

ROBERT GORDON UNIVERSITY

BOARD OF GOVERNORS

Minute of the meeting held on 27 September 2022 (11.00am – 2.45pm).

Present: Dr C Hunter (Chair), S Bamigbola, A Bannister, J Booth, A Campbell, M Clare, N Crawford, K Gifford, Dr J Isaacs, T Lampkin, M McGinlay, Professor R Marcella, K Milroy, P Murray, Professor S Olivier, Professor N Seaton, T Walker and E Walton.

Apologies: E Ogilvie-Brown and J Strachan.

Members of the Executive in attendance: D Beaton, Dr D Cockburn, Professor N Fyfe, Professor L Kilbride and V Strachan (University Secretary).

In attendance: M McCall and F McLean Whyte (Clerk).

Welcome: Suzanna Bamigbola, Nichola Crawford and Tamsyn Lampkin were welcomed to their first meeting of the Board of Governors.

Action

DECLARATIONS OF INTEREST

No additional interests were declared beyond those recorded in the Governors' profiles at www.rgu.ac.uk/about/our-leadership/board-of-governors, with exceptions of Dr Colin Hunter in respect of item 1.3, and Tricia Walker in respect of item 9.

CHAIR'S OPENING REMARKS

The Chair was delighted to see the vibrancy of the campus with the return of students, this being the third week of the new session.

He wished to thank the Governors for their participation in his one-to-one meetings. These had revealed a general consensus that the Board was functioning well, there was a good and effective relationship with the Executive, and the Executive appeared to be functioning in a cohesive manner.

In response to feedback regarding the timing of Board meetings, the meeting on 27 November 2022 would commence at 1.30pm and continue into the early evening, and the meeting on 9 March 2023 would commence at 9.00am. Thereafter, feedback would be collected to ascertain the most popular start time for future meetings.

The first Committee of Scottish Chairs' meeting of the session had been held on 21 September 2022. Discussion had centred on the financial pressures and external challenges facing the Scottish sector, and Committee members had agreed to work collaboratively to ensure Scottish higher education was high on the Scottish Government's agenda. The next meeting would involve discussion of the status of institutions, particularly in light of four years of flat cash funding, and he was engaged with the Principal on detailed scenario-planning.

1. MINUTE

The Board **approved** the *Minute of the meeting held on 23 June 2022* for publication, and noted a *Matters Arising Report* by the University Secretary.

1.1 Cost of Living Payment

During pay award deliberations earlier in the calendar year, the Executive agreed to revisit a one-off, non-consolidated payment, with a view to making a positive gesture to all staff at a time of significant rising costs and at a time when the University's projected outturn could afford such a payment. A recommendation from the Executive to make a one-off (pro rata) payment of £750 to all staff was discussed by the Chair's Group.

At the Chair's Group meeting, there was agreement that making a payment to all staff was the right thing to do both in terms of supporting staff and ensuring retention and recruitment of staff, as well as ensuring equity. Affordability was discussed and account taken of the recent financial information that was presented to the Finance and General Purposes Committee. Taking into account taxation and other costs, the Chair's Group supported the recommendation of £750. Naturally there were concerns about the ongoing likely pay demands against high energy costs and high inflation, but the UCEA role in that was acknowledged.

The recommendation was forwarded by email to the Board (with exception of all staff Governors due to a direct pecuniary interest) for approval, recognising that a full Extraordinary Board might be called if Board members raised concerns. Of the ten responses received, one respondent recused themselves due to an indirect (family) interest, otherwise all other responses supported the payment.

The payment had been communicated to all staff, with payment due to be made in the November pay to all employees in post on 1 November 2022. The Principal and Executive had received a significant amount of positive comments from staff, very much appreciating the support from the University.

1.2 StreetSport – Chair's Opening remarks refer

StreetSport would present to the November Board meeting on 29 November 2022.

Board Holding File
[29.11.22]

1.3 Lay Chair

The Chair recused himself from the meeting for this item.

At the last Board meeting, it was confirmed that the Lay Chair's appointment was limited to a four year period, and the incumbent was not permitted to stand again for election. Both of these limitations had previously been agreed by the Board of Governors and were over and above the requirements of the *Higher Education Governance (Scotland) Act 2016*. Given the level of external challenges facing the University, it was suggested it would be pragmatic to have a degree of flexibility in the term of appointment. It was agreed a sub-group of the Governance and Nominations Committee would take forward the arrangements for the future election, and this

would be discussed further between the Vice-Chair and the University Secretary and Vice-Principal for Corporate Services.

