

Annual review of the effectiveness of Court: Session 2014/15

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 (see appendix). 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 first such report, which has been prepared by the Secretary with contributions from the Chair of Court. Members of Court are invited to agree that it is an accurate evaluation of Court's effectiveness in 2014/2015.

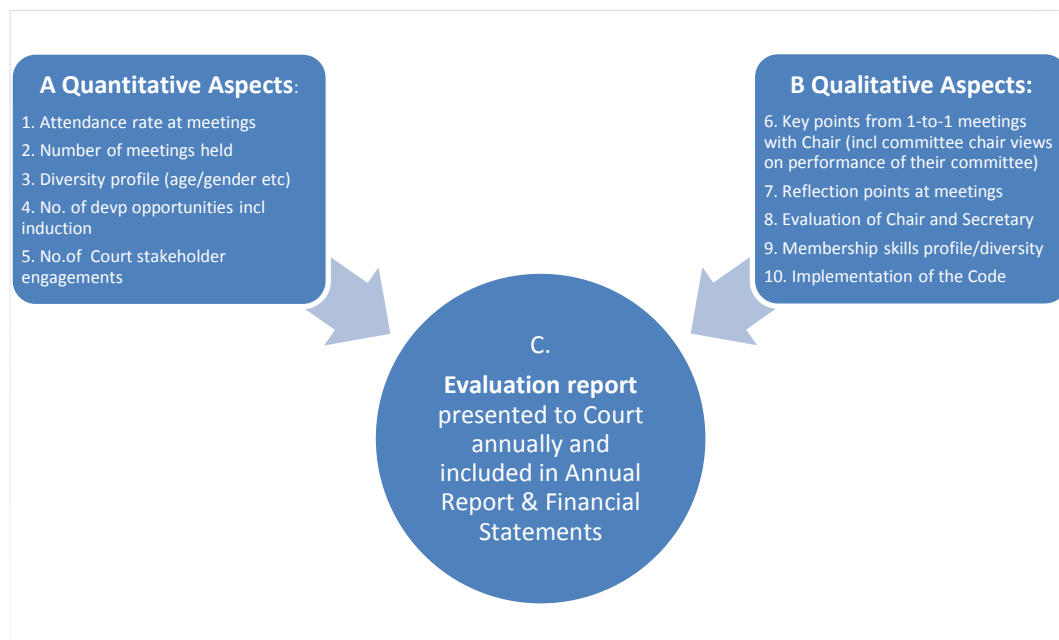


Fig 1: Approach to Annual Court Effectiveness Evaluation at Abertay

2. QUANTITATIVE MEASURES

Meetings and attendance

Court met on five scheduled occasions in the academic session 2014/15. There were no special meetings requested or required. Five of the six committees of Court also met five times each, in advance of the Court meetings; and the Remuneration Committee met on two occasions. Compared with session 2013/14, attendance at Court, Audit Committee, Finance & Corporate Performance Committee, Governance & Nominations Committee and Chair's Committee improved overall.

Membership profile

Gender Balance:

