



THE UNIVERSITY *of* EDINBURGH

UNIVERSITY COURT

7 October 2024, Chancellor's Building, Edinburgh BioQuarter

Minutes

- Members Present:** Janet Legrand, Senior Lay Member
Simon Fanshawe, Rector
Rushad Abadan, Co-opted Member
Frank Armstrong, Co-opted Member
Dora Herndon, Students' Association President
Shereen Benjamin, Senatus Assessor
Richard Blythe, Senatus Assessor
Ruth Elliott, Students' Association Vice-President Community
Alastair Dunlop, Chancellor's Assessor
Tobias Kelly, Academic Staff Member
Peter Mathieson, Principal & Vice-Chancellor
Douglas Millican, Co-opted Member
Kathryn Nash, Trade Union Academic Staff Member
Mark Patrizio, Trade Union Professional Services Staff Member
Sarah Wolffe, General Council Assessor
Ruth Girardet, Co-opted Member
Hugh Mitchell, Co-opted Member
- Member Apologies:** Robert Aldridge, City of Edinburgh Council Assessor
Sarah McAllister, Professional Services Staff Member
Jock Millican, General Council Assessor
Alistair Smith, Co-opted Member
Kavi Thakrar, Co-opted Member
- In Attendance:** Imran Khan, Governance Apprentice
Leigh Chalmers, Vice-Principal & University Secretary
Gale Macleod, Rector's Assessor
- Presenters & Observers:** Lewis Allan, Senior Governance Advisor to the Vice-Principal & University Secretary
David Argyle, Head of College, Medicine & Veterinary Medicine
Christina Boswell, Vice-Principal Research & Enterprise
Iain Gordon, Head of College, Science & Engineering
Colm Harmon, Vice-Principal Students
Catherine Martin, Vice-Principal Corporate Services
Gavin McLachlan, Vice-Principal and Chief Information Officer, and Librarian
Sarah Prescott, Head of College, Arts, Humanities & Social Sciences
Daniel Wedgwood, Head of Court Services
Lucy Evans, Deputy Secretary Students (for item 7)
Anne-Marie Coriat, College Registrar, College of Medicine and Veterinary Medicine (for item 9)
Damien Toner, Director of Estates (for items 10 & 11)

OPENING ITEMS

Opening and welcome

Simon Fanshawe, Rector, formally opened the meeting, noting apologies as above. The Rector formally noted the resignation from Court of Douglas Alexander, following his election in July as a Member of Parliament and his appointment as a Minister of State. This created a vacancy on Court for a General Council Assessor.

The Rector's opening comments focused on the importance of accessing a variety of views from the large and diverse staff and student communities and the responsibility of the University and the Students' Association in that regard. Recognising that there were a number of current issues on which views were often strongly held and passionately expressed, he stressed the importance of ensuring that no member of the community felt afraid to express their views, citing examples of his concerns. In this context, the Rector welcomed the nature of the two recent Short Life Working Group reports on aspects of the University's investments, which had set out the variety of views held within the groups and had made areas of disagreement clear.

1 Minutes

Paper A1

The minutes of the meeting held on 17 June 2024 and the Special Meeting of Court held on 3 October 2024 were approved.

2 Matters Arising & Review of Action Log

Paper A2

Matter Arising

It was noted that Scottish Government officials and legal advisers were content with the draft revised Ordinance regarding General Council membership as agreed by Court on 26 February 2024, allowing submission of the Ordinance to the Privy Council Office for final approval.

Action Log

The Action Log was noted. No changes had been made to the current actions.

3.1 Principal's Report

Paper B

Peter Mathieson, Principal & Vice-Chancellor, updated Court regarding a number of recent developments, including:

- successful events hosted by the University, the Students' Association and the Sports Union to mark the beginning of the new academic year and welcome new students;
- engagement with UK Government over the future of supercomputing;
- the outcomes of national pay negotiations;

- the replacement of the Compliance Group with the Speakers & Events Oversight Group, with an expanded membership and remit;
- the successful hosting of the Edinburgh Book Festival at the University's Edinburgh Futures Institute; and
- the participation of University-linked athletes at the Paris Olympic Games.

