

Court Committee remits and Memberships

Audit and Risk Committee

Remit

To oversee on behalf of Court the effectiveness of the University's arrangements for corporate governance, financial reporting, systems of internal control and risk management and the activities and processes related to these systems. This will include arrangements to ensure the University's compliance with the requirements of the Financial Memorandum between the University and Scottish Funding Council.

Membership: 6 members, including 3 members of Court, one of whom will be an Elected Academic Staff Member on Court.

In attendance: Principal, COO/University Secretary, Deputy Secretary, Director of Finance, Groups Financial Controller, Internal and External auditors

Terms of reference

The Committee shall:

Financial reporting

Ahead of consideration by the Finance Committee and recommendations by the Finance Committee to Court regarding approval of the annual financial statements:

• Monitor the integrity of the annual financial statements of the University, reviewing significant financial reporting issues and judgments which they contain. In particular, the Committee shall review and challenge where necessary:

- The consistency of, and any changes to, accounting policies on a year by year basis;
- The methods used to account for significant or unusual transactions where different approaches are possible;
- Whether the University has followed appropriate accounting standards and made appropriate estimates and judgments, taking into account the views of the external auditor;
- The clarity of disclosure in the University's financial statements and the context in which the statements are made; and
- All narrative reports presented with the financial statements, such as the operating and financial review and the corporate governance statement (as it relates to matters within the remit of the Committee).

Internal control and risk management arrangements

• Keep under review the adequacy and effectiveness of the University's internal financial controls and internal control and risk management arrangements. In relation to the latter, the Committee shall consider:

- the scope and effectiveness of the systems established by management to identify, assess, manage and monitor financial and non-financial risks - to include regular review by the Committee of the University risk register, and attendance by a member or members of the Committee at University-level risk workshops;
- The internal auditor's and, where applicable, management's assessments and reports on the effectiveness of the systems for risk management.

The Court retains responsibility for the review of the effectiveness of these systems of control and must form its own opinion despite aspects of that review being delegated to the Committee.

Internal audit

- Monitor and review the effectiveness of the University's internal audit function in the context of the University's overall arrangements;
- Recommend to Court the appointment or removal of the internal auditors;
- Consider and approve the remit of the internal audit function and ensure that adequate and appropriate resources are made available for its work and that it has appropriate access to information to enable it to perform its function effectively and in accordance

with relevant professional standards. The Committee shall also ensure the function has adequate standing and is free from management and other restrictions;

- Review and assess the annual internal audit plan and the annual report and conclusions and opinions arising from activities and findings;
- Review reports addressed to the committee from the internal auditor;
- Review and monitor management's responsiveness to the findings and recommendations of the internal auditor, including the extent to which recommendations have been implemented.

External audit

- Consider and make recommendations to Court for the appointment, re-appointment or removal of the University's external auditor. The Committee shall oversee the selection process and criteria for a new auditor and if the auditor resigns, the Committee shall investigate the issues leading to this and decide on any action required;
- Oversee the relationship with the external auditor, including (but not limited to):
 - scope of work and terms of engagement;
 - remuneration and its appropriateness to enable an adequate audit to be conducted;
 - assessing annually independence and objectivity taking into account relevant professional and regulatory requirements (including mandatory requirements in the University's Financial Memorandum with the Scottish Funding Council);
 - the qualifications, expertise and resources of the auditor and the effectiveness of the audit process;
 - seeking to ensure coordination with the activities of the internal audit function;
- Meet regularly with the external auditor, including at the planning stage before the audit and after the audit at the reporting stage;
- Review and approve the annual audit plan and ensure that it is consistent with the scope of the audit engagement;
- Review the findings of the audit with the external auditor, including a discussion of any major issues which arose during the audit, any audit and accounting judgments, levels of errors identified during the audit and the effectiveness of the audit.
- Review any representation letters requested by the external auditor before agreement by Court;
- Review the management letter and management's response to the auditor's findings and recommendations;
- Develop, implement and monitor a policy for the supply of non-audit services by the external auditor, taking into account any relevant ethical guidance on the matter.

Other matters

- Consider the effectiveness of arrangements for:
 - the investigation of fraud or other questions of loss, financial irregularity or impropriety;
 - University employees to raise concerns, in confidence, about possible wrongdoing in financial reporting or the operation of internal controls. The Committee shall ensure that these arrangements allow proportionate and independent investigation of such matters and appropriate follow up action;
 - promoting value for money through economy, efficiency and effectiveness in the management of the University's resources and the management and quality assurance of data;
 - the safeguarding of the assets of the University and of the use of its funds, particularly funds deriving from the public sector;
 - proper corporate governance.
- Consider any matters falling within its remit arising from reports of external bodies such as the Audit Committee of the Scottish Parliament, Scottish Funding Council, Audit Scotland, National Audit Office or UK Research Councils.

