

EDINBURGH NAPIER UNIVERSITY
UNIVERSITY COURT

**Minutes of the meeting held on Monday 27 June 2011
at 3.45 pm in the Castle Room, Craighouse Campus**

Present: Ms M. Ali; Professor A. Burns; Professor G.C. Borthwick (Chairman); Dr J. Boyle; Ms K. Bylinska; Lady Clark of Calton (Chancellor's Assessor); Mr M. Connarty; Professor J. Duffield (Vice-Principal, Academic); Mr W. Gallagher; Mr R Kemmer; Mr R. Maclennan; Mr G. McCarra; Ms J. Paslawska; Mr B. Naylor; Dr J. Rees (Vice-Principal, Academic Quality & Customer Service); Mrs A. Smith; Professor Dame J. Stringer (Principal & Vice-Chancellor); Ms M. Stephenson (Vice-Chair); Dr P. Stollard; Mr R. Sweetman.

Apologies: Mr G. Kildare; Professor R. Mackenzie (Vice-Principal, Commercialisation); Mrs P. Woodburn.

In attendance: Mr D Cloy (Clerk); Mrs M Cook (Director of Human Resources); Ms J Mackenzie (Finance Director); Dr G Webber (University Secretary);

Observers: G Ingram; T Zanelli

1. OPENING REMARKS, WELCOME AND APOLOGIES

- 1.1. The Chairman welcomed everyone to the final meeting of the 2010/11 Academic Session.
- 1.2. The Chairman welcomed Tom Zanelli (NSA President Elect) who was attending Court as an observer as part of his induction to his new role, and also welcomed Gillian Ingram, who was observing Court as part of her induction to her new role as PA/Executive Support Officer to the University Secretary.
- 1.3. The Chairman reported on the outcome of the recent election for the non-academic staff member, and advised that Steven Logie had been elected and would join Court from 1 August 2011.
- 1.4. The Chairman reported that Jonathan Watson had resigned from Court membership with immediate effect.
- 1.5. The Chairman also reported that the Cabinet Secretary for Education and Lifelong Learning, Mike Russell MSP, had been in contact with the Chairs of Scottish University Courts to advise on the Scottish Government's intention to conduct a review of University Governance, which would be starting shortly. It was reported that there would be discussion among the Chairs to determine how to respond to this.
- 1.6. The apologies were **noted**.

Part A Items for Discussion

2. MINUTES OF THE MEETING HELD ON 21 MARCH 2011 UC(10/11)40

- 2.1. The minutes of the meeting held on 21 March 2011 were **approved** as an accurate and fair record of the meeting.

3. MATTERS ARISING

- 3.1. No matters arising were identified.

4. PRINCIPAL'S REPORT UC(10/11)41

- 4.1. The Principal introduced her written report, highlighting the continued uncertainty regarding the future of public higher education funding in Scotland. It was reported that Mike Russell MSP (Cabinet Secretary for Education and Lifelong Learning) had attended a recent Universities Scotland meeting where discussion had centred around funding and issues surrounding the charging of fees for rest-of-UK students. It was further reported that a statement on this matter was due to be made in the Scottish Parliament on Wednesday 29 June. It was noted that the Scottish Government had re-affirmed its commitment to fill any funding gap arising.
- 4.2. Discussion followed during which it was noted that the University may be considered to be in the best position it could be in terms of its investments, finances, efficiencies and strategic focus on growing income to ensure future sustainability. It was further noted that despite the lack of clarity as to the future funding situation, the University was undertaking scenario modelling based on a number of assumptions to enable it to effectively plan for a range of potential outcomes.
- 4.3. The University Secretary reported on the Scottish Government's review of University Governance, noting that key areas of focus included the question of whether any Privy Council powers could be removed and whether the constitutional basis for Universities should be brought under a single piece of legislation. It was further noted that the Scottish University Secretary's Group was working with Universities Scotland to obtain legal advice on this area.
- 4.4. The Principal reported that the Times Good University Guide 2012 league table had been published recently, in which the University's overall position had dropped by 5 places, a trend reflected in almost all Scottish modern Universities, however the University remained second in Scotland amongst the Scottish moderns. It was noted that the University continued to focus efforts on improving student satisfaction. It was further reported that the University had achieved first place amongst Scottish Universities in the People & Planet Green League.
- 4.5. Thereafter, Court **noted** the report.

5. REVIEW OF CURRENT FINANCIAL POSITION UC(10/11)42

- 5.1. The Director of Finance introduced the paper which presented Court with an overview of the University's financial position at 30 April 2011. It was noted that

operational forecasts for the year had been robust and that adjustments had been made as information had become available and assumptions which could not previously be quantified had crystallised. In view of this, it was reported that the operational surplus for the year would exceed the budgeted surplus of £1m with the total surplus for the year now forecast at £3.263m after exceptional items. It was considered unlikely that the forecast outturn would not be achieved and was further noted that this had the potential to increase further if outstanding areas of uncertainty were to have favourable outcomes.

5.2. Discussion followed during which Court was assured that the figure given for dilapidations was an estimate for accounting purposes, but that appropriate professional advice would be obtained, and negotiations would be undertaken to seek to ensure that this figure was minimised.

