

EDINBURGH NAPIER UNIVERSITY

UNIVERSITY COURT

Minutes of the meeting held on Monday 26th October 2009 at 3.45 pm in the Castle Room, Craighouse Campus

- Present:** Ms M. Ali; Professor G.C. Borthwick (Chairman); Dr J. Boyle; Dr L. Burley; Professor A. Burns; Ms K. Bylinska (NSA President); Mr O. Cruickshank; Dr P. Easy (Senior Vice-Principal); Mr W. Gallagher; Professor R. Mackenzie (Vice-Principal, Research & Knowledge Transfer); Mr G. McCarra; Mr B. Naylor; Dr J. Rees (Vice-Principal, Academic Quality & Customer Experience); Professor B. Sloan; Mrs A Smith; Ms M Stephenson (Vice-Chair); Dr P Stollard; Professor Dame J. Stringer (Principal & Vice-Chancellor); Professor J. Watson
- Apologies:** Lady Clark of Calton; Mr M. Connarty; Mr H. Hall; Mr G. Kildare; Mr R Sweetman
- In attendance:** M Cook (Director of Human Resources); E Gibson (Finance Director); S Logie (Clerk to Court); Dr G Webber (University Secretary);
- Observers:** Ms J Mackenzie (Deputy Director, Finance); Ms L Maberley (Head of Corporate Communications).

1. Welcome and Opening Remarks

- 1.1 The Chairman welcomed everyone to the first Court meeting of the 2009/10 Academic Session.

2. Presentation: Pandemic Flu Presentation

- 2.1 The Chairman invited the University Secretary to give a presentation on the University's preparations for Pandemic Flu. Following the presentation members noted that the level of preparedness was very encouraging and were reassured that the plans were being tested appropriately in liaison with other local organisations. It was noted that there has been considerable proactive planning regarding potential communication issues and that contingency plans have been considered at both University and department level.

3. Opening Remarks & apologies

- 3.1 The Chairman noted the apologies. In his opening remarks the Chairman welcomed six new members to their first University Court: M Ali, P Stollard, W Gallagher (as lay-members), K Bylinska, O Cruickshank (as NSA student sabbaticals), and B Sloan (as a member drawn from Academic Board). He then gave a valediction for the Finance Director, E Gibson, who was in

attendance at Court for the last time, due to his retirement at the end of the month. The Chairman welcomed interim Finance Director, J McKenzie, to Court along with L Mabberley who was also in attendance as an observer.

- 3.2 The Chairman commended the new Court Handbook to members as a useful reference document and noted that each member had been issued with a number of useful publications and with a name badge for use at University receptions. University tartan scarves and ties were also available.
- 3.3 The Chairman closed his introductory remarks by reflecting on a recent visit by Court members to the Sighthill Campus development. He noted the considerable progress being made and that the project continues to be on time and on budget. Further visits to Sighthill are being arranged for March 2010.

Part A For discussion and decision

4. Minutes of the Meeting held on 22nd June 2009

- 4.1 The minutes of the meeting held on 22nd June 2009 (paper UC/09/39) were **approved** as an accurate and fair record of the meeting.
- 4.2 Matters Arising: No matters arising were raised that did not appear elsewhere on the agenda.

5. Membership of Court and Standing Committees

The Chairman introduced paper UC(09/10)/01 which provided an update on a number of issues in relation to the membership of Court and its standing committees.

5.a Recruitment of New Lay Members

- 5.1 The Chairman provided Court with an update on the recruitment of new lay members and the high calibre of applicants was noted.

5.b Recruitment from Under-represented Communities

- 5.2 The Chairman provided Court with an update on the University's actions to recruit a Court member from an under-represented community. In his report he noted that despite a number of efforts being made there continued to be difficulty in attracting such applicants. Members were encouraged to nominate to the Chairman anyone whom they believe meets the criteria and would be able to make an appropriate contribution to the work of Court.
- 5.3 In discussion members considered the importance of being clear what 'under-represented' meant in the Edinburgh Napier context. It was further noted that regardless of background, all members must be chosen based on their capabilities and the strengths that they would bring to Court and the University.
- 5.4 It was agreed that further consideration should be given to clarifying the under-represented communities that are being targeted. At the request of the

NSA President it was further agreed to clarify whether a representative for an under-represented community could be a current matriculated student.