- Receive reports of the outcomes of any investigations under the University's Whistleblowing procedure.
- Receive an annual report on any cases of research misconduct considered under the University's Policy and Procedures for Dealing with Allegations of Research Misconduct.

Estates Committee

Remit

Develop and maintain a strategic estates plan for consideration by Court which supports the delivery of the University's Strategic Plan taking into account resource implication and the importance of environmental sustainability.

In doing this the Estates Committee will:

- Provide the Programme Governance to the overall capital programme and the Director of Estates will ensure that regular performance updates are provided to the Committee.
- Provide governance for the development of the master plan and a design guide and colour palette. The master plan will be brought to Estates Committee and only with the approval of the Committee will it then proceed to Court in advance of seeking City Council approval.
- Approve the commercial property aspects of projects, including leases, disposals and any acquisitions.

The Estates Committee will not have responsibility in relation to design as this is the responsibility of individual project boards, however for all projects valued at £25m or more, the Project Governance Board Convenor would, at design stages B and D [B = Concept Design; D = Developed Design], bring the design to Estates Committee for information and comment. Responsibility for approving the design would remain with the Project Governance Board.

To develop policies to guide implementation of plans by Estates & Buildings.

To ensure that the Committee's membership includes the skills and experience necessary to address its remit effectively. To this end, the Committee may request that the University Court appoint one or more additional co-opted members to the Committee. The Chair of the Committee will participate in the selection process for a new co-opted member.

Membership: 4 lay members, 2 Elected Academic Staff Members, Principal, COO/University Secretary, Senior Vice Principal, Director of Estates & Buildings, Director of Finance, Students' Representative Council ("SRC") representative, 1 Staff Representative

In attendance: Assistant Directors of Estates & Buildings

Finance Committee

Remit

To monitor the income and expenditure of the University.

To consider financial policies and issues and to make recommendations to Court on:

- the annual revenue and capital budget;
- banking, borrowing and lending;
- the investment of endowment funds and surplus cash funds;
- the long term financial position of the University; and

- other financial matters, always having regard to the importance of financial sustainability.

To advise Court on the financial implications of policy decisions being considered by Court.

To consider the financial statements of the University and make recommendations to Court thereon.

Having received a report from the Capex Committee:

- to make recommendations to Court on the budget for capital projects;
- to decide on all capex proposals involving expenditure of between £500,000 and £25M, subject to these proposals being included in the Court approved capital plan and, where appropriate, having been approved by the Estates Committee;
- to make recommendations to Court on all capex proposals involving expenditure of £25M or above, subject to these proposals being included in the Court approved capital plan and, where appropriate, having been approved by Estates Committee; and
- to decide on all requests for capital budget variances of £500,000 or above.

To authorise individual items of revenue expenditure costing £1M or more.

To ensure that the Committee's membership includes the skills and experience necessary to address its remit effectively. To this end, the Committee may request that the University Court appoint one or more additional co-opted members to the Committee. The Chair of the Committee will participate in the selection process for a new co-opted member.

Finance Committee will normally meet five times a year. A quorum for a meeting of the Committee will be one third of its members, of whom at least one must be a lay member of the Committee.

Membership: 4 lay members of Court, 2 external lay members, 2 Elected Academic Staff Members, Principal, Director of Finance, President of the SRC

In attendance: COO/University Secretary, Convener of Audit & Risk Committee, Convener of Estates Committee, Group Financial Controller, Executive Director of Estates & Commercial Services, Senior Vice-Principal

Human Resources Committee

Remit

To oversee, on behalf of Court, the ongoing development, implementation and delivery of the University's People Strategy and related plans and procedures, ensuring these are aligned with the key aims and objectives of University Strategy and its realisation.

To ensure appropriate monitoring and reporting arrangements are in place and that these are executed accordingly to demonstrate and deliver impact in the delivery of organisational goals to enhance institutional performance and success.

To provide corporate governance and oversight of key people initiatives and policies, monitoring compliance in accordance with the relevant and related legal and regulatory frameworks and promote the adoption of best practice in:

- Recruitment & Talent Attraction
- Performance Management,
- Reward & Recognition,
- People and Organisational Development (inc. Leadership Development),

- Talent Management & Succession Planning and
- Cultural & Organisational Change.

To 'add value' in terms of corporate governance and associated oversight in the delivery of the people strategy and provide a degree of challenge to the executive leadership in ensuring the University demonstrates its commitment in delivering in accordance with the best interests of its people, both staff and students.

