

MINUTE OF A MEETING of the University Court of the University of Edinburgh held in Seminar Room 2, Out Patient Department, Medical Education Centre, Western General Hospital on Monday, 8 November 2010.

Present:

- The Rector (in chair)
- The Principal
- The Rt Hon Lord Cameron of Lochbroom
- Professor A M Smyth
- Mrs M Tait
- Professor J Ansell
- Professor D Finnegan
- Professor L Yellowlees
- The Rt Hon G Grubb, Lord Provost of the City of Edinburgh
- Dr J Markland, Vice-Convener
- Mr P Budd
- Mr M Murray
- Professor S Monro
- Ms A Richards
- Ms G Stewart
- Mr D Brook
- Ms L Rawlings, President Students' Representative Council

In attendance:

- Vice-Principal Professor N Brown
- Vice-Principal Professor J Haywood
- Vice-Principal Professor A McMahon
- Vice-Principal Professor D Miell
- Dr K Waldron, University Secretary
- Mr N Paul, Director of Corporate Services
- Dr I Conn, Director of Communications and Marketing
- Dr A Cornish, Deputy University Secretary and Director of Planning
- Mr A Currie, Director of Estates and Buildings
- Mr J Gorringe, Director of Finance
- Ms S Gupta, Director of HR
- Ms F Boyd, Principal's Policy and Executive Officer
- Dr K J Novosel, Head of Court Services

Apologies:

- Mr D A Connell
- Dr M Aliotta
- Professor J Barbour
- Mr D Workman
- Ms S Wise, Vice-President Students' Representative Council
- Ms S Beattie-Smith, Rector's Assessor

The Court received a presentation from Professor David Porteous entitled 'Research Activities at the Western General Hospital'.

A FORMAL BUSINESS

1 MINUTE OF THE MEETING HELD ON 27 SEPTEMBER 2010

Paper A1

The Minute of the meeting held on the 27 September 2010 was approved as a correct record.

2 NOTE OF THE SEMINAR HELD ON 27 SEPTEMBER 2010 Paper A2

Court approved the note of the Seminar held on 27 September 2010.

3 CITY OF EDINBURGH ASSESSOR Paper A3

The extension by one year of the Lord Provost's nomination as the City of Edinburgh Assessor on Court was noted.

B PRINCIPAL'S BUSINESS

1 PRINCIPAL'S COMMUNICATIONS Paper B1

Court noted the items within the Principal's report and the additional information on: the successful visit to India, the educational partnership discussions and the events around the Commonwealth Games; the opening at the University of the first Russkiy Mir Foundation supported Russian Centre at a British University; the success of the Global Academy; the continuing support of Santander and Scottish Power; the Browne Report and its potential impact in Scotland; the outcome of the Comprehensive Spending Review; continuing concern on UK Border issues; discussion and recent developments on a Scottish solution to university funding; the current position in respect of the proposed merger with the Edinburgh College of Art; and the success of the EUCLID project. Court asked if further consideration could be given on providing information to members between meetings or in advance of media announcements where this was possible.

2 VICE-PRINCIPAL PROFESSOR DAVID FERGUSSON Paper B2

Court approved the proposal to extend Professor Fergusson's role as Vice-Principal on a part-time basis until the 31 July 2011 to continue to take forward the work on the proposed merger with the Edinburgh College of Art.

C SUBSTANTIVE ITEMS

1 REPORT OF THE FINANCE AND GENERAL PURPOSES COMMITTEE

Dr Markland presented the papers previously circulated.

Report from Central Management meeting of 13 October 2010 **Paper C1.1**

The Fair Trade Policy and the Transport and Travel Planning Policy were approved by Court.

Report on Other Items **Paper C1.2**

Court noted the position in respect of the MRC Human Reproductive Sciences Unit and progress to date in respect of the Institute for Genetics and Molecular Medicine (IGMM). The intention to reconvene the Pensions' Working Party to consider the USS proposals was endorsed and it was noted that information would be available at the next meeting of Court on the proposed response from the University as an employer to these changes. Court further endorsed the proposal to establish a University of Edinburgh Venture Fund and the proposed governance arrangements including the monitoring role of the Finance and General Purposes Committee and that the Committee would be considering the investment policy.

Court approved the final arrangements for the merger of the Roslin Institute into the University. In particular this included: the proposal to exercise the option within the Option Agreement to purchase the completed building from Roslin Development

Limited; the lease arrangement with the Scottish Agricultural College (SAC) as set out in the Agreement to Lease; and to conclude a 38 year Lease with SAC to secure payment from SAC to be utilised as part of the purchase arrangements.

2 VICE-CONVENER OF COURT

Paper C2

The response to the agreed process to identify a successor to Dr Markland as Vice-Convener having been noted, Court was pleased to unanimously elect Professor Stuart Monro with effect from 1 September 2011. Court further approved the extension of Professor Monro's co-opted membership of Court by one year to the end of the 2013/2014 academic thus allowing Professor Monro to serve a full three year period of office as Vice-Convener of Court.

3 COURT EFFECTIVENESS REVIEW - UPDATE

Paper C3

Court noted the satisfactory progress to date in taking forward the recommendations and suggestions of the approved Report of the Court Effectiveness Review Group. It was agreed that, while recognising the actions in place to raise the profile of Court and its activities, there was merit in further consideration of drafting a short summary on the discussions of Court following each meeting.

4 REPORT FROM AUDIT COMMITTEE

Paper C4

The draft Minute of the meeting of the Audit Committee held on 29 September 2010 was noted. Court approved the proposal to exercise the option in the current contractual arrangements with KPMG and to appoint KPMG to undertake the 2011/2012 and 2012/2013 audits with fee uplifts amended to be linked with CPI rather than RPI as currently. Court further approved the minor amendment to the Terms of Reference of the Committee. The satisfactory appraisal of the work of the Internal Audit Service was noted and Court further confirmed its high regard of the University's Internal Audit Service.

