



UNIVERSITY COURT

22 June 2015

Minute

- Present:** Mr Steve Morrison Rector (in chair)
The Principal, Professor Sir Timothy O'Shea
Ms Doreen Davidson
Mr Alan Johnston
Professor Ann M Smyth
Dr Marialuisa Aliotta
Professor Jake Ansell
Professor Sarah Cooper
Dr Claire Phillips
Dr Anne Richards, Vice-Convener
Mr David Bentley
Dr Robert Black
Mr Peter Budd
Ms Alison Grant
Dr Chris Masters
Lady Susan Rice
Ms Angi Lamb
Mr Jonny Ross-Tatam, President, Students' Representative Council
Ms Urte Macikene, Vice-President Students' Representative Council
- In attendance:** Mr Sandy Ross, Rector's Assessor
Dr Alan Brown, General Council Assessor elect
Mr Ritchie Walker, General Council Assessor elect
Senior Vice-Principal Professor Charlie Jeffery
Vice-Principal Professor Sue Rigby
Vice-Principal Professor Sir John Savill
Vice-Principal Professor Jonathan Seckl
Vice-Principal Professor Lesley Yellowlees
University Secretary, Ms Sarah Smith
Mr Hugh Edmiston, Director of Corporate Services
Mr Gavin McLachlan, Chief Information Officer
Mr Gavin Douglas, Deputy Director, Student Experience
Dr Ian Conn, Director of Communications and Marketing
Mr Gary Jebb, Director of Estates
Ms Zoe Lewandowski, Director of Human Resources
Mr Philip McNaull, Director of Finance
Mrs Tracey Slaven, Deputy Secretary, Strategic Planning
Ms Fiona Boyd, Head of Stakeholder Relations and Senior Executive Officer
Ms Kirstie Graham, Deputy Head of Court Services
Dr Katherine Novosel, Head of Court Services
- Apologies:** The Rt Hon Donald Wilson, Lord Provost of the City of Edinburgh
Sheriff Principal Edward Bowen
Mr Les Matheson

1 Minute

Paper A

The Minute of the previous meeting held on 11 May 2015 was approved as a correct record.

Court warmly welcomed Ms Alison Grant, Mr Jonny Ross-Tatam and Ms Urte Macikene to their first meeting as members of Court. Court further welcomed Dr Alan Brown General Council Assessor elect and Mr Ritchie Walker, General Council Assessor elect who were in attendance at this meeting of Court.

Court further noted that this would be last meeting attended by Professor Ann Smyth, General Council Assessor and members warmly thanked her for her work on Court and various Committees and wished her well for the future.

2 Principal's Communications

Paper B

Court noted the contents of the Principal's Report and the additional information on: the student occupation on Fossil Fuel and the actions of the Investment Committee following its consideration of the changes to University's Responsible Investment Policy Statement; the Paolozzi murals from London underground would be coming to Edinburgh to be displayed in ECA, the University already having a number of pieces by the artist including a set of the Turing prints in the Informatics Forum; the success of the ECA degree show; the recent open days which had attracted over 6,000 participants; and the continuing success of recruitment of high calibre staff.

There was also detailed discussion on the Higher Education Governance (Scotland) Bill published on 16 June 2015 and a summary paper outlining the initial assessment of the Bill was tabled at the meeting. There was general discussion around legal issues and on the possible adverse effect of the provisions in the proposed Bill on the charitable status of universities, the ability of the Scottish Ministers to alter the provisions and to regulate via secondary legislation and the challenge to institutional autonomy.

Court noted the significant proposed changes around the membership and chairing of Court and the composition of Senate. The proposed revision to the definition of academic freedom was not considered challenging. It was agreed that it would be helpful if the sector could reach a consensus view on the broader principles.

Court was supportive of establishing a Sub-Group similar to that which took forward the implementation of the Scottish Code of Good Higher Education Governance to discuss issues in more depth and agree the University's submission to the Parliament's Education and Culture Committee which would be circulated by e-mail to full Court for clearance.

Post meeting note: following the meeting, the membership of the Sub-Group was confirmed as: the Principal, Dr Anne Richards, Mr Steve Morrison, Ms Doreen Davidson, Professor Jake Ansell, Dr Robert Black, Lady Susan Rice, Mr Jonny Ross-Tatam and Ms Sarah Smith.