Since that meeting, it had been determined that the arrangements agreed within Robert Gordon University were significantly less flexible than many in the sector. A few institutions had provision for an initial period of three years, with extension for a further three years, with more having an initial period of four years with provision for extending for four years. Therefore, rather than establish a sub-group to take forward elections, it was proposed that a paper be taken to amend Organisational Regulation O1 to allow for an extension of the term of office of the Chair. Currently, Organisational Regulation O1, Schedule 1.9, paragraph 6 stated: "Appointment to the position is for a period of four years, and an incumbent lay Chair shall not be eligible to stand for immediate re-appointment following the expiry of their term of office."

The Board **agreed** proposals to amend Organisational Regulation O1 be prepared by the Governance and Nominations Committee to permit the Board of Governors to have the discretion to extend the term of office of the lay Chair for a further period of up to four years.

V Strachan &
F McLean Whyte
GNC Holding File
[17.11.22]

2. PRINCIPAL'S REPORT

The Board noted a comprehensive report from the Principal and, in addition, the following was noted:

- The University's performance in the recent Guardian League Table had slipped 10 places impacted, in part, by the National Student Survey (NSS) results data that was gathered in 2020-21 during the first year of the pandemic. The University's performance in the NSS in the subsequent two years had improved, and this would be reflected in future league tables. As noted in his report, students had rated RGU with an overall satisfaction score of 82.83% in NSS 2022, placing the University in the top 10 in the UK and third in Scotland for overall satisfaction (excluding colleges and small, specialist and private providers). This result was 8.95% above the external benchmark and RGU had performed above the Scottish average within every NSS question scale. The Guardian League Table figures highlighted the relatively lower spend per student in Scotland than in England, attributable largely to the existence of top-up fees in England.
- Alongside consideration of the impact of the cost of living on staff, the Executive had been working with the Student Presidents on initiatives to help support students (refer to item 7 below).
- He was of the view members of the Executive were all increasingly engaged externally and he would, in future reports, include commentary on the external engagement activities of all Executive members.
- He had recently commenced as Convener of the Universities Scotland Learning and Teaching Committee which was also opening doors to other fora.

- The recent strike days called by Unison had led to minimum disruption to the student experience.
- The North East Regional Tertiary Pathfinder activities were intermittent, although work had commenced to progress four projects:
 - Increasing strategic partnership between RGU and North-East of Scotland College (NESCol);
 - Energy Transition;
 - Health and Social Care Partnership and Workforce pathways; and
 - Senior Phase connections across schools, the college and universities.

This was one of only two Regional Tertiary Pathfinders, the other being in South of Scotland. The University was engaging with a view to ensuring that it was able to shape developments. The Pathfinder's stated objectives were to achieve:

- alignment of provision against societal and employer needs;
- enhanced coherence and sustainability across provision;
- simpler pathways and improved outcomes for learners.

Although such collaboration was vital, it was also important to ensure that the differentiators of each institution were clearly articulated and recognised, particularly where there were subject disciplines in common and that were in competition. The message should always be one of complementarity. The Executive was mindful of the potential challenges and was engaged in a scenario-planning exercise.

It was **agreed** a regular briefing paper would be prepared for Governors on the University's facts and figures, including league table performance, to inform their ambassadorial role.

Prof S Olivier &
Dr D Cockburn

John Booth indicated his willingness to help or contribute to the Regional Tertiary Pathfinder in regards to the Health and Social Care project.

Dr D Cockburn &
J Booth

3. UNIVERSITY STRATEGY

The Board received a presentation from the Principal and the Vice-Principal for Strategy and Planning. Following on from the Board Strategy Event on 1 September 2022, the Executive had reflected again on the effective means of engaging the Board in decisions regarding implementation of the Strategy and within the context of the external and internal strategic challenges.

The intention was to undertake a visioning exercise to guide investment decisions, commencing at the November 2022 Board meeting and concluding at the March 2023 Board meeting. This would be informed by the sub-strategies, that would be submitted for approval in March 2023. Thereafter, a longer term business plan would be developed.

In discussion, the following was raised:

- Currently sub-strategies were being developed in the following areas:
 - Research and Knowledge Exchange (previously approved by the Board in February 2022);
 - Teaching, Learning, and Student Experience;
 - Internationalisation;
 - Estates; and
 - Information Technology.

It was suggested a sub-strategy might also be developed covering economic, social and cultural development.

