



UNIVERSITY COURT

3 December 2018

Minute

Present: Ann Henderson, Rector (in chair)
The Principal, Peter Mathieson
Anne Richards, Vice-Convener
Edward Bowen, Chancellor's Assessor
Frank Ross, Lord Provost of the City of Edinburgh
Alan Brown, General Council Assessor
Doreen Davidson, General Council Assessor
Ritchie Walker, General Council Assessor
Elizabeth Bomberg, Senate Assessor
Sarah Cooper, Senate Assessor
Claire Phillips, Senate Assessor
Alexander Tudhope, Senate Assessor
Jo Craiglee, Non-Teaching Staff Assessor
Frank Armstrong, Co-opted Member
David Bentley, Co-opted Member
Robert Black, Co-opted Member
Perdita Fraser, Co-opted Member
Alan Johnston, Co-opted Member
Clare Reid, Co-opted Member
Susan Rice, Co-opted Member
Eleri Connick, President, Students' Association
Kai O'Doherty, Vice-President, Students' Association

In attendance: Angi Lamb, Rector's Assessor
University Secretary, Sarah Smith
Senior Vice-Principal Charlie Jeffery
Vice-Principal Jonathan Seckl
Vice-Principal David Robertson
Gavin McLachlan, Chief Information Officer & Librarian to the University
Phil McNaul, Director of Finance
Lee Hamill, Deputy Director of Finance
Tracey Slaven, Deputy Secretary, Strategic Planning
Leigh Chalmers, Director of Legal Services
Gary Jebb, Director of Estates
Theresa Merrick, Director of Communications and Marketing
James Saville, Director of Human Resources
Lewis Allan, Head of Court Services
David Newall, External Effectiveness Review Facilitator
Vice-Principal Chris Cox (for Item 14)

Apologies: None

1 Minute

Papers A1-2

The Minute of the meeting and the note of the seminar held on 1 October were approved.

2 Matters Arising & Review of Action Log

Paper A3

There were no matters arising and the action log was noted.

3 Principal's Communications

Paper B

Court noted the contents of the Principal's Report and additional information on: an away day held for senior staff and student sabbatical officers, with community building a key theme; the Universities Superannuation Scheme (USS), with the USS Trustee announcing that a new valuation will be undertaken; the Brexit-related resignation of the UK Minister of State for Universities; media coverage of some UK universities reported to be in financial difficulty; annual research income has increased to a record total of over £400 million, with all staff involved congratulated on this achievement; and, international activity – including a visit to the Zhejiang-Edinburgh Institute in Haining, China, and opportunities for collaborations with potential Chinese and Indian partners being explored. On behalf of Court, the Principal thanked Director of Finance Phil McNaull for his contribution to the University prior to his retirement at the close of the calendar year.

Members discussed the Principal's Question Time session with students; action taken to remove the University's logo used by non-affiliated social media accounts; contingency planning for Brexit scenarios; opportunities to enhance US-based development and alumni activities; and linking current students with Alumni Clubs.

SUBSTANTIVE ITEMS

4 Student and Staff Experience Action Plan

Paper C

Emerging proposals for an ambitious, multi-year programme of work to address concerns about the student and staff experience were reviewed. 8 themes have been identified, with a range of possible actions to shift practice and enhance student experience. It was noted that the action plan is not intended as a comprehensive set of staff experience actions, with the plan remaining student experience focused. Court discussed: the importance of regular communications with students and staff; linking physical and digital projects and connecting these with student and staff experience actions; and, improving digital offerings without depersonalising the learning experience. Noting that a more detailed and costed version of the plan is under development, the scale of ambition and direction of travel was supported.

5 EUSA President's Report

Paper D

The Students' Association President reported on recent developments. Members discussed NHS, University and EUSA support for students experiencing mental

health issues and transport provision between campuses, particularly the King's Buildings-Central Area shuttle bus service.