3 Designation of Assistant Principals

Paper C

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

- Professor Susan Deacon's term of office as Assistant Principal to be extended for 2 years until 31 July 2017 and her designation to be amended to Assistant Principal External Relations;
- Professor Natascha Gentz to be appointed for an initial period of 3 years with effect from the 1 August 2015 to 31 July 2018 to the new position of Assistant Principal – China.

SUBSTANTIVE ITEMS

4 Business Planning Round 2015-2018

Paper D

Court noted the further development of the proposals following discussion at its last meeting when an approach had been agreed to the reduction in the level of surplus and further noted the areas not reflected in the current proposals. The Colleges and Support Groups were aware of the challenges going forward and their plans were appropriately robust and had been extensively discussed.

The final College and Support Group plans were approved by Court. There was discussion on various issues including the resourcing of international offices and alumni support and Court welcomed the proposals for Development and Alumni activities within these areas which also included further work around attracting support for student bursaries. The actions being taken forward around income generation and research and commercialisation activities were also noted.

Following detailed consideration Court agreed the priorities for strategic investment as set out in the paper and approved the budgets including the provision for proposed estates and IT infrastructure programmes and the resulting planned surplus, endorsing ongoing progress with three year business planning.

5 Enhancement-Led Institutional Review (ELIR) – Reflective Analysis and Case Studies

Paper E

The process to review learning and teaching within the sector was noted and that the Quality Assurance Agency Scotland (QAAS) undertook a formal review of universities on a four-yearly cycle. The University was now subject to such a review, the last ELIR review having taken place in 2011. As part of this review process,

undertaken by a team of six external reviewers, the University required to be submitted in advance of the visit by the team a Reflective Analysis and Case Studies.

Following consideration, Court endorsed these impressive documents on the recommendation of the Senate Quality Assurance Committee, noting that Senate had also endorsed these documents at its meeting on 3 June 2015. Court further noted that visits would take place on 6 and 7 October and the week of 9 November 2015. The final QAA report would be published 16 weeks later: the University having had an opportunity to comment on the draft report.

6 Estate Projects

Quartermile Project

Court approved the proposed strategic acquisition of this iconic building up to the sum set out in the paper. It was noted that a full business case would be prepared for the use of the site to be presented to Court for approval in due course and that there had been discussion around the opportunities of this site for the Business School.

Paper F1

Centre for Tissue Repair

Court fully approved the funding as set out in the paper noting the external fundraising target to take forward this development.

Paper F2

7 Education Act 1994

The work undertaken to confirm that the University was currently compliant with the Act in respect of its provision around student unions/associations was noted by Court. Court was content that the information as set out in the appendix provided the necessary assurances.

Paper G

8 SRUC - Update

Court noted the significant progress in taking forward the due diligence exercise and the documentation produced. It was noted that SRUC had written to the University setting out a number of governance issues they wished to be addressed and these and the due diligence documentation had been discussed at the Court SRUC Sub-Group meeting on 9 June 2015 along with feedback from an informal dinner between members of the SRUC and Court Sub-Groups on 8 June 2015.

Paper H

The Court Sub-Group had considered a number of options on how best to proceed taking cognisance of the anticipated University investment which would be required to progress the strategic alliance and other options and opportunities around the academic vision. The Sub-Group agreed that it would be helpful to approach SRUC confirming the University's final definitive position on a

revised and enhanced business plan and on governance arrangements.

Court was updated on the outcome of the approach and subsequent discussion with SRUC and on debate by the University around other potential options. There was detailed consideration of all the information available and having taken cognisance of the benefits and risks, the Court agreed that the Principal should write to SRUC intimating that while wishing to maintain collaborative working between the two intuitions, as a result of concerns particularly around governance issues it had taken the view that it was not appropriate to proceed further at this stage with the strategic alliance. Court further agreed that the University's academic options should be developed with proposals brought to a subsequent meeting for consideration.

9 Finance – loan proposal

Court considered the information in the three papers in respect of the proposal that the University enters into a new debt to take forward the University's ambitious estate programme. There was a much clearer vision emerging for the estates strategy and this together with the enhanced financial forecasting, modelling and current interest rates presented an opportunity to invest in the University's future. It was noted that there had been discussion at the last meeting of the Policy and Resources Committee and that the Committee was supportive of this proposal. Court noted the consideration around income generation to service the debt, the flexibility available to the University to respond to future challenges and its ability to take any required actions. It was also clear that there would have to be demonstrable value for money in taking this approach.