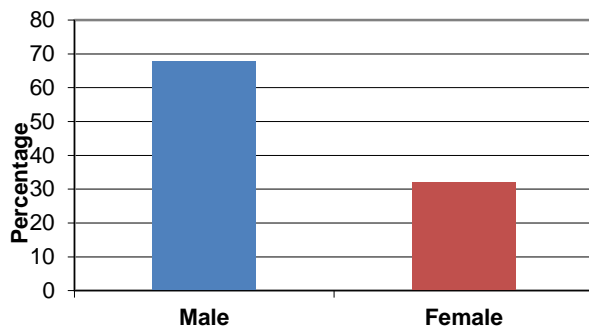


Fig 2 (above): Gender balance among all members in post during the year

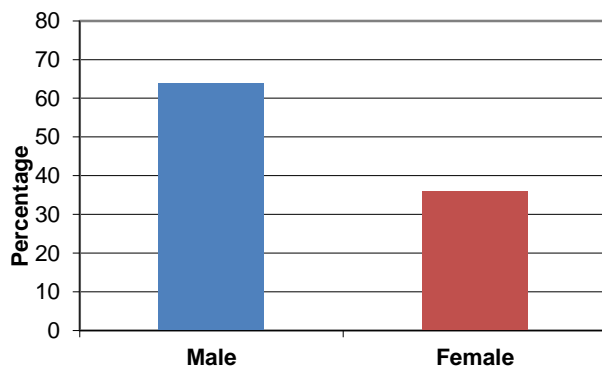


Fig 3 (above): Gender balance among all members of Court as at 1 August 2015

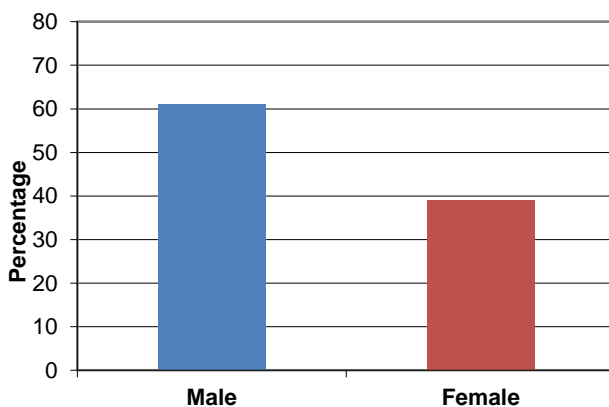


Fig 4 (above): Gender balance amongst independent members of Court as at 1 August 2015

Age profile of independent members:

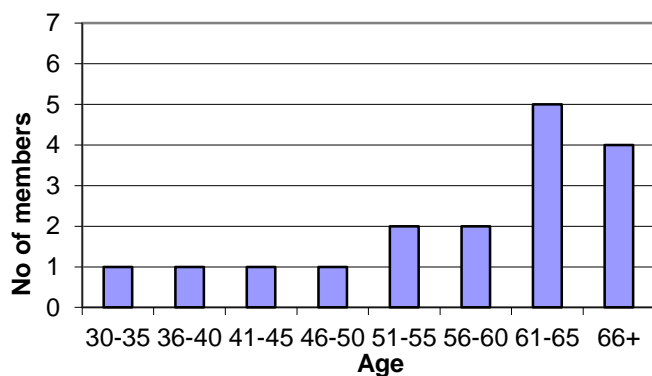


Fig 5 (above): Ages of independent members of Court as at 1 August 2015.

Background of independent members:

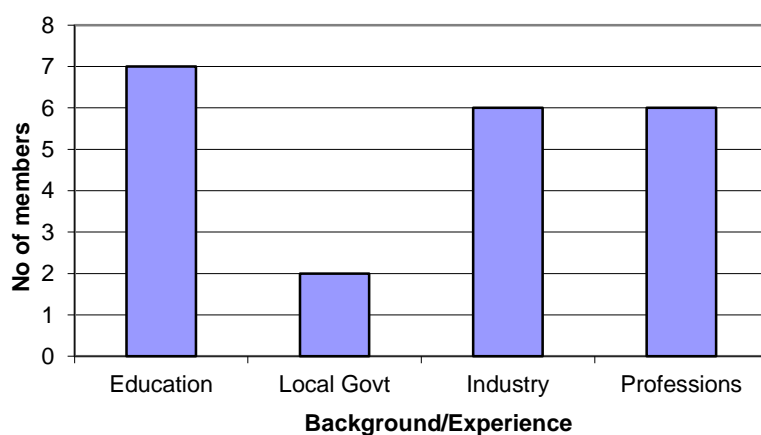


Fig 6 (above): Main background/experience of independent members of Court

New appointments:

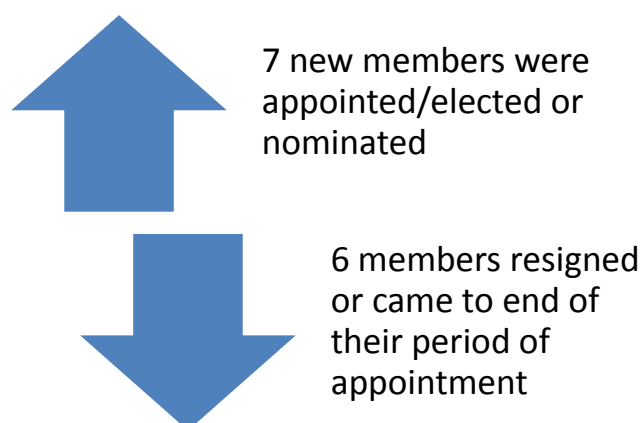
During the session (31 July 2014 to 1 August 2015), there was a significant level of change in membership as follows:

- 1 independent member came to the end of his period of appointment;
- 1 independent member resigned owing to pressure of full-time work;
- 1 elected staff member came to the end of his period of appointment;
- 1 elected staff member left the University a few months after being elected
- 1 member nominated by Senate came to the end of his period of appointment;
- the Student President came to the end of her period of appointment

The person who was elected from the academic staff resigned from employment at the University shortly after being elected to membership of Court and a second election was required and completed.

