaluation of effectiveness of Chair

Following the designation of one independent member as the Court 'Intermediary' and in line with the agreed procedure, there was an opportunity at the meeting of Court in February 2020 for the Intermediary to lead a discussion on the effectiveness of the Chair. The context for this discussion was the Court-approved 'Chair of Court: Role and Responsibilities' paper. Members of Court confirmed that they felt that the Chair was very effective in his role.

Engagement with stakeholders

All Court members, especially independent members, had opportunities to meet informally with staff and students of the University and other interested parties. Members particularly valued opportunities to meet students and staff whom they might not encounter at regular Court or Committee meetings. Since the move to online governance in April 2020, members have held two informal meetings with staff to discuss the impact of COVID-19. A similar meeting with students is being planned. Further opportunities are being considered for engagement of this kind, to enhance the visibility of Court and assist the development of Court members.

New methods - adopted in 2015/16 to increase the engagement with stakeholders – continued in session 2019/20. Specifically, Court members (especially lay members) were invited to attend meetings of Senate as observers and similarly Senate members were invited to observe Court meetings. During the session, five staff members attended Court meetings as observers. It had been further agreed that a member of External & Corporate Relations staff attend meetings of Court and its committees, to produce a regular report for all staff on committee matters.

Meeting the principles of the Scottish Code of Good HE Governance

The revised Code was published in October 2017 and work was undertaken, overseen by the Governance & Nominations Committee, during 2017/2018 to map current practice against the revised Code and identify areas for action. During session 2019/20, the Governance & Nominations Committee reviewed the following Court documents in the context of the Scottish Code of Good HE Governance:

- Role of Chair of Court
- Role of the Court Intermediary
- Role of the Secretary
- Role of the Principal

The second annual public stakeholder event took place in February 2020. This event was hosted by the Chancellor of the University and the Chair of Court and served as the launch for the new University Strategic Plan 2020-2025. The Principal also delivered a presentation about developments at the University followed by an open question and answer session. More than fifty people attended from the local community and from amongst staff and students of the University and members of Court.

Implementation of, and compliance with, the Scottish Higher Education Governance (Scotland) Act 2016

Significant work took place during session 2018/19, through the Governance & Nominations Committee, to implement the requirements of the above Act. The Act required a number of substantial changes to the governance of the University including a new statutory instrument (governing order) for the University and associated new rules for the nomination of new categories of member of Court and the establishment of a new Senate membership. The new governing order was developed by the Scottish Government Legal Directorate in partnership with the University (University Secretary and University legal advisers) and was approved by Court, by the Privy Council by the Scottish Parliament and by the Office of the Scottish Charity Regulator allowing it to come in to force on 1 September 2019. During session 2019/20, Court has considered and approved consequential revisions to the Standing Orders of Court and the Scheme of Delegation, as well as rules for the election of staff and students to Court.

Meeting the primary responsibilities

An audit of corporate governance and whether the University met the requirements of the Financial Memorandum with the Scottish Finding Council was conducted by February 2019 and reported to the Audit & Risk Committee. A number of elements of good practice were identified, as were areas for improvement in relation to:

- Explicit mention of compliance with the SFC Financial Memorandum within the Scheme of Delegation of Court and the Statement of Primary Responsibilities;
- Consistent use of Action lists and annual workplans for all committees of Court

These recommendations were implemented during 2019/20.

4. SUMMARY EVALUATION

Based on the above, there can be confidence that Court continues to be effective. There are some further areas of focus for session 2020/21, which include ensuring new members of Court are fully inducted and supported; and improving diversity further in terms of gender, ethnicity and age profile.

November 2020

Revised post Governance & Nominations Committee and Approved by Court February 2021