6 Strategic Plan 2016 Performance Measurement Framework

Paper E

An annual overview of progress using the Strategic Plan 2016 performance measurement framework was presented. The following points were raised:

- Positive performance in widening participation and research income was welcomed;
- Measures for undergraduates in graduate level employment six months after graduation and for operating surplus as a percentage of total income are within target parameters but marked as 'watching' indicators to match reporting in the Annual Report and Accounts;
- Measures of social and economic impact help demonstrate the positive community benefits of the University and this is under review;
- Reasons for the flat performance against the research income per academic measure will continue to be explored; and,
- Racial diversity will be considered within the forthcoming EDMARC (Equality Diversity Monitoring and Research Committee) report.

7 Audit & Risk Committee Annual Report

Paper F

The Convener of the Audit & Risk Committee presented the Annual Report to Court. The recommendations of an external review of the internal audit service were noted, with a co-source arrangement to be established, using an external provider to bolster and lead the in-house team and to provide additional specialist expertise. It was agreed that the report provides reasonable assurance that the University's internal control environment in 2017/18 was adequate to allow approval of the Annual Report and Accounts.

8 Risk Management Post Year End Assurance Statement

Paper G

It was noted that no significant new events or material issues since the year end of 31 July 2018 that could impact on the ability of Court to approve the Annual Report and Accounts had been reported.

9 Finance

• Finance Director's Report

Paper H1

Updates on the first full year forecast review for 2018/18, early repayment of external debt, the latest iteration of the Ten Year Forecast, tuition fees income reporting and the overall long term borrowing position of the University were provided. The full year forecast review was discussed, with Court and Policy & Resources Committee to be kept informed of progress in improving the forecast position for the second and third years of the rolling three year plan. Ensuring that the portfolio return for capital projects exceeds borrowing costs was discussed, with capital prioritisation methodology under development. Volatility in the external environment and mitigating options were outlined, with budget holders working to identify cost savings as appropriate.

- **Annual Report and Accounts 2017/18**

Paper H2

Following scrutiny by the Audit & Risk Committee and the Policy & Resources Committee, the Annual Report and Accounts for the year ended 31 July 2018 were presented for approval. The integrated reporting approach and its benefit in demonstrating performance to external funders was noted. Briefings held on the Annual Report and Accounts prior to the Court meeting were welcomed and it was requested that these continue in future years. Court thanked all staff for their contribution towards the financial performance of the University and those involved in producing the document. The Annual Report and Accounts 2017/18 was approved.

- **Letter of Representation**

Paper H3

The Letter of Representation, to provide the External Auditors with a written declaration that the Annual Report and Accounts are sufficient and appropriate and without omission of material facts, and its signing by the Principal and Vice-Convenor, was approved.

- **US GAAP Annual Report and Accounts 2017/18**

Paper H4

The US GAAP Management Commentary and Financial Statements 2017/18, a restatement of the UK figures in US format, were approved.

- **Medium Term Treasury Proposal**

Paper H5

The proposed strategy to invest surplus cash into asset-backed securities until planned use per the agreed capital plan was approved as set out in the paper.

- **Social Investments Update – Progress and Next Steps**

Paper H6

The update was noted and revisions to the Delegated Authority Schedule and Treasury Mandate approved.

10 Student Accommodation Residential Strategy 2018-2028

Paper I

A proposed student accommodation residential strategy was reviewed, noting the intention to update the strategy on an annual basis. Members commented on: welcoming the intention to improve the socio-economic mix and geographical spread of student accommodation and the future integration with the emerging transport strategy; the proportion of family/couples accommodation – to be kept under review; the estimated proportion of incoming Edinburgh-based students who would wish to take University accommodation; opportunities for student co-operatives; and, community engagement with a student accommodation development currently in the City Council planning process. The Strategy was approved and work underway to procure additional accommodation supported.

11 Staff Survey Update

Paper J

Results of the first all-staff engagement survey and initial next steps were considered. The following points were raised in discussion:

- The response should include communication of positive findings and be mindful of the need to prioritise and avoid initiative overload;
- Opportunity with large number of ‘amber’ responses to convert these to ‘green’ in future surveys and opportunity to address specific issues raised in different areas of the University;
- Managers should be fully engaged in responding to the survey, to avoid assumption that this is a central HR responsibility;
- Two-way engagement at all levels needed in considering responses and next steps;
- The visual presentation of the survey and detailed information provided at School/Directorate and subject/team level was welcomed;
- Guaranteed hours contracts were discussed, with management discussions continuing with Trade Unions.