The following points were made in discussion:

- The new remit of the Speakers & Events Oversight Group was welcomed and it was noted that this had the potential to produce positive change with respect to conduct in and around events on campus.
- There was active debate at both UK and Scottish levels regarding sustainable funding models for higher education.
- The University had had positive engagement with representatives of the UK Government regarding the future of Exascale computing but outcomes were not yet known.
- The Government's Artificial Intelligence Action Plan had been completed and was in the hands of Ministers. This was expected to contain advice that might influence significant strategic decisions with consequences for the University.

4 Committee Business

Exception Committee

Paper C1

Court noted the report and the following approvals that had been granted on behalf of Court by Exception Committee:

- approval of the budget for a recent IT contract and delegation of authority to Gavin McLachlan, Vice-Principal and Chief Information Officer and Librarian, to act as the authorised signatory this contract;

and, on the recommendation of Nominations Committee:

- re-appointment of Kathryn Nash to Policy & Resources Committee for a further term of three years, 1 August 2024 – 31 July 2027; and
- re-appointment of Kathryn Nash to Exception Committee for a further term of three years, 1 August 2024 – 31 July 2027.

Policy & Resources Committee

Paper C2

Court noted the report.

Nominations Committee

Paper C3

Court noted the report. Court's attention was drawn in particular to the intention to recruit within the current academic year to the vacant General Council Assessor position.

Douglas Millican, Convener of Audit & Risk Committee, highlighted a number of points from the paper. These included the committee's discussion of overall financial risks. It was intended that these, alongside the implications of the University's net-zero carbon targets, would be discussed further in a joint workshop of Audit & Risk Committee and Policy & Resources Committee, later in the academic year. Preparation of the Annual Report & Accounts was understood to be on track to meet the Scottish Funding Council's deadline.

Court approved the updated Audit & Risk Committee Terms of Reference.

Remuneration Committee: Revised Framework for Decision Making Paper C5

Hugh Mitchell, Convener of Remuneration Committee, noted that the Framework for Decision Making document had been reviewed and revised in the context of the publication in 2023 of a new edition of the Scottish Code of Good Higher Education Governance. Minor changes had been made to ensure alignment with the Code and the opportunity had been taken to clarify some other points and to reflect established practice clearly.

There was discussion of the established practice of recusal of the staff and student members of Remuneration Committee for discussion of the performance and reward of individuals. It was noted that disagreement remained on this point and that the motivation for the practice was to avoid any potentially inappropriate communication about employees to other employees and so to encourage open and frank discussion among the external members of the committee.

Court approved the revised Framework for Decision Making.

Senate**Paper C6**

Court noted the report. It was noted that the use of a Task & Finish Group to implement the recommendations of Senate's external review had proved a successful model and that the process followed had been highly consultative and thorough.

KEY ITEMS FOR DISCUSSION/DECISION**5 Finance
 Director of Finance's Report****Paper D**

Lee Hamill, Director of Finance, presented the report.

In providing an update on year-end calculations of EBITDA as a percentage of income for 2023-24, it was emphasised that the expected outturn followed in part from the inclusion of significant non-cash accounting entries and the receipt of restricted multi-year funding. For these reasons, recent positive movements did not result in cash coming into the University that could be deployed towards core

University activities and additionally would result in increased expenditure in future years. There was, therefore, a continued need to rebalance income and expenditure for core activities. A process to achieve this was already in progress, with a view to achieving the additional savings required for the agreed budget for 2024-25. Court had received information on this.

The following points were raised in discussion:

- While fully settled data on the University's recruitment of fee-paying students for 2024-25 were not yet available, it was apparent that the relevant intake had increased, overall but not up to the targeted levels. In future communication with Court, it would be helpful to include the resulting fees shortfall relative to budget in discussions of the required rebalancing.
- It was noted that the on-going planning and budgeting process was to produce immediate changes to expenditure and, where possible, income generation, but also strategic initiatives with longer-term benefits. Court would be kept updated as plans developed. A holistic approach was recommended, allowing Court to appreciate the interactions of different actions and their impacts.
- Targeted benchmarking was also recommended, to help clarify the nature of recent increases in expenditure. It was noted that a number of factors had contributed to these increases, including but not limited to wider inflation and fluctuation in activity in the wake of the Covid-19 pandemic.
- The Director of Finance provided examples of recent adjustments to financial management that had produced significant benefits.
- It was important to ensure an accurate understanding of the financial situation across the University community, including the different roles of Court and management in the budget-setting process.
- It was intended that the format of financial reporting to Court would be changed to include more contextual and planning information.

