



UNIVERSITY COURT

7 December 2015

Minute

**Present:**

Mr Steve Morrison, Rector (in chair)  
The Principal, Professor Sir Timothy O'Shea  
Dr Anne Richards, Vice-Convener  
Sheriff Principal Edward Bowen  
Ms Doreen Davidson  
Dr Alan Brown  
Mr Ritchie Walker  
Dr Marialuisa Aliotta  
Professor Sarah Cooper  
Professor Jake Ansell  
Dr Claire Phillips  
Ms Angi Lamb  
Mr David Bentley  
Dr Robert Black  
Dr Chris Masters  
Mr Alan Johnston  
Mr Peter Budd  
Ms Alison Grant  
Mr Jonny Ross-Tatam, President, Students' Association  
Ms Urte Macikene, Vice-President, Students' Association

**In attendance:**

Mr Sandy Ross, Rector's Assessor  
University Secretary, Ms Sarah Smith  
Senior Vice-Principal Professor Charlie Jeffery  
Vice-Principal Professor Lesley Yellowlees  
Vice-Principal Professor Jonathan Seckl  
Mr Hugh Edmiston, Director of Corporate Services  
Mr Gavin McLachlan, Chief Information Officer & Librarian to the University  
Ms Tracey Slaven, Deputy Secretary, Strategic Planning  
Mr Gavin Douglas, Deputy Secretary, Student Experience  
Mr Phil McNaull, Director of Finance  
Ms Leigh Chalmers, Director of Legal Services  
Dr Ian Conn, Director of Communications & Marketing  
Mr Gary Jebb, Director of Estates & Buildings  
Ms Zoe Lewandowski, Director of Human Resources  
Professor David Argyle, Head of The Royal (Dick) School of Veterinary Studies (for Item 6)  
Ms Fiona Boyd, Head of Stakeholder Relations  
Ms Kirstie Graham, Deputy Head of Court Services  
Dr Lewis Allan, Head of Court Services

**Apologies:**

The Rt Hon Donald Wilson, Lord Provost of the City of Edinburgh  
Lady Susan Rice

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

The Minute of the previous meeting and note of the seminar held on 21 September 2015 were approved.

**2 Matters Arising** **Verbal**

The Rector thanked those involved in the University's Christmas Carol Service held in St Giles' Cathedral on Sunday 6 December.

**3 Principal's Communications** **Paper B**

Court noted the content of the Principal's Report and the additional information on: the Christmas Carol Concert and civic reception; a vigil held in George Square for victims of the Paris terrorist attacks; the Principal's appearance before the Scottish Parliament's Education & Culture Committee on 10 November regarding the Higher Education Governance Bill; engagement with the Scottish Government prior to the draft Scottish Budget announcement on 16 December; and the successful outcome of the University's recent Enhancement-Led Institutional Review.

Members discussed the UK Government's Nurse Review, Higher Education Green Paper and Spending Review. Activities in Latin America were discussed, including the University's Office of the Americas and Centre for Contemporary Latin America Studies, with potential for growth in student numbers from the region noted.

**4 Honorary Assistant Principal designation** **Paper C**

On the recommendation of the Principal, Court approved the appointment of Professor Eve Cordelia Johnstone CBE to the post of Honorary Assistant Principal Mental Health Research Development and Public Understanding of Medicine with immediate effect until the academic year ending July 2017.

**SUBSTANTIVE ITEMS**

**5 Student Experience Update** **Paper D**

The Senior Vice-Principal presented an update describing ongoing work to understand and enhance the student experience. The encouraging 2:1 ratio of areas of positive practice versus areas for improvement in the Enhancement-Led Institutional Review and progress with student experience-related Estates projects mentioned at the 21 September Court meeting was noted.