5 REPORT FROM NOMINATIONS COMMITTEE

Paper C5

On the recommendations of the Nominations Committee, Court approved the following appointments:

Investment Committee

Mr Alan MacFarlane to be appointed Convener with effect from 1 April 2011 until 31 December 2012.

Staff Committee

Extension by one year of the two current external members on this Committee until the end of the 2010/2011 academic session.

SBS Trustees

Mr John Carson to be re-appointed for a further four years until 31 December 2014.

Mr Malcolm Murray to be appointed with effect from 1 January 2011 until 1 September 2012.

Dr Kim Waldron to be appointed with immediate effect for an initial period of four years.

Curators of Patronage

Vice-Principal Professor Dorothy Miell to be appointed with effect from 1 September 2011 for a period of three years.

Professor Stuart Monro to be appointed with effect from 1 September 2011 for a period of three years.

To note the extension by one year of the three City of Edinburgh Council appointees.

Court further noted and endorsed the approach to identify, through an external recruitment process, new external members of the Court, the Audit Committee and the Staff Committee and that the approach would be similar to the satisfactory recruitment for external members of the Investment Committee undertaken in 2009.

Court approved the general statement on membership of Court to be circulated to all those outside bodies electing or appointing members of Court to assist those bodies in their recruitment processes. It was noted that this statement would also be helpful in taking forward the recruitment process to identify two new external co-opted members of Court. Court further approved the performance pro-forma to assist in the appraisal process of Court members and the actions which would be taken by the Nominations Committee in bringing forward to Court recommendations on Committee membership to ensure an appropriate rotation of members. The view of the Committee that it was appropriate for the Vice-Convener of Court to be an ex officio member and Convener of the current list of Court Committees was accepted by Court.

6 DRAFT CORPORATE GOVERNANCE STATEMENT

Paper C6

Court approved the draft Corporate Governance Statement noting the changes from the 2009/2010 Statement which were mainly to reflect the outcome of the Court Effectiveness Review subject to: further consideration of the list of Court Committees; a consistent approach regarding those Committees able to meet electronically or by correspondence; and inclusion at item 5 of the intention to recruit co-opted members to Court through an external advertisement process.

7 ANNUAL REVIEW

Paper C7

The change in emphasis in the 2009/2010 Annual Review to focusing on the impact of research on the community and the achievements of the University as a whole rather than on individual endeavour was welcomed by Court. Court approved the articles subject to any further comments from Members.

8 COMMISSIONERS' ORDINANCE

Paper C8

Court welcomed Privy Council approval of University of Edinburgh Ordinance No. 208: Employment of Academic Staff and determined that this Ordinance should come into force with effect from 9 November 2010. Court noted that as from 9 November 2010 in accordance with Ordinance 208, the Ordinance of the University Commissioners (Academic Staff) inserted by the University Commissioners (Statute Modifications) (University of Edinburgh) Order 1992 (S.I. 1992/2700) was revoked. Court further resolved to confirm adoption from 9 November 2010 of the existing employment procedures until such time as it had approved new employment policies and procedures currently covered by the Commissioners' Ordinance. It was anticipated that revised policies and procedures covering discipline, grievance, capability, absence management, the avoidance of redundancy and the associated appeals processes would be available for consideration by Court at its next meeting for approval in principle subject to a ballot of union members.

9 REGULATION OF FOUNDATIONS, MORTIFICATIONS, GIFTS, ENDOWMENTS AND BURSARIES

Paper C9

It was noted that the University was unable to access funds held in a number of endowments as the University was unable for various reasons to meet the exact requirements of the donor. There had been detailed discussion on how best to enable access to these dormant or partially dormant endowments and fulfil the wishes of the donor to provide funds for activities within the University including support for students. Having taken legal advice, an Ordinance had been drafted with the aim of empowering

the University Court to alter the terms of these dormant and partially dormant endowments with a number of checks and balances to ensure that the wishes of the donor were not compromised.

Court approved the approach noting the proposed mechanisms to seek the views of donors and approved the initiation of an eight week consultation period on draft Ordinance 209. Any observations received would be considered by Court prior to any final Ordinance being submitted to the Privy Council for approval.

D ITEMS FOR FORMAL APPROVAL OR NOTE

1 ACADEMIC REPORT

Paper D1

Court noted the report of the Senate meeting held on 6 October 2010 and the business dealt with by the electronic Senate of 14-22 September 2010. In particular Court noted the discussions on e-Learning and on the National Student Survey.

2 RESOLUTIONS

Paper D2

Court approved the following Resolutions noting the incorporation of an amendment to Resolution 55/2010:

- Resolution No. 55/2010: Appeals Against Dismissal
- Resolution No. 56/2010: Alteration of the title of the Personal Chair of Quantitative Criminology
- Resolution No. 57/2010: Foundation of the Jeanne Marchig Chair of Animal Welfare Education
- Resolution No. 58/2010: Foundation of a Chair of Pregnancy Research
- Resolution No. 59/2010: Foundation of a Chair of Health in Social Science
- Resolution No. 60/2010: Foundation of a Personal Chair of Distributed Wireless Computation

3 DONATIONS AND LEGACIES

Paper D3

Court was pleased to note the donations and legacies to be notified received by the University of Edinburgh Development Trust between 1 September and 27 October 2010.

4 USE OF THE SEAL

A record was made available of all the documents executed on behalf of the Court since its last meeting and sealed with its common seal.