



UNIVERSITY COURT

8 December 2014

Minute

**Present:** Rector (in chair)  
The Principal  
Sheriff Principal E Bowen  
Ms D Davidson  
Mr A Johnston  
Professor A M Smyth  
Dr M Aliotta  
Professor J Ansell  
Professor S Cooper  
Dr A Richards, Vice-Convener  
Mr D Bentley  
Dr R Black  
Mr P Budd  
Dr C Masters  
Mr L Matheson  
Lady S Rice  
Ms A Lamb  
Ms B Pegado, President, Students' Representative Council  
Ms T Boardman, Vice-President Students' Representative Council

**In attendance:** Senior Vice-Principal Professor C Jeffery  
Vice-Principal Professor J Haywood  
Vice-Principal Professor J Seckl  
Vice-Principal Professor S Rigby  
Vice-Principal Professor L Yellowlees  
University Secretary, Ms S Smith  
Mr H Edmiston, Director of Corporate Services  
Ms L Chalmers, Director of Legal Services  
Dr I Conn, Director of Communications, Marketing and External Affairs  
Mr G Douglas, Deputy Director, Student Experience  
Mr G Jebb, Director of Estates and Buildings  
Ms Z Lewandowski, Director of Human Resources  
Mr P McNaul, Director of Finance  
Mrs T Slaven, Deputy Secretary, Strategic Planning  
Ms F Boyd, Head of Stakeholder Relations and Senior Executive Officer  
Dr K J Novosel, Head of Court Services

**Apologies:** The Rt Hon D Wilson, Lord Provost of the City of Edinburgh  
Dr C Phillips  
Ms S Beattie-Smith, Rector's Assessor

**1 Minute** **Paper A**

The Minute of the previous meeting held on 3 November 2014 was approved as a correct record. Ms Zoe Lewandowski the new Director of Human Resources was welcomed to this her first meeting of Court.

**2 Principal's Communications** **Paper B**

Court noted the content of the Principal's Report and the additional information on: recent changes to the Scottish Government in particular the appointment of Ms Angela Constance MSP to the position of Cabinet Secretary for Lifelong Learning and Education; the Principal's visit to China and the University's continuing involvement with the Confucius Institute and other developments and his participation in the Annual Conference on Cultural Diplomacy in Berlin on 'A World without Walls; Opportunities for Peace Building in a Time of Global Insecurity'; the University's continuing success in on-line programmes including MOOCs as Masters' courses; and on-going discussions around potential changes to USS, the proposed internal communications and Court agreement to make the recent letter in response to technical consultation widely available.

**3 Vice-Principal and Assistant Principal designations** **Paper C**

On the recommendation of the Principal, Court approved the following:

Professor John Iredale to be appointed Vice-Principal Health Services for an initial period of three years with effect from 1 January 2015 to 31 December 2017. Professor Iredale will report to the Head of College in this role.

Professor Sarah Cunningham-Burley to be appointed Assistant Principal Research-Led Learning with effect from 1 August 2015 until 31 July 2017. Professor Cunningham-Burley will report to Vice-Principal Professor Rigby.

Court further noted and fully supported the revised reporting arrangements for Vice and Assistant Principals.

**SUBSTANTIVE ITEMS**

**4 SRUC Strategic Alignment** **Verbal**

Court noted the current focus on taking forward discussions on a closer strategic alignment with SRUC and the anticipation that this would enable the due diligence exercise to commence.

**5 Turing Institute – STRICTLY CONFIDENTIAL**

**Verbal**

Dr Black declared a conflict of interest as he is a member of the British Library Board.

The UK Government had announced on the 4 December 2014 that the Alan Turing Institute would be based on the British Library site in London. While the University had offered to provide accommodation, the decision to locate the ATI headquarters on the new London Knowledge Quarter along with the Crick Institute and the Wellcome Trust, had not been unexpected.