The following points were raised in discussion:

- Plans to expand the EUSA Teaching Awards/"My Teaching Hero" campaign;

- Continuing visible recognition and reward of academic staff with excellent teaching records;
- Improvements to recruitment processes to emphasise the importance of teaching;
- Use of data to measure and improve teaching quality;
- Further improving annual review completion rates.

## **6 Edinburgh Global Academy of Agriculture and Food Security**

**Paper E**

The Head of the Royal (Dick) School of Veterinary Studies presented initial plans to develop an Edinburgh Global Academy of Agriculture and Food Security. The intention to collaborate with partner organisations and the potential for cross-University collaborations with the School of Biology, School of Social and Political Science, School of Geosciences and Business School was welcomed. Members expressed strong support for the direction of travel, noting that a search for a Chair/Leader of the proposed Global Academy could begin early in the New Year, with more detailed plans to be considered within the University's internal Planning Round.

Court approved the planned direction of travel to establish an Edinburgh Global Academy of Agriculture and Food Security.

## **7/8 Audit & Risk Committee Annual Report Risk Management post-year Assurance Statement**

**Paper F  
Paper G**

The Convener of the Audit & Risk Committee presented the Annual Report to Court and Risk Management post-year Assurance Statement. The work of the Audit & Risk Committee over the previous twelve months was summarised, with the Committee's support for planned improvements to IT security and regular meetings with Internal and External Auditors highlighted.

Court noted the Annual Report and Risk Management post-year Assurance Statement and was content with the assurances provided on the University's internal control environment to enable sign-off of the University's Annual Report and Accounts 2014/15.

## **9 Finance**

The Director of Finance presented the following:

- **Finance Director's Update**

**Paper H1**

Updates including the successful progress to date on the project to raise external funding in support of the University's Strategic Plan, the latest iteration of the Ten-Year Forecast and the University Management Accounts to October 2015 (Period 03) were received.

- **Annual Report and Accounts 2014/15**

**Paper H2**

Following scrutiny by Audit & Risk Committee and Policy & Resources Committee, the Annual Report and Accounts for the year ended 31 July 2015 were presented for approval. Financial highlights including growth in University Group income by 4.9% and an operating surplus of 3.1% were welcomed, with the importance of generating an operating surplus to allow for reinvestment noted. Members discussed the document, including the staff gender analysis and the continued vital contribution made by undergraduate student recruitment.

Court approved the Annual Report and Accounts 2014/15, noted the External Auditor's report and unqualified opinion and authorised the Principal, Vice-Convener of Court and Director of Finance to sign the document on behalf of Court as appropriate.

- **Letter of Representation**

**Paper H3**

Court approved the Letter of Representation to provide the required declaration to the External Auditor on the information contained in the Annual Report and Accounts, and authorised the Principal and Vice-Convener to sign on its behalf.

- **Report on the Analytical Review of the Management Accounts**

**Paper H4**

The analytical review of year on year movement in the University Income and Expenditure account and the main movements between the Quarter 3 forecast and financial outturn for 2014/15 was noted. Court provided support for continuing efforts to increase forecast quality; in particular, in estimating near term future activity.

- **US GAAP Annual Report and Accounts 2014/15**

**Paper H5**

The arrangements as set out in the paper were approved and it was agreed to appoint Dr Chris Masters and Ms Alison Grant 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.

## **10 Commercialisation**

The Director of Corporate Services presented the following:

- **Industry Engagement**

**Paper I1**

*The Convener of the Audit & Risk Committee declared an interest and absented himself from any decision-making on the item.*

Proposals for an integrated approach to the development, management and investment in Intellectual Property in support of the emerging industrial engagement strategy were considered. The Vice-Convener noted the importance of exploring means of generating additional value to invest in core University activities. The intention to develop long-term

high-value strategic industry partnerships (with Edinburgh Research & Innovation acting as a single point of contact) within the context of relatively low levels of corporate research and development expenditure in Scotland was discussed.

