Glasgow Caledonian University is responding to the invitation to submit views to the Education and Culture Committee on the Higher Education Governance Bill 2015.

1 Introduction

The Scottish Government has considerable power to use legislation to further its ends. Using such a powerful means to prescribe detailed governance arrangements for self-governing organisations implies a need to address a serious deficiency which the organisations themselves have proved unable or unwilling to address. When the international evidence base as provided by the OECD demonstrates the correlation between a high level of university autonomy and institutional success, government’s erosion of that autonomy should be for only transparent and clearly articulated reason. The Policy Memorandum accompanying the Bill is sceptical regarding universities’ capacity to secure good governance without legislation but provides no evidence to substantiate the scepticism. We propose that such evidence should be provided before the major step of legislation is contemplated further.

Glasgow Caledonian University is a successful, modern higher education institution with a statutory instrument originating from 1993 and updated for full compliance with equality legislation in 2010. Our statutory instrument was designed to ensure accountability and efficient and effective public value in the fulfilment of the University’s purpose: to teach, research, widen participation and engage with business and the wider community. This is allied to an enhancement approach to governance where we readily share, learn from and adopt others’ good practice with a view to promoting accountability, transparency and inclusion.

A key part of the rationale offered for the legislation is that of consistency. Consistency is important for standards and matters of quality in the delivery of core business – that is to say, where there is practical value in comparisons for those using universities’ provision. However, while governance needs to be determined by consistent principles of accountability and transparency, it can positively and without detriment, reflect the different history and nature of each organisation in a sector where diversity is counted as a strength.

The case for consistency is asserted rather than demonstrated in the Policy Memorandum. Consistency in the detail of governance, prescribed in legislation and government regulation, can be assumed to facilitate stronger state control - which is at striking variance with the Scottish Government’s acknowledgement of the value of university autonomy and its stated desire to protect academic freedom. The impact of close government control on the ONS classification of Scottish universities is set out in detail in sector responses. We share the profound concern expressed there about the consequent risk to financial sustainability.
2 Efficient and effective governance

The University is unequivocal in its wish to comply with the highest standards of governance: this is the cornerstone and best guarantor of the University’s success and sustainability. We have accordingly observed UK best practice guidance for the sector provided by the Committee of University Chairs (CUC), the Scottish Code on Good HE Governance, the SFC’s Financial Memorandum and the requirements of OSCR to maintain our charitable status as well as wide corporate good governance standards in ensuring that our arrangements are fair, transparent, robust and efficient.

The Court instituted regular effectiveness reviews of its performance and that of its Standing Committees many years ago, and this is part of our constant enhancement approach to governance. In considering the recommendations from the 2012 von Prondzynski report, we observed that the great majority of the recommendations reflected our existing practice. A few were inconsistent with our governing instrument, and others posed a philosophical or legal challenge or both (such as the payment of governors).

3 The composition of the Court and policy objectives

With a modern statutory instrument, we have fewer places determined by election or ex officio appointment and as such we have more capacity to shape the profile of the Court membership to meet the Court’s diversity objectives as well as vital skills requirements. An influential committee of the Court is the Court Membership Committee on which elected staff and student governors sit as members.

- **Membership diversity**: We are a University with equality and diversity at the heart of our mission - a University for The Common Good - and this is reflected in our approach to lay governor recruitment. Our recruitment methods are open, inclusive and embrace carefully targeted efforts to attract as diverse an application pool as possible. Our last recruitment round attracted a strong field. The shortlist was 50:50 female:male and the eventual number of governor appointments had the same 50:50 split. Our current lay membership has a reasonable and improving gender balance with 35% women, which rises to 41% across the full membership of the Court, and we continue to work to raise the proportion of women members. We are promoting diversity across other protected characteristics too. We currently have a female chair and vice-chair of Court, and of the 8 chairs appointed since our foundation in 1993, three have been women.

- **Alumni on the Court**: The Court membership includes governors who are alumni, and it is one element of our recruitment activity for lay governors to draw the opportunity to the attention of alumni and encourage applications from them. (We keep in close and regular touch with our alumni but we do not have a formally constituted body like the General Councils of the ancient universities to whom to give the task of electing or nominating members to Court.)
• **Trade Union membership**: While the electorates for our staff governors are inclusive, at least two of the three elected staff governor places are usually filled by TU officials. The idea that legislation is needed to ensure that trade unions have a strong presence on courts is unconvincing and not borne out by our experience. In universities where that is not the case, it can be taken as an indicator of the lack of union presence on the campus, which prompts the question even more acutely of why trade unions should have privileged powers to nominate to membership of the governing body.

• **An optimal size of Court - and unintended consequences?** The expansion of the Court which will result if the terms of the Bill are enacted means that the Court will increase beyond the best practice maximum of 25, the figure widely regarded as the maximum consistent with good and efficient governance. If the Court finds that the higher number is unwieldy and compromises robust and efficient governance, the only variable which can be adjusted downwards to keep within this maximum will be the number of lay governors it appoints. This, however, is to raise questions about the objectivity and impartiality with which the University is governed and senior management held to account. Moreover, the terms of the Bill show ministers seeking new, wide powers to vary future governance arrangements by regulation, including the power to alter further the constituencies which can nominate Court governors. This suggests that Government does not share the view that lay membership is an important guarantor of strategic decision making which is disinterestedly focused on the well-being and long-term sustainability of the institution.

• **How the Chair is appointed and appraised**: In the appointment of the Chair of Court the University has developed further its good practice in accordance with the Scottish HE Code. When the post was advertised externally last year, a job description was drafted. All staff and students were consulted about it and amendment was made in the light of some of the very few comments received as feedback. There followed a full recruitment process with a rich microsite developed for the purpose and a rigorous selection process conducted by the Court Membership Committee sitting as the Selection Committee. This, as noted above, includes staff and student governors who hold their positions on Court by virtue of election by the relevant constituency. The Committee’s recommendation requires the approval of the full Court.

The selection process for the chair and lay governors mirrors that for any appointment to the University, and it is axiomatic that expenses for those who are shortlisted and engage in the selection process are reimbursed.

The effectiveness of the Chair is appraised on an annual basis and student and staff governors participate in that exercise.
4 Transparency and accountability of Court

Modern governance means transparent, accountable governance. This is delivered through good, regular communications to promote an understanding of the University and the role, responsibilities and impact of the Court. The information universities are required to publish under the SORP, including a very full governance statement, is an important means of setting out how the institution is using its resources, their sources, how they are managed and how the organisation is governed. Numerous other published documents, either required (such as HESA statistical returns or the SFC’s Outcome Agreements) or routine practice (such as strategic plans) together with the use of the FOISA mean that universities deliver the services for which they receive public funding – as well as those for which they do not - with great transparency. Regarding the business of the Court itself, the policy is to publish Court minutes in draft soon after each Court meeting with the confirmed version appearing after the subsequent Court meeting. Articles, interviews and videos with Court members are increasingly produced, and we are looking at social media techniques. There are many opportunities, both structured and informal, for Court members to engage with staff and students in their own environments and to hear them talk about their work and study within the University. At least annually there is an open forum for all staff to meet with the Chair, Vice Chair, other Court members and officers to discuss the work of the Court and raise issues of governance.

5 Academic freedom

Academic freedom has always been fundamental to what it means to be a university. The internationally recognised guarantor of academic freedom is universities’ self-governing status and relative independence from government direction. There is therefore a perverse logic in Government seeking to strengthen academic freedom in the letter of the law while proposing to drive through HE governance legislation which will facilitate its own control of universities. That said, the elaboration of the definition of academic freedom is unexceptional and brings no material change.

4th September 2015