ITEMS FOR NOTING OR FORMAL APPROVAL

12 Draft Ordinance: Composition of Court Paper K

Responses received during the statutory consultation were considered and a final draft Ordinance was approved for submission to the Privy Council Office.

13 Governance Code: Remuneration Paper L

[Alexander Tudhope and Eleri Connick recused themselves from the meeting for the duration of the item.]

Court approved: the expansion of Remuneration Committee’s membership to include one staff member of Court and the Students’ Association President with immediate effect; the appointment of Professor Alexander Tudhope as the Remuneration Committee staff member for a term of office to 31 July 2020; and, updates to the ‘Remuneration Committee: Framework for Decision Making’ document.

14 Development Trust Paper M

Court approved: the amendment to the Trust Deed; the changes to the trusteeship of the Development Trust; and, the terms of the Minute of Amendment implementing the changes to the trusteeship of the Development Trust. Authority was delegated to the University Secretary to sign the Minute of Amendment.

15 Network Replacement Procurement Governance Paper N

The procurement timeline was noted and approval granted for: the delegation of authority to the Principal for budget and contract approval; the contract award process for, subject to the Principal’s approval of the contract, authority for the University Secretary to sign the contract in consultation with the Director of IT Infrastructure and the Chief Information Officer & Librarian to the University.

16 Committee Reports

- **Court Universities Superannuation Scheme (USS) Sub-Group** **Paper O1**

The report was noted.

- **Policy & Resources Committee** **Paper O2**

The report was noted, with the Vice-Convenor commenting on progress made across a number of strands of interest to Court: commercialisation, the investment landscape, student accommodation and transport. A final Core Systems Procurement paper is planned for submission to Exception Committee in January 2019.

- **Nominations Committee** **Paper O3**

The report was noted.

- **Remuneration Committee** **Paper O4**

The report was noted, with the Convenor of Remuneration Committee commenting on the Committee's focus on equality and diversity and use of benchmarking.

- **Audit & Risk Committee** **Paper O5**

The report was noted and the Modern Slavery Statement 2017/18 approved.

- **Knowledge Strategy Committee** **Paper O6**

The report was noted.

- **Senate** **Paper O7**

The report was noted.

17 Resolutions **Paper P**

The following draft resolution was referred to the General Council and Senate for observations: Draft Resolution No. 5/2019: Boards of Studies

The following resolutions were approved:

Resolution No. 57/2018: Alteration of the title of the Chair of Melanoma Genetics and Drug Discovery

Resolution No. 58/2018: Alteration of the title of the Chair of Machine Learning

Resolution No. 59/2018: Alteration of the title of the Chair of Preclinical Ultrasound

Resolution No. 60/2018: Alteration of the title of the Chair of Paediatric Medicine

Resolution No. 61/2018: Foundation of a Personal Chair of Politics of the Muslim World

Resolution No. 62/2018: Foundation of a Personal Chair of Politics of Anthropology and the Humanities

Resolution No. 63/2018: Foundation of a Personal Chair of Politics of Particle Physics

18 Donations and Legacies

Paper Q

Donations and legacies received by the Development Trust from 1 September to 12 November 2018 were noted.

19 Court Meeting Dates 2019/20

Paper R

Meeting dates for the 2019/20 academic year were approved:

- Monday 30 September 2019
- Monday 2 December 2019
- Monday 17 February 2020
- Monday 27 April 2020
- Monday 15 June 2020

20 Uses of the Seal

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

21 Any Other Business

It was noted that:

- i) Any further Court members who wish to meet with the external effectiveness review facilitator should contact the Court Services Office;
- ii) Transport will be provided for those able to attend a reception in the Playfair Library for long serving members of University staff immediately after the meeting;
- iii) The draft Ordinance considered under Item 12 will be made available to the Secretary of the General Council prior to the next Business Committee meeting.

22 Date of Next Meeting

Monday, 18 February 2019