Paper I1
Paper I2
Paper I3

There was discussion around the implications for surplus levels and assurances were provided on the financial monitoring which would be undertaken by the Policy and Resources Committee. It was also confirmed that should specific challenges arise there would be opportunities to re profile the estates strategy particularly through the current estate approval process for individual projects. Following detailed consideration of the various factors, Court approved the proposal to enter into a long-term external debt to the figure as set out in the paper and noted that a further paper setting out the detailed arrangements including expenditure of RDEC funds would be prepared and presented in due course.

Court further approved the amendments to the Finance Strategy, noted the ten year forecast and approved the Estates Funding Strategy.

10 EU Referendum

Paper J

There was discussion on an appropriate approach by the University in respect of the coming UK referendum on EU membership. Court noted the stance being adopted by Universities UK and anticipated by other organisations in the sector and agreed that the University in addition to supporting the approach of these organisations should also take an individual pro EU membership public stance.

11 A Vision for Learning and Teaching

Paper K

The current planning around a vision on learning and teaching was welcomed by Court and the six emerging areas for development following discussion with various stakeholders including employers. Court noted the consultation undertaken across the University to further develop the draft vision and the summary of responses emerging around the six areas. There was general support for change with different Schools presenting different approaches to the proposals based on specific requirements of the programmes they offered.

Court noted the very ambitious vision being proposed and the transformational nature of the proposed approach particularly the challenges around student-led individually created courses (SLICCS) given the number of undergraduates and the number of Schools within the University.

ROUTINE ITEMS

12 EUSA President's Report

Paper L

Court noted the items within the EUSA President's Report and the additional information on: the enthusiasm for opportunities to recognise student activities out with the teaching environment and for students to shape their learning experience; the Development and Alumni campaign to attract funding for student bursaries and mentoring network out with the University and strengthening collaboration and partnership working between EUSA, students, staff and Court members.

The EUSA President also thanked the previous EUSA Sabbatical Officers for their work across the University and within EUSA.

13 University Risk Register

Paper M

There was discussion on aspects of the revisions to the University Risk Register particularly in respect of the new risks identified and changes to the perceived risk levels. Court was content to approve the 2015/2016 University Risk Register noting that this document was considered on an on-going basis throughout the year.

Court further noted that as a result of the approval on the revised Finance Strategy further amendments were now required to the Risk Appetite Statement. Court agreed, in principle, the Statement subject to the revisions discussed at Court: a further Risk Appetite Statement would be circulated in due course.

14 Standing Committee Reports

Policy and Resources Committee

Paper N1

Court noted the report and approved the proposals around creating a subsidiary company registered in Hong Kong to take forward the commercialisation activities of the University's Edinburgh Centre for Carbon Innovation (ECCI), noting the wider opportunities for the University of a presence in Hong Kong. Court further approved acceptance of the Appleton Tower tender.

Nominations Committee Report

Paper N2

On the recommendation of the Nominations Committee Court approved the following appointments:

Audit and Risk Committee

Dr Robert Black's term of office to be extended to 31 July 2018
Mr Peter Budd's term of office to be extended to 31 July 2016
Mr Alan Johnston's term of office as member and Convener to be extended to 31 July 2018
Dr Alan Brown to be appointed with effect from 1 August 2015 until 31 July 2018
Lady Susan Rice's term of office to cease at 31 July 2015

Knowledge Strategy Committee

Ms Doreen Davidson to be appointed Convener with effect from 1 August 2015 until 31 July 2017
Ms Alison Grant to be appointed with effect from 1 August 2015 until 31 July 2018
Mr Peter Budd to be appointed with effect from 1 August 2015 until 31 July 2016

Nominations Committee

Dr Robert Black's term of office to be extended to 31 July 2018
Ms Doreen Davidson to be appointed with effect from 1 August 2015 until 31 July 2017

Policy and Resources Committee

Mr David Bentley's term of office to be extended to 31 July 2018
Ms Alison Grant to be appointed with effect from 1 August 2015 until 31 July 2018
Lady Susan Rice to be appointed with effect from 1 August 2015 until 31 July 2017

Remuneration Committee

Mr Alan Johnston's term of office to be extended to 31 July 2018

Committee on University Benefactors

Sheriff Principal Edward Bowen's term of office to be extended to 31 July 2018

Estates Committee

Mr Peter Budd's term of office to be extended to 31 July 2016

Mr David Bentley's term of office to be extended to 31 July 2016

People Committee

Ms Doreen Davidson's term of office to be extended to 31 July 2016

A recruitment process would be initiated as soon as possible to appoint two external members to this Committee: arrangements to be agreed by the Nominations Committee by correspondence.