Noting that the proposal will entail a rationalisation of existing committees/groups, Court approved the formation of an Intellectual Property & Investment Group (IPIG), to act as an oversight body for innovation and entrepreneurship within the University.

- **Sunergos Innovations Limited**

**Paper I2  
Paper I3**

Plans to transfer equity held by the University in certain spin-out companies into Sunergos Innovations – a spin-out company comprised of staff from the BioQuarter Commercialisation team – and a flotation of Sunergos Innovations on the Alternative Investment Market of the London Stock Exchange were reviewed. The following points were discussed:

- potential collaboration with other universities;
- the detailed scrutiny of the proposals by the Policy & Resources Committee and associated Sub-Group, with the Sub-Group and the Committee both in support;
- level of risks, with the balance favourable and the reputation of the University helping mitigate risk;
- advice to be sought from a Nominated Adviser (Nomad) on the most suitable company name;
- openness to including College of Humanities and Social Science spin-outs as appropriate;
- investor interest in similar companies and the scale of assets to be transferred.

Court approved: the transfer of equity in certain spin-out companies into Sunergos Innovations; the delegation of authority to the Director of Corporate Services to work with the Directors of Sunergos Innovations (including the University's appointed Director) to oversee and approve the Initial Public Offering (IPO) process; and, the delegation of authority to the University Secretary for signing the transaction documents. It was agreed that the Policy & Resources Committee Sub-Group would monitor progress up to the IPO, with regular progress updates to be provided to Policy & Resources Committee and to Court.

## **11 Strategic Planning**

The Deputy Secretary, Strategic Planning presented the following:

- **Strategic Plan: Targets and KPIs progress report**

**Paper J1**

Progress made in the previous academic year against the targets and Key Performance Indicators within the Strategic Plan 2012-16 was reviewed. The overall positive performance was welcomed, with negative trends mainly relating to methodological changes in

measurement. Court agreed that the University is broadly on track to deliver against the Strategic Plan 2012-16.

- **Outcome Agreement 2016/17**

**Paper J2**

The proposed approach to updating the Outcome Agreement 2016/17 following refreshed Scottish Funding Council guidance was agreed.

## **12 Estates: Business Cases**

The Vice-Principal Policy, Planning & Resources presented the following:

- **'Building a new Biology' project**

**Paper K1**

The full business case for the provision of new and redeveloped facilities for the School of Biological Sciences in and around the Darwin Building at the King's Buildings Campus was considered. The ranking of the project as the top priority for estates development for the College of Science and Engineering was noted and the contribution made by suitable facilities in retaining and attracting high-performing staff discussed. Members noted external funding granted by public and philanthropic sources in support of the project and planned approaches to attract further external funding. Court approved the full business case and approved £35.25M funding from University Corporate Resources for essential enabling works, noting the previous Exception Committee approval of £2M expenditure on pre-enabling works and the requirement to spend £14.9M UK Research Partnership Infrastructure Funding by 31 March 2017.

- **Data Technology Institute**

**Paper K2**

A progress update and business case for the proposed Data Technology Institute was considered, following previous approval of £1.8M funding to undertake the design process. The intention to provide a predominantly outward-facing facility for the University's capabilities in data science, including Alan Turing Institute activities, in order to optimise links with Schools and Colleges, as well as extramural entities, was welcomed. It was noted that the intention to locate Business Informatics and Design Informatics within the building and the convenient location for the College of Humanities and Social Science will facilitate cross-University collaboration. Court supported the intention to seek external funding to enable co-location of industry alongside academic staff and postgraduate students in the new building, and approved the business case and associated funding as set out in the paper.

## **13 Annual Review 2014/15**

**Paper L**

Court welcomed and approved the proposed articles for inclusion in the 2014/15 Annual Review, to be presented to the February statutory meeting of the General Council and circulated to stakeholders.