**6 Audit and Risk Committee Annual Report**

**Paper D**

Court noted the Audit and Risk Committee Annual Report and was content with the assurances it provided on the University's internal environment to enable Court to sign off the University's Group Annual Report and Accounts for the year ended 31 July 2014. Going forward there would be consideration given to summarising further the Report to Court: the Audit and Risk Committee would continue to review a number of documents including Risk Management, Health and Safety, and IT Security as part of the process.

It was further noted that External Audit would be preparing a further report for Audit and Risk Committee setting out its final recommendations: there were no issues which had an impact on Court signing off the Annual Report and Accounts. There was also discussion around the impact of procurement on value for money and Court welcomed the clarification on the methodology.

**7 Risk Management – post year Assurance Statement**

**Paper E**

Court noted confirmation that there had been no reported significant risks or failures of internal control which impacted on the ability of Court to sign off on the annual Report and Accounts for the year to 31 July 2014.

**8 Annual Report and Accounts for year ended 31 July 2014**

**Paper F**

The Annual Report and Accounts for the year ended 31 July 2014 were considered in detail. Court commended the excellent set of Accounts, noting financial highlights, welcoming the continuing satisfactory financial trends as set out in the five-year financial summary information. The document was very readable and informative and going forward consideration would be given to further enhancements to the format and use of links to web-based information.

There was discussion on various parts of the document including the information on performance monitoring of the targets and KPIs in the Strategic Plan. There was discussion on the investments made

during 2013/2014 particularly the recruitment of academic staff and it was suggested that going forward consideration should be given to the most appropriate level of resource set aside for future investment.

Court approved the Annual Report and Accounts for the year ended 31 July 2014 noting the External Auditor's report and unqualified opinion and authorised the Principal, Vice-Convener of Court and the Director of Finance to sign the document as appropriate on behalf of Court.

**9 Letter of Representation** **Paper G**

Court approved the Letter of Representation which provided the required declaration to the External Auditor on the information provided in respect of the Annual Report and Accounts and authorised the Principal to sign on its behalf.

**10 US GAAP Annual Report and Accounts** **Paper H**

The arrangements as set out in the a paper were approved and Court agreed to appoint Professor Ann Smyth and Mr David Bentley to a Court Sub-Group with delegated authority to consider and approve the Accounts prepared in accordance with US GAAP requirements on behalf of Court. It was further agreed to hold a joint meeting of the US GAAP Sub-Groups of the Audit and Risk Committee and Court.

**11 Review of 2013/2014 Outturn versus Forecast** **Paper I**

Court noted the movement between the Q3 forecasted outturn and the outturn as recorded within the Annual Report and Accounts.

**12 2015 Draft Outcome Agreement** **Paper J**

It was noted that since the last meeting of Court there had been an announcement of a reduction of the Scottish Higher Education budget provided to the SFC and Court was invited to consider whether any further amendments were required to the Outcome Agreement. Court noted that the impact on the SFC funding to the University could be significant. There was discussion on various aspects of the process to develop the document. It was agreed to further consider aspects of the current draft. Court approved this draft being submitted to the SFC. The finalised Outcome Agreement would be submitted at the end of February 2015 following feedback from the SFC on this draft document.

**13 Strategic Plan: Targets and KPIs Progress Report** **Paper K**

Court noted the performance to date on the targets and KPIs within the University's Strategic Plan. The overall satisfactory progress was noted. In particular Court welcomed the improvements on staff

appraisal rates and the intention to amend the target around student experience in respect of NSS. There was discussion around the targets to measure performance on research and commercialisation and it was confirmed that this was currently being considered to identify a more robust approach particularly in light of the significantly changing environment in this area and the need to improve engagement with industry. Court further suggested it would be helpful to measure social innovation and community impact.

**14 Murchison House**

**Paper L**

The proposed acquisition of Murchison House was approved and Court delegated authority to the Director of Corporate Services and Director of Estates and Buildings to negotiate the purchase within the figure identified within the paper.

**15 Annual Review 2013-2014**

**Paper M**

Court welcomed and approved the proposed articles for inclusion in the 2013/2014 Annual Review and the internationalisation theme. The final document would be presented, as required, to the February statutory meeting of the General Council.