5.3. Thereafter Court **noted** the report.

6. THREE YEAR FINANCIAL FORECAST AND BUDGET FOR 2011/12 UC(10/11)43

6.1. The Director of Finance introduced the paper which provided Court with the financial forecast for the period 2013-14 and the indicative budget for 2011-12. It was noted that the Finance & Commercialisation Committee had, at its meeting on 2 June 2011, considered the financial strategy including the financial plan, budget for 2011-12 and the key risks and sensitivities. The Committee had subsequently agreed to recommend to Court that the indicative budget for 2011-12 and the approach taken to the preparation of the financial forecasts for the period to 2013/14, which would form the basis of submissions to the Scottish Funding Council, be approved. A summary of the key elements of the financial strategy and the assumptions used was provided, and it was noted in particular that there were no indicative allocations for re-structuring in the next financial year as no large scale re-structuring was planned. The indicative allocation for strategic funds to enable continued investment in growth areas was also highlighted.

6.2. Discussion followed during which clarification was provided regarding the factors giving rise to the zero budget allocation for residential accommodation, with Court assured that appropriate investment would continue in future years. In response to a question regarding discussions with trades unions regarding avoidance of redundancy, it was noted that the University's approach was broadly consistent with other institutions and that it was engaging appropriately with trades unions on this issue. It was further noted that relevant matters arising from such negotiations would be reported to Court through its Human Resources Committee.

6.3. Thereafter, Court **approved** the three year financial forecasts for the period to 2014, which form the basis of the submission to the Scottish Funding Council, and **approved** the indicative budget for 2011/12.

7. CORPORATE PLAN ANNUAL UPDATE UC(10/11)44

7.1. The Principal introduced the paper which provided Court with the annual update to the Corporate Plan, which provided an updated overview of how strategic progress would be delivered over a three year planning horizon. It was noted that the review of the Corporate Plan had confirmed the continued relevance of

the majority of sub-objectives and actions and had removed or updated a small number of actions to reflect progress.

7.2. Discussion followed during which a question was raised concerning the expression of the sub-measures in terms of their ability to deliver the strategic objectives. It was noted that, although the sub-objectives and actions were considered the right ones to deliver the strategy, more work was required to ensure that there was appropriate cross-correlation of sub-objectives and actions and clarity in how they are expressed. It was agreed that this point would be taken forward by the Executive in the course of ongoing strategic discussions, and reflected in future updates to Court.

7.3. Thereafter Court **noted** the report.

8. UNIVERSITY TOP RISKS FOR ACADEMIC YEAR 2011/12 UC(10/11)45*

8.1. The University Secretary introduced the paper which outlined the University's Top Risks for the Academic Year 2011/12, as previously considered and approved by the Audit Committee. It was noted that Court was invited to consider and approve the Top Risks Matrix as part of its remit to monitor the management of significant risks which have the potential to affect the University's ability to achieve its strategic goals.

8.2. Discussion followed during which views were expressed as to the relative ranking of certain risks, and the expression of certain risks, whereupon it was agreed that Court would in future receive monitoring reports on all 18 of the top risks identified.

8.3. Thereafter Court **approved** the Top Risks Matrix for academic year 2011/12, on the understanding that progress on all 18 top risks would be reported to Court.

9. REPORT FROM NOMINATIONS COMMITTEE UC(10/11)46

9.1. The Chairman of Court introduced the paper which provided Court with a report of the recent meeting of the Nominations Committee and highlighted a number of decisions taken regarding Court membership, the recruitment exercise to fill forthcoming lay member vacancies, the proposals for membership and convenorship of Court Committees, and reported on Chairman's action taken on behalf of Remuneration Committee and Court regarding Vice Principal posts.

9.2. The Chairman also reported on the main outcomes of the Court members' annual review, highlighting the high average satisfaction and enjoyment rating from involvement with the work of the University and the broadly positive feedback from respondents about their experiences on Court, with the Court Induction and Court/PEG strategy events particularly valued. It was noted that some respondents felt there would be benefit from fuller discussion on some issues at Court, and that the Chairman was keen to facilitate such discussion where appropriate in this, and future meetings. A desire for Court to engage more directly with students would also be considered. Thanks were extended to those involved in the support of Court and its committees for the excellent

services provided which enabled Court and its committees to effectively discharge their remits.

9.3. Discussion followed, during which it was noted that the offering of an additional year up to a maximum 9 years of office was by exception, based on membership planning considerations.

9.4. Thereafter Court a) **approved** the proposal that, in liaison with Nominations Committee, Chairman's action should be taken over the summer to invite suitable candidates to become lay members of Court; b) **approved** the proposals for the membership and convenorship of Court committees; and c) **homologated** Chairman's action taken on behalf of Remuneration Committee and Court regarding Vice Principal structure.