## ITEMS FOR NOTING OR FORMAL APPROVAL

### 14 EUSA President's Report and Impact Report

Paper M

The EUSA President provided an update on activities since the last meeting and presented the annual EUSA Impact Report for 2014/15. Members noted the: expected future submission of proposals for revised roles and responsibilities of EUSA sabbatical officers; initiation of a consultation in relation to a long-term rebranding project for the Association; strong financial performance at mid-year point albeit with some weaker performance in term-time trading areas; and initial EUSA views on the upcoming Bursary Review scheduled for February Court.

### 15 Delegated Authority Schedule

Paper N

A Delegated Authority Schedule to supersede the existing version approved in 2003 and last revised in 2010 was considered. Court noted the addition of a category of 'novel or contentious arrangements' and approved the Delegated Authority Schedule for immediate implementation.

### 16 Committee Reports

#### • Exception Committee

Paper O1

The following matters approved by the Exception Committee on behalf of Court were noted:

- *'Building a new Biology' project*  
Approval of £2M expenditure for pre-enabling works to undertake sewer diversion works, relocate a glasshouse and to cover on-going design team fees.
- *University Collections storage*  
Approval of the purchase of the warehouse buildings that currently houses the University's heritage and library collections (Library Annexe) at a cost of £5.1M including VAT.
- *Appointment of Vice-Principal Philanthropy and Advancement*  
Approval of the creation of the post of Vice-Principal Philanthropy and Advancement. Mr Chris Cox, formerly Director of Development and Alumni Relations at the University of Manchester, has been appointed to the post and will join the University on 1 February 2016.
- *Quartermile acquisition – VAT implications*  
Approval of £2M expenditure to cover the VAT implications of the Quartermile acquisition approved by Court on 22 June 2015.

- **Policy & Resources Committee**

Paper O2

The key items discussed at the meeting were noted, including the expected future submission to Court of a proposal to establish Roslin Technologies Ltd. Funding of £2.15M for the creation of a new build satellite gym on the BioQuarter site was approved.

- **Nominations Committee**

Paper O3

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

Knowledge Strategy Committee

Appointment of Dr Claire Phillips from 1 January 2016 to 31 July 2018.

Investment Committee

Appointment of Mr David Bentley from 1 January 2016 to 31 July 2018. Minor amendments to the composition of the Committee as set out in the paper.

- **Audit & Risk Committee**

Paper O4

The report was noted.

- **Remuneration Committee**

Paper O5

The annual report and the separate report from the independent observer was discussed. It was agreed to explore whether in future years the report could include additional comparative data on salary awards (e.g. comparisons with previous years and other grades) and whether the Annual Report and Accounts could present salary data on senior clinical and non-clinical staff separately. Disappointment was expressed at the continuing gender pay gap, with members strongly supportive of efforts to improve the rate of change within the framework of merit-based appointment and remuneration policies.

- **Knowledge Strategy Committee**

Paper O6

The report and the intention to consider a 10 year digital transformation strategy at the next meeting of the Committee was noted.

- **Senatus Academicus**

Paper O7

The report was noted.

## 17 Resolutions

Paper P

The following Resolutions were approved:

Resolution No.64/2015: Foundation of a Personal Chair of Biocatalysis  
Resolution No.65/2015: Foundation of a Personal Chair of Global Public Health



Resolution No.66/2015: Foundation of a Chair of Future Infrastructure  
Resolution No.67/2015: Foundation of a Chair of Structural Engineering

The following draft Resolution was approved and referred to the General Council and the Senatus Academicus for observations:

Draft Resolution No.1/2016: Alteration of the title of the College of  
Humanities and Social Science

**18 Donations and Legacies**

**Paper Q**

Donations and legacies received by the Development Trust from 4 September to 16 November were noted.

**19 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.

**20 Any Other Business**

The Rector reminded members of the meeting of the corporate Trustee of the Andrew Grant Bequest to follow the Court meeting.

**21 Date of next meeting**

The next meeting of Court will be held on Monday, 8 February 2015 at the Informatics Forum.