There were two formal appointment processes for new independent members of Court in October 2014 and in May 2015; and two staff elections were conducted as well as a nomination process through Senate. By the end of the academic year on 31 July, all 25

membership places were filled, although 2 new members –had not yet attended any meetings (1 independent member and 1 elected member). In summary:



Development opportunities:

- 5 new members had attended a formal induction briefing provided by the University Secretary and Corporate Governance Manager by 31 July.
- The incoming Student President for 2015/16 attended the annual Court residential conference and 2 Court meetings as an observer
- 5 members attended external development events run by the Leadership Foundation for Higher Education
- Visits to parts of the University also contributed to individual members' development (see below) by giving them first-hand insight into activities.

Engagement with stakeholders:

During the session, a number of members of Court participated in some or all of the following formal engagements with a range of stakeholders:

- Visit to the new Support Enquiry Zone to meet staff and see the services/facilities
- Visit to the Graduate School of the University to meet staff and students
- Visit to Dundee Business School to meet staff and students and observe activity
- Tour of the University estate with members of staff from Estates & Campus Services
- Attendance at 2 prize-giving events and participation in 3 graduation ceremonies (in November and July)
- Honorary Fellows event
- Public events at the University such as professorial lectures, exhibitions etc
- Participation in Equality Challenge Unit (ECU) work on equality and diversity on governing bodies in Scotland and attendance at the launch of an ECU publication.

3. QUALITATIVE MEASURES

Diversity: There was improvement during the year in terms of gender balance, with the percentage of female members gradually increasing. As at 31 July, 39% of all independent members were women. This will increase to over 40% in January 2016 when a recently-appointed new member takes up her position, thus meeting Court's target of Court comprising at least 40% women among independent members.

Whilst the age profile of independent members is still skewed towards the older range, this is less marked than in previous years. We have begun to collect information about other

protected characteristics (such as religion or disability) of independent members of Court since independent applicants are now invited to provide such information. However, this information is not held for staff or student members, nor held for longer-serving independent members. Consideration should be given to conducting an exercise in collecting additional equality monitoring information; this could be handled by the HR department of the University to preserve anonymity and summary data reported back to Court. This may lead to further developments such as opening up membership to a more diverse group including being more ethnically diverse.

Consideration to be given to inviting all members to provide equality monitoring data to ensure that there is more holistic oversight of equality and diversity.

Feedback from members at meetings of Court and with Chair

At the end of each Court meeting, the Chair invites members to reflect on the conduct of business to ensure that views are captured as close to the meeting as possible. During the year, there were no concerns expressed and it was felt that the volume of business and the papers presented, were appropriate. Reflecting on the conference that preceded the April Court meeting, members noted that the conference had been positive, informative and had covered a wide range of topics, with a large amount of information to be absorbed. There had been much that was positive to report, which was welcomed by Court. Members also considered that if there were particular challenges or areas where things were not going well, the conference was a good opportunity for Court to explore these in some depth. It was suggested also that Court might benefit from hearing from more staff and students and that appropriate contact might be incorporated in pre-Court tours. This was included in the subsequent tour of the estate in terms of a walk-and-talk with a large group of staff (including cleaners, porters and managers). A significant number of Court members participated in this.

Chair's discussions with members

The Chair made a point of having face-to-face discussions, so far as practicable, with individual Court members in the course of the year. He noted with considerable satisfaction the commitment of members to the success of the University and their strong ethos of public service for the benefit of the institution and the community, both locally and nationally. Members took pride in their involvement with the University and, through that, higher education in Scotland. In general they felt that the volume of business coming to Court and its committees was manageable, and considered that the information provided to them enabled them adequately to discharge their governance responsibilities. There was a high level of satisfaction with the support arrangements provided by the Secretary and her staff, though one or two members with significant "day job" and travel commitments would welcome slightly earlier distribution of papers (though recognising the practicalities of getting papers out more than a week in advance of meetings). Some members commented on the large volume of papers but declared that they had strategies to cope with that. The Chair wishes to note in this paper his deep appreciation of the contribution of Court members and to restate both his recognition that independent members give of their time freely and voluntarily, and also his concern that this was not always recognised or appreciated by the public or by some politicians.