Membership:

5 (appropriately qualified/experienced) lay members of whom at least 2 will be Court members, 2 Elected Academic Staff Members, Director of Human Resources, COO & University Secretary, Vice Principal, 1 Head of College/School/RI, 1 Executive Director of Service, 1 Staff Representative on Court

The Deputy Director of HR will act as Clerk to the Committee. Additionally other members of the Senior HR team will attend Committee meetings as agreed between the Chair and Director of HR. The Chair of the Committee will participate in the selection process for new co-opted members. Appointments to the Committee will typically be reviewed every three to four years.

Terms of Reference

The Committee shall

- ensure that the People Strategy is consistent and aligned with the University's mission, vision, values and strategic plan
- support the University's senior management to demonstrate the importance of strategic HR practice to the institution in providing support and leadership to all its staff
- act as a sounding board and where appropriate, provide a degree of challenge, to the executive leadership of the University with regards to the People Strategy and the human resources function, providing advice and support, from a breadth of perspectives on human resource issues
- champion the University's people agenda and ensure that the HR function is appropriately organised, resourced and aligned to support its successful delivery
- ensure the people issues arising from key University projects and strategic goals are identified and actively led
- ensure the University has adequate processes and procedures in place to drive transformational change & enhance employee engagement
- assess the University's talent pool and its capability now, and via succession & other relevant planning tools, in the future, to meet the University's strategic goals
- provide guidance and oversight of the University's performance management and reward practices
- monitor compliance in accordance with the relevant and related legal and regulatory frameworks and ensure the adoption of best practice, and approve key people policies on behalf of Court
- provide a forum for discussion of key trends in the external environment likely to impact on the University's people agenda and where appropriate, recommend associated actions
- support the work of senior management in terms of pro-actively advancing diversity and inclusion across the University
- monitor the employee relations culture and climate within the University, supporting the executive and HR in positive engagement/partnership with the Recognised Trade Unions

- monitor agreed performance indicators and people related MI to oversee key people metrics across the University
- monitor key people risks on behalf of Court, referring and or escalating matters as appropriate to relevant Court Committees, etc
- liaise with other Court Committees as necessary, to ensure the strategic people agenda is aligned and consistently considered on behalf of Court.

The committee receives and reviews minutes from various sub-committees including Equality and Diversity Strategy Committee (EDSC), the Joint Committee of Consultation and Negotiation (JCCN), which report to Court via the HR Committee.

Health, Safety & Wellbeing Committee

Remit

The Committee is mandated by Section 2(7) of the Health & Safety at Work (etc.) Act 1974 and recognised by the Secretary of State under Statutory Instrument 1977 No. 500 Health and Safety - The Safety Representatives and Safety Committees Regulations 1977. It has the role of keeping under review the measures taken to ensure the effective management of the health and safety of employees, and also that of students, visitors, contractors and other persons who could be affected by the various work activities of the University of Glasgow or could, through their own work activity (ies), adversely affect the health and safety of themselves and/or others.

Membership: Member appointed by Court, 7 members appointed by JULC, 2 members appointed by SRC, 5 members appointed by management, Ex-officio Members: Radiation protection Adviser, Estates & Buildings representative, Safety & Environmental Protection Services representative, Occupational Health Manager, Director Health, Safety & Wellbeing.

Information Policy & Strategy Committee (also reports to SMG)

Remit

Develop and maintain a strategic Information Technology (IT) strategy and associated financial and implementation plans for consideration by SMG and Court which supports the delivery of the University's Strategic Plan taking into account resource implications.

In doing this IPSC will:

Provide the Programme Governance to the overall IT programme and receive regular performance updates from the Executive Director of Information Services ensuring appropriate governance arrangements are in place and are working effectively for all major business systems

Ensure that the University's communications and hardware infrastructure are fit to support the University's current and future ambitions

Oversee the strategic development of major systems and their integration through oversight of the relevant project boards.

Ensure robust business cases for new University-wide IT hardware and software systems are in place before seeking approval from SMG and Court for funding and implementation.

Develop and recommend policies with regard to information management and information security to SMG and Court;

Ensure effective communication is maintained with students and staff on major IT developments.

Ensure that the Committee's membership includes the skills and experience necessary to address its remit effectively. To this end, the Committee may request that the University Court appoint one or more additional co-opted members to the Committee. The Chair of the Committee will participate in the selection process for a new co-opted member.

Membership

2 lay members, 1 Elected Academic Staff Member, 1 External Expert, Vice Principal Academic Planning & Technological Innovation (Chair), COO/University Secretary, Director of Finance, Students' Representative Council ("SRC") representative, Executive Director of Information Services, Director of IT Services, Two representatives from College Senior Management

In attendance: Group Financial Controller, Head of Finance (University Services), Chair of the Information and Data Governance Group, Director of Planning Insights and Analysis

Nominations Committee

Remit

To make recommendations to Court on the appointment of co-opted lay members, having regard to the skills and experience required;

To make recommendations to Court on the appointment of Court committee members, in consultation with the relevant Committee chairs; and to make recommendations on the convenership of Court committees;

To advise Court on any other matter relating to its membership.