**16 Public engagement**

**Paper N**

The proposals to hold a Court Open Forum in February 2015 was approved. Court welcomed the opportunity to raise the profile of Court and discuss its activities with students and staff.

**17 Joint Zhejiang-Edinburgh Programme in Biomedical Sciences**

**Paper O**

Court considered in detail the proposals as set out in the paper. There was discussion on various issues and assurances were provided on the actions taken to mitigate financial and reputational risks and the involvement of Senate in considering academic and quality assurance issues. It was further noted that new academic positions would be created to take forward the University's approach to the delivery of teaching elements of the programme. Court asked for a wider discussion at a future date on the University's internationalisation strategy and future proposed international initiatives.

Court noted that all the appropriate due diligence and legal arrangements had been satisfactorily completed and was content to authorise the Principal to sign the Co-Operation Agreement to enable the delivery of a dual undergraduate programme with Zhejiang University, China.

**18 Consultation on Higher Education Governance Bill**

**Paper P**

It was noted that the Scottish Government had intimated the intention

to introduce new statutory measures in respect of the recommendations of the von Prondzynski Report considered not to have been fully covered by the Scottish Code of Good Higher Education Governance. A consultation document had been issued posing six questions and Court was content, in principle, to the University's approach to responding to this consultation as set out in the paper. The challenges of taking forward legislation to encompass the diversity of the higher education sector was noted and that Universities Scotland would also be responding on behalf of the sector: EUSA confirmed that it would be submitting a separate response.

Court was supportive of continuing to enhance good governance arrangements and it was agreed to ensure that the current election procedures for staff assessors on Court were inclusive of all categories of academic and professional support staff. It was agreed that the University's finalised response to the consultation would be circulated to Court prior to submission before the deadline of 30 January 2015.

## **ROUTINE ITEMS**

### **19 EUSA President's Report**

**Paper Q**

Court noted the items within the EUSA President's Report and the additional information on: the Edinburgh Student Arts Festival; the success of the celebrations to mark the 125<sup>th</sup> anniversary of Teviot; and EUSA elections.

### **20 Audit and Risk Committee Report**

**Paper R**

The report from the Audit and Risk Committee was noted including the various documents reviewed as part of the process to prepare the annual assurance statement to Court in connection with the Annual Report and Accounts.

### **21 Nominations Committee Report**

**Paper S**

Court noted the report and on the recommendation of the Nominations Committee approved the following:

#### Membership of Court

Mr David Bentley's and Dr Robert Black's terms of office to be extended by three years until 31 July 2018.

Mr Peter Budd's term of office to be extended by two years until 31 July 2017.

It was further noted that a recruitment process would be initiated shortly to appoint a new lay member of Court to fill the current vacancy.

**22 Policy and Resources Committee Report** **Paper T**

Court noted the key issues discussed at the last meeting of the Policy and Resources Committee and on the recommendation of the Committee, Court approved the purchase of 52 to 58 Nicholson Street.

**23 Knowledge Strategy Committee Report** **Paper U**

Court noted that the new remit of this joint Senate and Court Committee was being implemented and in particular the revised reporting arrangements with other Standing Committees of Court. The significant review of IT Infrastructure currently underway was commended and that the Report would be available to Court.

**24 Remuneration Committee Report** **Paper V**

The Convener of the Committee, as a new member to the Committee and to Court, commended the meticulous functioning of the Remuneration Committee including the quality of the supporting information provided. There was discussion on the annual report and the separate report from the independent observer. Concern was expressed on the continuing gender pay gap and Court was provided with assurance on the debate at Remuneration Committee on this issue.

**ITEMS FOR FORMAL APPROVAL/NOTING** (Please note these items are not normally discussed.)

**25 CSE – Purchase of Equipment** **Paper W**

Court approved the request and delegated authority to Vice-Principal Professor Yellowlees to take forward this purchase including signing the final contract.

**26 Donations and Legacies** **Paper X**

Court noted the donations and legacies received by the Development Trust from 18 October to 20 November 2014.

**27 Uses 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.

**28 Date of next meeting**

The next meeting of Court will be held on Monday, 9 February 2015 at the Informatics Forum.