- The sub-strategies needed to reflect the University's unique differentiator(s) and distinctive offering(s) in order to demonstrate its value for contributing to economic growth, as a key interest of both the Scottish Funding Council and the Scottish Government. In determining these, consideration could be given not only to what RGU offered, but how it offered it.
- The visioning exercise, along with the longer term business plan, required tangible targets and key performance indicators (KPIs) against which performance could be measured. This could then be reflected in the annual business plans, and would also reveal whether the investment decisions had assisted in delivering the targets.
- The timeline suggested the visioning exercise would take place during the Board meeting on 29 November 2022 and it was **agreed** a more iterative process was required.

It was **agreed** consideration would be given to presenting the outcome of the visioning exercise to the Board meeting on 29 November 2022, rather than requiring the Board to assist in developing its detail.

Prof S Olivier &
Dr D Cockburn

4. STRATEGIC PERFORMANCE OVERVIEW 2021-22

4.1 2021-22 Business Plan and Key Performance Indicators

The Board noted the *2021-22 Business Plan and Key Performance Indicators – End of Year Report* from the Vice-Principal for Strategy and Planning. Significant positive progress had been made towards completion of actions by the year-end.

It was confirmed the UK higher education sector was experiencing unprecedented demand from international students, and the University was once of the strongest performers. Currently, however, the University was heavily dependent on recruitment from one country, and was actively working to diversify its markets.

The Board **approved** the *2021-22 Business Plan and Key Performance Indicators – End of Year Report*.

4.2 Management Accounts 2021-22

The Board considered the *Management Accounts 2021-22*. The paper had also been considered by the Finance and General Purposes Committee at its meeting on 6 September 2022. The Director of Finance highlighted that the *Management Accounts* were still subject to final adjustments, including those relating to depreciation and pensions, and were still subject to audit.

The key message was that the University was cash-rich, liquid and profitable.

4.3 Financial Forecast 2022-23

The Director of Finance gave a short presentation on the unaudited final position for 2021-22 and the Financial Forecast 2022-23. The forecast remained as approved by the Board and submitted to the Scottish Funding Council in June 2022 and would be updated once significant new information was available in relation to student recruitment and tuition fees. There was potential for academic fees and support grants to be increased by as much as 7.5% following completion of the student recruitment cycle and so the Forecast for 2022-23 might have to be re-based.

It was confirmed that the University continued to prepare for and negotiate on the potential clawback from the Scottish Funding Council. The potential loss of numbers was of greater concern, and a decision would be known in March 2023. There was also concern the Scottish Funding Council might reduce the unit of resource for home students. There were also a considerable number of other variables at play, including changes in entry profiles and changes in school-leaving behaviours, and more would be known from January 2023.

5. STUDENT RECRUITMENT UPDATE

The Board noted an overview of semester one enrolments, as at 20 September 2022, across each of the market segments, and that outlined both intake and continuing student enrolments. Students were required to enrol by 30 September 2022.

The University had invested in staff, including for school outreach activities and extending activities beyond the immediate region. It was **agreed** the Vice-Principal for Strategy and Planning would provide further information about school outreach activities at the next meeting of the Board.

It was acknowledged that home applicant behaviour was changing, with many choosing to study closer to home in response to the cost of living crisis and concerns about resilience post-pandemic. It was confirmed the ambitious stretch targets were not used for financial planning purposes.

6. LAUNCH OF 'CURIOUS MINDS' LECTURES

The Vice-Principal for Research and Community Engagement gave a presentation to the Board on the launch of 'Curious Minds', a programme of public engagement and lectures with the University's research. The engaging graphics had been developed in liaison with the Head of Marketing and Communications.

The first event would take place on 26 October at 5.00pm in the Atrium of the Sir Ian Wood Building and would involve two recently appointed professors:

- Professor Flora Douglas, School of Nursing, Midwifery and Paramedic Practice, would focus on how rising levels of poverty and food insecurity in the UK were having a negative impact on human health and wellbeing;
- Professor Giovanna Bermanno, School of Pharmacy and Life Sciences, would focus on ways to improve human health through nutrition.

The following panellists had been secured:

- Susan Webb: NHS Grampian's Director of Public Health;
- Lyndsay Graham: OBE Deputy Chair of the Poverty and Inequalities Commission Scotland;
- Dr Gillian Purdon, Head on Nutrition at Food Standard Scotland; and
- Professor Judy Buttriss, Director General of British Nutrition Foundation.