SBS Trustees

Mr Alan Johnston's term as a member and chair of the Trustees to be extended for a further three years to 31 July 2018

Dr Robert Black's term as a member to be extended until 31 July 2016

Court further welcomed the extension of the appointment of Sheriff Principal Edward Bowen as the Chancellor's Assessor for a further four years and further approved the extension of his term of office as intermediary Court Member to be extended to 31 July 2018.

Audit and Risk Committee Report

Court noted the report and on the recommendation of the Audit and Risk Committee approved the Internal Audit Annual Plan 2015-2016, the External Audit Annual Plan 2014-2015 and the External Audit Fees.

Paper N3

Knowledge Strategy Committee Report

Court noted the report and approved the new University Collections Management Policy.

Paper N4

Committee on University Benefactors

On the recommendation of the Committee on University Benefactors, Court approved the bestowing of the distinction on the following:

Paper N5

Mr Tom Wright CBE, CEO of Age UK In recognition of Age UK's continuing financial support to the University's Disconnected Mind/Age UK project.

Mr Alastair Salvesen CBE and Mrs Elizabeth Salvesen In recognition of their pledge of £5m (£400,000 already gifted) to support a research Centre dedicated to children and young people with learning difficulties.

Mr John Allan CBE In recognition of Mr Allan's commitment and unstinting support for the University's philanthropic aims.

HRH Prince Alwaleed Bin Talal Bin Abdulaziz Alsaud and the Alwaleed Bin Talal Foundation In recognition of HRH Prince Alwaleed's philanthropic work through the Alwaleed Bin Talal Foundation and in particular the donation to date of £8,016,419.55 to the University's HRH Prince Alwaleed Bin Talal Centre for the Study of Islam in the Contemporary World.

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

15 Academic Report **Paper O**

Court noted the report.

16 Senate Committees' Annual Report **Paper P**

Court noted the report

17 Strategic Plan 2016-2021 - Update **Paper Q**

Court noted and was content with the process to take forward the development of the next Strategic Plan.

18 SFC Strategic Plan Forecast 2014-2018 **Paper R**

Court approved the University's Strategic Plan Forecast 2014-2018 and approved its submission as required to the Scottish Funding Council.

19 Resolutions **Paper S**

Court approved the following Resolutions noting that no observations had been received except in respect of Resolution 20/2015 where minor typographical changes had been required:

Resolution No. 10/2015: Foundation of a Chair of Chemical Reaction/Catalysis Engineering

Resolution No. 11/2015: Foundation of a Chair of Applied Control Engineering

Resolution No. 12/2015: Foundation of a Chair of Tropical Livestock Genetics and Health

Resolution No. 13/2015: Foundation of a Personal Chair of Global Environmental Law

Resolution No. 14/2015: Foundation of a Chair of Cyber Security and Privacy

Resolution No. 15/2015: Alteration of the title of the Chair of Epigenetics

- Resolution No. 16/2015: Abolition of the Waddington Chair of Systems Biology
- Resolution No. 17/2015: Foundation of a Chair of Materials Engineering
- Resolution No. 18/2015: Boards of Studies
- Resolution No. 19/2015: Code of Student Conduct
- Resolution No. 20/2015: Postgraduate Degree Programme Regulations
- Resolution No. 21/2015: Undergraduate Degree Programme Regulations
- Resolution No. 22/2015: Degree of Doctor of Clinical Dentistry (DClinDent)

20 Donations and Legacies

Paper T

Court noted the donations and legacies received by the Development Trust from 24 April to 4 June 2015.

21 Dates 2015/2016 – 2016/2017

Paper U

Court noted the revised dates for its meetings in 2015/2016 and 2016/2017.

22 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.

23 Date of next meeting

The next meeting of Court will be held on Monday, 21 September 2015 at 2.00pm.