Evaluation of effectiveness of Chair and Secretary

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 December for the Intermediary to lead a discussion on the effectiveness of the Chair without the Chair present. 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 and in February 2015 Court members unanimously agreed to re-appoint the Chair for a second three-year period.

The Chair of Court with the Secretary agreed a Pathways objective for 2014/15 that related to her role as Secretary to Court. This was discussed at the end of the year and achievement of the objective confirmed.

Engagement with stake-holders

All Court members, especially independent members, had a range of opportunities to meet informally with staff and students of the University and other interested parties such as Honorary Fellows (see above). Members particularly valued opportunities to meet students and staff whom they might not encounter at regular Court or Committee meetings. Further opportunities will be sought for engagement of this kind, to enhance the visibility of Court and assist the development of Court members.

Consideration should be given in the next session to identifying further opportunities for Court members to meet key stakeholders, especially staff and students.

Meeting the principles of the Scottish Code of Good HE Governance

The Code was published in July 2013 and an action plan was approved by Court shortly thereafter. Such action as was required was largely implemented in 2013-14 and fully implemented by February 2015.

The University therefore meets all of the main principles of the Scottish Code. Some further work on the governance section of the website is desirable and this will be undertaken as part of the University's website redesign, scheduled for 2015-16.

Meeting the primary responsibilities

The primary responsibilities of Court are set out in the Appendix. Court fulfilled those responsibilities during the year.

Following extensive engagement with officers, Court approved the University's Strategic Plan for 2015-2020 and also agreed revised KPIs to reflect this.

The responsibility to delegate authority to the Principal and to keep this under regular review was discharged through the new Scheme of Delegation on which a first annual report was received and accepted.

Court approved a new approach to monitoring and evaluating the performance and effectiveness of Court, of which this report is the first formal output.

Court also supported non-discriminatory systems ensuring equality and diversity of opportunity for staff and students through the work of its People, Health & Equality Committee and through the involvement of individual Court members in an Equality Challenge Unit project about equality and diversity in Scottish higher education institutions. Independent members were interviewed and one was a member of the steering group.

A revised public interest disclosure (whistle-blowing) policy was approved, which provided staff with more information about where to obtain independent guidance.

4. Summary evaluation

On the basis of the above, there can be confidence that Court continues to be effective.

Some emerging areas of focus for session 2015/16 are:

- Addressing the consequences of proposed Scottish Government legislation on HE governance, which are of concern to the sector as a whole and which the University, as noted in its response to consultation by the Scottish Government, does not consider will improve governance, and will more likely have the opposite effect;
- Considering the collection of equality monitoring data from all members of Court with a view to improving diversity
- Enhancing the governance section on the University's website as part of its re-design;
- Identifying further opportunities for formal and informal engagement with key stakeholders.

August 2015
University Secretary with contributions from Chair

The primary responsibilities of Court, as the governing body of the University, are

1. To approve the mission and strategic vision of the University, long-term academic and business plans and key performance indicators (KPIs); to ensure that these meet the interests of stakeholders; and to ensure that there are opportunities for Court to provide strategic input in the development of key strategies and long-term plans such that their approval can be considered by Court without conflict of interest.
2. To appoint a Principal & Vice-Chancellor as chief executive, and to put in place suitable arrangements for monitoring his/her performance.
3. To appoint a secretary to Court and to ensure that, if the person appointed has managerial responsibilities in the University, there is an appropriate separation in the lines of accountability.
4. To delegate authority to the Principal and Vice-Chancellor of the University, as chief executive, for the academic, corporate, financial, estate and personnel management of the University; and to establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under the authority of the Principal.
5. To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment, and procedures for handling internal grievances and 'whistle-blowing' complaints and for managing conflicts of interest.
6. To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the University against the plans and approved key performance indicators, which should be – where possible and appropriate – benchmarked against other comparable institutions.
7. To establish processes to monitor and evaluate the performance and effectiveness of Court itself.
8. To conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.
9. To safeguard the good name and values of the University.
10. To be the employing authority for all staff in the University and to approve a human resources strategy.
11. To ensure that non-discriminatory systems are in place to provide equality and diversity of opportunity for staff and students.
12. To be the principal financial and business authority of the University, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the University's assets, property and estate.
13. To be the University's legal authority and, as such, to ensure that systems are in place for meeting all the University's legal obligations, including those arising from contracts and other legal commitments made in the University's name.
14. To make such provision as it thinks fit for the general welfare of students, in consultation with Senate.
15. To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.
16. To ensure that the University's constitution is followed at all times and that appropriate advice is available to enable this to happen.