It was **agreed** consideration would be given to seeking commercial sponsorship of the lecture series, and also liaising with the Student Union to ensure effective promotion amongst the student body.

The next lecture would focus on energy/engineering.

7. COST-OF-LIVING CRISIS

The Board noted a paper that described the efforts being made to support students in the cost-of-living crisis. The paper had also been discussed by the University Management Group on 14 September 2022, with the aim of generating fresh and alternative support ideas that would be considered by the Executive at a future meeting.

The University already provided a significant number of free facilities, such as free showering in RGU Sport and the provision of microwaves across campus to enable students to heat their own food. It was becoming evident that Library usage had increased, and there plans to provide a warm family-friendly social space. A gardening/growing fruit and vegetables initiative had also been launched as part of the Vibrant Campus project.

Governors
[26.10.22]

Prof N Fyfe

Board members were encouraged to forward any further suggestions to the University Secretary.

Governors to
V Strachan

8. QUALITY ASSURANCE

8.1 Annual Report to the Scottish Funding Council (SFC): 2021-22 Institution-Led Review of Quality

The Board considered a draft *Annual Report to the Scottish Funding Council (SFC): 2021-22 Institution-Led Review of Quality*. The report was an annual Scottish Funding Council requirement and provided information and outcomes relating to review activity coordinated at an institutional level during Session 2021-22. A forward plan of reviews and other quality events for Sessions 2022-23 to 2027-28 was included, and this demonstrated forthcoming portfolio developments. The *Annual Report* would also be discussed at the biannual Engagement Meeting with the Quality Assurance Agency for Higher Education (QAA), and would be shared with the Scottish Funding Council's Outcome Manager.

The Board **approved** the *Annual Report to the Scottish Funding Council (SFC): 2021-22 Institution-Led Review of Quality* for submission to the Scottish Funding Council.

V Strachan &
Prof L Kilbride

8.2 Enhancement-Led Institutional Review (ELIR): April 2021

The Board considered and **approved** the *QAA Enhancement-Led Institutional Review 4: Follow-Up Report – Status Of Recommendations*. The report was a requirement 12 months after the publication of the *Enhancement Led Institutional Review (ELIR) Outcome Report* for the University.

V Strachan &
Prof L Kilbride

It was **agreed** the Vice-Principal for Student Experience and Academic Development would present to a future meeting of the Board on the Future of Teaching Learning and Assessment Project.

Prof L Kilbride
Board Holding File

9. SIR IAN WOOD BUILDING (STRICTLY CONFIDENTIAL)

This item contains sensitive information.

10. NEW BOARD AND EXTERNAL COMMITTEE MEMBERS (STRICTLY CONFIDENTIAL)

This item contains sensitive information.

11. PROPOSAL FOR SALE OF LAND TO EAST OF RGU CAMPUS (STRICTLY CONFIDENTIAL)

This item contains sensitive information.

12. NATIONAL SUBSEA CENTRE (NSC) (STRICTLY CONFIDENTIAL)

This item contains sensitive information.

13. STANDING COMMITTEES**13.1 Finance and General Purposes Committee**

The Board noted the Minute of the Finance and General Purposes Committee meeting held on 6 September 2022, with the majority of items being substantive items on the Board agenda.

13.2 Audit Committee

The Board noted a draft *Minute of the Audit Committee held on 16 September 2022*, and the following was highlighted:

- the Committee had requested the Governance and Nominations Committee review the quorum requirements which had led the Committee's meeting to be re-scheduled: "At meetings of the Audit Committee, the quorum shall be two members including either the Convener or the Vice-Convener. If there is no quorum when a meeting is due to commence or before business is completed, the Governors present shall determine a date and place for the meeting to be reconvened";
- there had been discussion about the need to add a new risk to the High Level Risk Register regarding the potential for large funding cuts from the Scottish Funding Council. No changes were made at present pending ongoing discussions by the Executive.

Dr D Cockburn

14. COMMITTEE EVALUATION

The Committee Evaluation Questionnaire would be issued to Governors in due course, with the results submitted to the Board meeting on 29 November 2022.

15. BOARD OF GOVERNORS: TRAINING AND DEVELOPMENT

An induction event for new Board members was held on 22 September 2022.

New Board members would be invited to attend the virtual Advance HE: Governance Development Programme: New Governors of Scottish HEIs, on 19 October 2022 (10.00am – 2.30pm).

16. DATE OF NEXT MEETING

The next meeting of the Board of Governors would be held on Tuesday 29 November 2022 at 1.30pm on-campus.

Dr C Hunter, C