10. ARRANGEMENTS FOR THE APPOINTMENT OF A NEW CHAIR OF COURT **UC(10/11)47**

10.1. The Chairman of Court introduced the paper presenting a proposal from Nominations Committee regarding the process for appointing a new Chairman of Court, to succeed him at the end of his term on 31 July 2012. It was proposed that a structured appointment process open to both internal and external candidates be followed, and that an appointment committee chaired by Margaret Stephenson (Vice Chair of Court) be established, with full delegated authority to conduct the search and make the appointment.

10.2. Discussion followed during which the proposed process was welcomed and the composition of the appointment committee, and its inclusion of the Principal, was considered and endorsed. It was noted that lay members were in the majority on the committee which was also consistent with the composition of Court's Nominations Committee.

10.3. Thereafter Court a) **approved** the selection process for a new Chairman of Court; b) **approved** the constitution and Chair of the appointment committee, and **delegated authority** to the Chair of the appointment committee to appoint the remaining members of that committee; and c) **delegated its authority** in full to the appointment committee to manage the process, conduct a search, consider applications (from within and out-with the current Court membership), select a candidate and "elect" them to the Chairmanship of Court, if necessary immediately following their appointment as a lay member.

11. ACADEMIC BOARD REVIEW **UC(10/11)48**

11.1. The Principal introduced the paper which reported on the outcome of the effectiveness review of the Academic Board which was conducted across the 2010-11 session. It was noted that this had resulted in a revised committee structure designed to enable efficient and effective deliberation on the University's academic matters whilst reducing complexity, minimising overlap and providing clarity of delegated authority. It was further noted that the review presented, for Court's approval, a proposed revised constitution for the Board, which was largely consequent to structural change and which was considered to

strike the appropriate balance between size and range/balance of representation.

11.2. Discussion followed during which it was noted that the revised constitution presented was considered to be a reasonable representation of the balance of academic interests within the University, and that the balance towards elected membership was broadly in line with that of the equivalent bodies in other HEIs, and was significantly higher than many.

11.3. Thereafter Court **noted** the report and **approved** the revised Academic Board constitution.

12. ANNUAL REPORT TO THE SCOTTISH FUNDING COUNCIL UC(10/11)49

12.1. The Vice Principal (Academic Quality & Customer Service) introduced the paper which presented the annual report on institution led review for the Scottish Funding Council, which Court was invited to endorse ahead of its submission.

12.2. Court **endorsed** the annual report on institution led review for submission to the Scottish Funding Council

13. HONORARY AWARDS

UC(10/11)50*

13.1. Court **approved** all but one of the proposals for Honorary Awards, as recommended by the Honorary Awards Committee, and approved by the Principal through Convenor's action on behalf of Academic Board.

13.2. In response to an observation regarding the gender balance of the nominations received on this occasion, it was noted that the University had a good record overall of bestowing honorary awards on a diverse range of individuals, and that Court (including the Napier Students' Association Sabbaticals) and staff of the University are encouraged to submit nominations for appropriate individuals who reflect the diverse community it serves.

[Clerk's note: this paper was tabled and collected from members following the meeting]

Part B Items for Information

14. ACADEMIC BOARD MINUTES FROM 27 MAY 2011 UC(10/11)51

14.1. Court **noted** the minutes of the meeting of Academic Board held on 27 May 2011.

15. HEALTH AND SAFETY ANNUAL REPORT

UC(10/11)52

15.1. Court **noted** the annual report on the University's activity in the area of Health and Safety management, as recommended by the Health and Safety Committee, which confirmed that there were arrangements in place within the University to secure and promote health and safety.

16. REPORT ON THE IMPLEMENTATION OF THE GOVERNANCE REVIEW RECOMMENDATIONS **UC(10/11)53**

16.1. Court **noted** the report which confirmed that all the approved recommendations arising from the 2009/10 Governance Review had been adopted and implemented as appropriate.

17. REPORTS FROM COURT COMMITTEES

17.1. Court received and **noted** reports from the following standing committees:

- a) Health and Safety Committee meeting on 11 May 2011 **UC(10/11)54**
- b) Audit Committee meeting on 30 May 2011 **UC(10/11)55**
- c) Estates Committee meeting on 12 April 2011 **UC(10/11)56**
- d) Estates Committee meeting on 7 June 2011 **UC(10/11)57**
- e) Finance and Commercialisation Committee meeting on 31 March 2011 **UC(10/11)58**
- f) Finance and Commercialisation Committee meeting on 26 May 2011 **UC(10/11)59**
- g) Students' Association Committee meeting on 31 May 2011 **UC(10/11)60**
- h) Human Resources Committee meeting on 9 June 2011 **UC(10/11)61**

18. MEETING DATES FOR 2011/12 **UC(10/11)62**

18.1. The dates of future Court meetings were **noted**.

19. VALEDICTIONS

The Chairman paid tribute to demitting members of Court; Kasia Bylinska who had completed her two years as NSA President; Justyna Paslawska who had completed her year as an NSA Sabbatical Officer; Vice Principal Jenny Rees who was leaving the University in September, Alison Smith who had completed her four year term as elected non-academic staff member and Brian Naylor who was leaving after nine years of service to Court.

*indicates a paper to which an exemption under the Freedom of Information (Scotland) Act 2002 applies.