Membership: Convener of Court, 3 other lay members of Court, Senior Elected Academic Staff Member, Principal, COO/University Secretary, 1 Staff Representative on Court, SRC President

Remuneration Committee

Remit

1. To formulate the University's remuneration policy, and to review that policy annually, recommending changes to Court as appropriate;

2. To determine the salaries of the Principal and other members of Senior Management Group, having regard to:

- Their performance in advancing the University's strategic objectives,
- The need to offer salaries that are competitive with those of other major UK universities, as reflected in robust comparative data, and
- The budget approved by Court;

3. Annually, to determine the University's policy on the performance-related reward of professorial and senior administrative staff (all level 10 staff);

4. In the absence of the Convener of Court, to make recommendations on the nature and level of any remuneration for the Convener of Court, subject to approval by Court;

5. To advise Court on the University's policy on severance arrangements for staff, and, within parameters agreed by Court, to implement that policy, considering, on an individual basis, any severance proposal that:

- Departs from the parameters agreed by Court, and/or
- Pertains to for a member of the Senior Management Group

6. To maintain oversight of contracts of employment for senior staff;

7. To receive an annual report on expenses incurred by members of the Senior Management Group.

8. To ensure that the Committee's membership includes the skills and experience necessary to address its remit effectively.

9. To seek the views of representatives of students and staff of the institution, including representatives of recognised trade unions, in relation to the remuneration package of the Principal and the senior executive team.

Membership

Chair (lay member of Court), 2 other lay members of Court (one of whom will be the Convener of Court), 2 other co-opted members, 1 Staff Representative on Court, SRC President

In attendance (not if their own salary/terms under discussion): Principal, COO/University Secretary, Director Human Resources

Student Experience Committee - A Committee of Court and Senate

Terms of reference

1. Agree and oversee implementation of a common strategy, plans and policies for non-academic aspects of student life, to be jointly led by the University and the SRC.
2. Ensure that every student has the opportunity to enjoy and derive value from their university experience.
3. Ensure that the University's provision for the student experience reflects the diversity of needs within the student population (e.g. overseas, part-time, mature, visiting and disabled students, BAME students, care leavers and students with children or caring responsibilities and students who live at home).
4. Review and monitor the effectiveness of services and determine their priorities, in consultation with relevant senior managers.
5. Consider the activities and plans of the SRC, GUU, QMU and GUSA as they support the student experience.
6. Determine and monitor key measures of the student experience and oversee the development and implementation of plans to enhance student satisfaction
7. Consider key trends in the external environment, and consider their implications for the student experience.
8. Report to SMG, Senate and Court and make recommendations to other relevant bodies and committees, such as the Student Finance Committee, on matters relating to these terms of reference.

Ways of working

1. Members will participate in an annual away-day, which will consider aspects of the strategy and action plan, such as:
 - Diversity, inclusion and community cohesion
 - Health and wellbeing
 - Opportunity: volunteering, internships, enterprise, study abroad, clubs and societies
 - Estates and facilities
 - Student services

2. The Committee will receive reports from its sub-committee: Chief Advisers Sub-Committee. The Committee will also receive reports on non-academic aspects of the student experience from the Equality and Diversity Strategy Group (EDSC).
3. The Committee will consider periodic reports:
 - On the performance of the services, from the directors of Information Services, Student and Academic Services, Estates and Commercial Services, and External Relations
 - From the representatives of the student bodies on matters for celebration or concern.
4. The Committee will also receive periodic inputs from external speakers on key trends in the external environment.
5. The Committee will meet at least five times a year.

Membership

Chief Operating Officer and University Secretary; 8 representatives of the students: President, Students' Representative Council, Vice President (Student Support), Students' Representative Council, Vice President (Student Activities), Students' Representative Council, Two additional representatives of the students, identified by the Students' Representative Council, First Year Representative, PG Research Representative, President, Glasgow University Sports Association, President, Queen Margaret Union, President, Glasgow University Union; 4 representatives of the academic staff: Clerk of Senate, Assistant Vice Principal (Learning and Teaching), A representative of the Chief Advisers, An Elected Academic Staff Member on Court; 6 representatives of the professional services: Information Services, Estates and Commercial Services, External Relations, Student and Academic Services, Student Services, A Representative from Dumfries Campus; Permanent Secretary Students' Representative Council; Senior Advice & Policy Officer SRC; Two lay members of Court. Clerk (member of Senate Office). Attending non-member: Head of Equality and Diversity Unit, Representative from Communications and Public Affairs Office

April 2020