The Senior Lay Member noted that Lee Hamill was to leave the University and, on behalf of Court, thanked him for his substantial contributions to the University.

Court noted the report and granted delegated authority to the Director of Finance to conclude negotiations and agree the final outcome of the University of Edinburgh Staff Benefits Scheme valuation.

6 Court External Effectiveness Review: Recommendations

Paper E

Leigh Chalmers, Vice-Principal & University Secretary, summarised the key recommendations of the externally-facilitated effectiveness review of Court and its committees and the initial proposals of Nominations Committee to address these recommendations.

It was noted that one of these proposals had already been implemented, the set of regular attendees at Court meetings having been reduced as of this meeting.

The following points were made in discussion of recommendations relating to Court's role:

- Clarification of a number of aspects of Court's role would be welcomed. These included its role in relation to senior management and the balance of responsibility in relation to strategic decisions. It was noted that a degree of flexibility was required in this regard, in principle, to enable Court to focus in greater detail on priority areas and/or identified areas of risk, where appropriate.
- There was also scope to clarify Court's relationship to Senate. It was suggested that more direct interactions between the members of Court and Senate could help to achieve this.
- Greater clarity was also sought on the balance of responsibilities between Court and its committees.

It was noted that the intended review of the form and content of Court and committee papers might help to address some of these points, both by establishing the nature and range of members' expectations and preferences and by proposing practical adjustments to current practices.

In discussion of the recommendation relating to enhancing opportunities to hear the student voice, the following points were made:

- It was recognised that Court had a role in aiding student members of Court to fulfil their role effectively, given intrinsic challenges, which included a short term of office and student members' typical levels of governance experience, relative to other Court members. The current student members expressed gratitude to the many members of Court who had made efforts to help reduce these challenges.
- It was suggested that Court might wish to take action to ensure that its members were able to access a range of views from within the student community. There was discussion of the position of the Students' Association in relation to this. It was noted that, in line with the Code of Governance and charities legislation, the student members of Court, although officers of the Students' Association, did not act in a representative capacity when carrying out their Court roles.

Court noted the proposals from Nominations Committee, as set out in the paper, and it was noted that relevant work would be developed, with any key matters for decision to be brought to a future meeting of Court.

7 Student Experience Update: Student Surveys 2024 Results and Response

Paper F

Colm Harmon, Vice Principal Students, and Lucy Evans, Deputy Secretary Students, summarised key points from the paper.

The University's results from the National Student Survey (NSS) 2024 had been low in key areas in context of the sector and in comparison to benchmark institutions. While these results were concerning, major packages of work were already

underway that aimed to address the areas where improvement was required. This work was expected to be reflected positively in future years' surveys. Substantial improvements would be required in order to significantly increase the University's relative standing, since many other institutions were known to have received improved survey results.

Ongoing work included measures to achieve universal compliance with a maximum time-limit for provision of feedback on student assessments, including improved systems for monitoring this across the University. There was discussion of how to accommodate or adjust assessments that had previously, for specific reasons, required longer periods for marking and feedback.

The ongoing Portfolio Review was also expected to contribute to an improved student experience by creating greater clarity around course and programme offerings and enabling staff time and effort to be better focused. Clarity and efficiency would also be addressed through planned work to improve timetabling and, consequently, students' experience of navigating choices of study.

The Student Support Model was generating positive feedback and this was expected to be reflected in future years' surveys. Remaining operational issues were being addressed.

In further discussion, members stressed the need for improvement in key areas and made the following points:

- There was significant variation in the survey results from different parts of the University. More information on these differences would be helpful for Court. It would be important to identify the nature of good practice in high performing areas.
- Examples of high performance should be celebrated, both those parts of the survey where the institution as a whole had performed well and those parts of the University which had performed well individually.
- The respondents of the NSS being only final-year undergraduate students from the previous academic year, there would be no opportunity to seek further reflections, including on efforts to address key issues, from the same cohort. The University should consider how relevant insights might be drawn from present students.
- It was suggested that a clear and systematic framework be developed for understanding the student experience as a whole and that the Students' Association's framework, which had been presented in the Court seminar, provided a good model for this.
- As had previously been discussed, there was to be consideration of how to keep Court informed of developments in work on the student experience, to ensure thorough but efficient oversight. This might include a greater degree of input from the Heads of College at a future Court meeting.