5.c Court and Standing Committee Membership

5.5 The Chairman outlining briefly the membership of Court and its Standing Committees, noting that due to timing issues new members had already been invited to attend the committees to which they had been allocated.

5.6 Following the discussion Court **noted** the recruitment of the three new lay-members, **noted** the attempts to recruit from under-represented communities, and **approved** the committee membership for 2009/10.

6. Financial Report: Provisional Out-turn for 2008/09

6.1 The Finance Director introduced paper UC(09/10)02 which informed members of the provisional year-end position for 2008/09. It was noted that the audit was effectively complete and no new issues had been raised by the auditors. It was reported that the year-end outturn will be formally presented for approval at the December Court meeting.

6.2 Court raised no issues for discussion before it **noted** the report.

7. Governance Review 2009/10

7.1 The University Secretary introduced paper UC(09/10)03 which provided proposals for a 'light touch' quinquennial Governance Review, due to be conducted in 2009/10. In discussion it was agreed that the term 'light touch' should be avoided in case this was assumed to imply that the review might not be thorough.

7.2 In response to a specific question it was reported that at present it is believed the University is fully compliant with the CUC Code of Practice and that no significant governance issues have been identified; this however would be tested during the review. The issues of benchmarking and independence were discussed. It was suggested that the working group might consider commissioning an external review or including an external member. It was subsequently suggested that a new lay-member with suitable experience of governance reviews might be equally capable of providing an essentially "external" perspective. There was a helpful discussion of the need to be clear about the differences between reviews of governance and effectiveness, and the Principal suggested that some of the issues arising from the forthcoming review might be discussed at the Court/PEG residential in February 2010.

7.3 Court **approved** the proposals set out in the paper. The Chairman agreed to consider the points raised at the meeting in finalising the membership of the working group, and it was noted that an interim report would be presented to Court in March 2010

8. Annual Report to the Scottish Funding Council

8.1 The Principal introduced paper UC(09/10)04, the purpose of which was to provide Court with the annual report to the Scottish Funding Council on

institution led review. It was noted although the report has already been submitted it must be endorsed by the governing body.

8.2 Court considered and subsequently **endorsed** the annual report.

9. Annual Report on Equality & Diversity

9.1 The Vice-Principal (Academic Quality & Customer Experience) introduced paper UC(09/10)05 and outlined its purpose was to provide Court with an annual report on the University's activities in respect of equality and diversity and the annual report from the University Equal Opportunities Committee.

9.2 In discussion it was noted that the University might further enhance its cultural sensitivity in areas such as catering. Nevertheless, members welcomed the University's existing commitment to equality and diversity, and suggested that it might be helpful to consider the extent to which KPIs might assist in monitoring future progress. It was also suggested that it might be helpful for Court to receive an interim report on these matters as well as an annual summary. It was confirmed that the University would continue to draw upon a variety of external sources to help inform its practice. Finally, it was noted that there might be ways in which the University website could be enhanced to further improve its accessibility

9.3 Court **noted** the report and invited the Vice-Principal to consider the issues discussed at the meeting

10. Application to change the title of the Napier University Development Trust

10.1 The University Secretary introduced paper UC(09/10)06 which outlined an application to change the name of the Napier University Development Trust to the Edinburgh Napier University Development Trust.

10.2 Court **approved** the change of title noting it was a sensible action to reflect the change of the University's name in February 2009.

11. Honorary Awards

11.1 The Principal introduced paper UC(09/10)07 which presented for Court's endorsement the nominations for Honorary Awards discussed and approved at the July 2009 meeting of the Academic Board. The Chairman noted for transparency that he knew one of the nominees personally, but confirmed he had no previous role in the nomination or approval process. Members were reminded the nominations must be treated in the strictest confidence and the individuals identified must not be disclosed. It was agreed a revised process should be introduced when Honorary Awards are next considered by Court. It was confirmed that members of Court may nominate individuals for Honorary Awards. The Clerk to Court therefore undertook to circulate the appropriate guidance to members.