8 Students' Association and Sports Union Reports

Students' Association Report

Paper G1

Court noted the report. A new, more thematic style of reporting in the paper was welcomed. Discussion centred on how to interpret and improve the results of a question within the NSS on the effectiveness of the Students' Association in representing students' academic interests. It was noted that students' overall impressions of representation of their academic interests would depend on a combination of the actions of the Students' Association and the University. Among other things, the Association was aiming to enhance its openness and transparency in order to ensure that students felt their views were being heard and represented.

Sports Union Report

Paper G2

Court noted the report. It was noted in discussion that sport facilities and opportunities to participate made a significant contribution to the University's reputation.

9 College of Medicine and Veterinary Medicine: Modernising Governance and Structure

Paper H

David Argyle, Head of the College of Medicine and Veterinary Medicine (CMVM), and Anne-Marie Coriat, College Registrar, outlined the nature and purpose of proposed changes to the internal structure and governance of the College. It was noted that the proposed modernisation programme was intended as a strategic foundation for sustainable long-term change. It would create greater transparency and consistency within CMVM and create more consistent structures across the Colleges. The proposed modernisation programme was designed to support strategic decision-making, an important element of this being to enhance academic and professional services partnerships.

Discussion included the following points:

- Organisationally, teaching was not evenly distributed across the six proposed Schools in the new College structure, although academic staff from all Schools would contribute to teaching. There was discussion of implications for the student experience and the need to foster a sense of community at appropriate levels.
- It was observed that the student experience was not covered in detail in the paper, nor did it include evidence of wide consultation with students. It was noted that the student experience had been a key motivation for the modernisation proposals, although this was not prominent in the broad framework proposed at this stage. There would be further consultation as more detailed plans were developed under the new framework.
- New professional services positions would result largely from re-organisation of existing roles. The new framework was intended to provide greater accountability and coherence across the professional services leadership structure.

- The time-limited nature of the change programme was welcomed, while recognising that working at pace would require additional care to ensure appropriate consultation and effective implementation.

Court approved the revised School structure for CMVM.

10 New Darwin – Estates Project

Paper I

Iain Gordon, Head of the College of Science & Engineering, and Damien Toner, Director of Estates, outlined the proposed project, which would deliver the final phase of the ‘Building a New Biology’ project, creating a new hub for the School of Biological Sciences. It was noted that this would enable the University to further enhance a leading centre of research and teaching, whose specialist areas included priority areas identified by government, experienced high student demand and had great potential for increased engagement with industry.

It was noted that the requested funding was within the project budget that was contained in the current Estates Capital Plan and that a good Internal Rate of Return was expected from the project. Estates Committee had considered the project and strongly recommended it for approval.

In discussion, it was noted that the financial benefits of the project included an expansion in fee-paying student numbers, while the University was not pursuing a growth strategy overall. This increase would in part be balanced by expected changes in other student populations and other financial benefits would flow from a re-balancing of sources of research funding and increased commercialisation activity.

There was discussion of the wider implications of estates projects in the context of concluding a significant part of the current Estates Capital Plan and developing the next one. It was noted that, in this context and that of other strategic priorities, a holistic view would benefit Court when considering future projects.

Court approved funding to progress the project to completion.

11 Strategic Acquisition Update

Paper J

Damien Toner, Director of Estates, summarised recent developments and Court gave approval to progress the proposed acquisition process with appropriate revisions.

ITEMS FOR NOTING OR FORMAL APPROVAL

12 Scottish Funding Council (SFC) Outcome Framework and Assurances Model

Paper K

Court noted the paper.

13 Development & Alumni: Alumni Relations Activity

Paper L

Court noted the report

14 Remuneration Committee: Senior Leadership Team Annual Remuneration Review 2025 – Proposed Approach

Paper M

Court endorsed the approach to the review of Senior Leadership Team remuneration and the Principal's salary, to be presented for approval by the Remuneration Committee at its January 2025 meeting, noting that the approach had not substantively changed since the previous year's process.

15 Any Other Business

There was no other business.

16 Date of Next Meeting

Monday 2 December 2024