11.2 Court considered and **endorsed** the six recommendations for Honorary Awards.

12. Constitution of a Vice-Principal Appointment Panel

- 12.1 The Chairman introduced paper UC(09/10)08, the purpose of which was to support the governance actions required in respect of the recruitment of a new Vice-Principal (Academic). It was noted that the arrangements outlined in the paper were identical to those previously approved for the appointment of the Vice-Principal (Strategy & Resources).
- 12.2 Court **approved** the panel composition and **delegated** to that panel its full authority to appoint the Vice-Principal.

Part B For Information

13. Principal's Report

- 13.1 The Principal introduced paper UC(09/10)09, providing a report to Court on significant developments affecting the University that were not covered elsewhere on the agenda. The Principal highlighted the report was on this occasion in two parts – a review of the previous academic session and an update on current issues and developments. External issues were outlined regarding the draft Scottish budget, the Scottish Funding Council (SFC) consultation on teaching funding groups, and the implementation of the SFC New Horizons fund. The Principal highlighted issues regarding student recruitment and retention, new opportunities in India, and the positive outcome of the recent Voluntary Severance Scheme. There was a brief discussion regarding the various issues raised, which included a discussion regarding collaboration with key partners. Following the discussion the Chairman invited the Vice-Principal (R&KT) to reflect upon the University's considerable success in 2008/09 regarding research and commercialisation.
- 13.2 Court **noted** the Principal's Report.

14. Update on the development of a Pathway College

- 14.1 The Principal introduced paper UC(09/10)10 which provided Court with an update on the development of a Pathway College. It was reported that following a review of potential partners NAVITAS was selected and a Business Plan was approved by PEG in September 2009, with negotiations now at an advanced stage with a view to having a first cohort of students starting at the college in June 2010. Court sought further information regarding the number of students the Pathway College would recruit and the potential income streams. The Senior Vice-Principal and Finance Director responded to the issues raised, noting that it offers a significant opportunity for the University. It was further noted that the business case had been discussed in detail at the Finance & Commercialisation Committee.
- 14.2 Following discussion the update was **noted**.

15. Report on the outcome of the recruitment for a new Vice-Principal

- 15.1 The Principal provided Court with an update on the recruitment of a new Vice-Principal (Strategy & Resources). It was reported that Mr David Soutter, who

had previously accepted the post, had indicated earlier in the day that he was no longer able to take up the appointment at Edinburgh Napier and would instead be remaining at Coventry University. Court noted the disappointing news and asked the Principal to reflect on the most appropriate action

15.2 Court **noted** the update on this matter.

16. Academic Board Minutes from 2nd October 2009

16.1 The Principal introduced paper UC(09/10)11, which presented the minutes of the October 2009 meeting of Academic Board.

16.2 Court **noted** the minutes of Academic Board.

Part C: Not intended for discussion

17. Reports from Committees

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

17a) Audit Committee meeting held on 30th September 2009

17b) Finance & Commercialisation Committee meeting held on 1st October 2009

17c) Health & Safety Committee meeting held on 7th October 2009

17d) Nominations Committee meeting held on 8th October 2009

17e) Estates Committee meeting held on 13th October 2009

18. Forward Schedule of Court Business

18.1 The Chairman introduced paper UC(09/10)17 which presented the forward schedule of Court business for 2009/10. Court **noted** the paper.

19. Dates of Future Court Events

19.1 The dates of future Court events were **noted**

20. Dates of Future Graduation Ceremonies

20.1 The Chairman reminded members of the dates of future graduation ceremonies.

Part D: Reserved Business

21. Report from the Remuneration Committee held on 5th October

21.1 All officers in attendance and members of Court, other than lay-members, withdrew from the meeting to allow reserved business to be conducted.

The Court meeting closed at 6.15pm