

EDINBURGH NAPIER UNIVERSITY
UNIVERSITY COURT

**Minutes of the meeting held on Monday 16th December 2013
at 3.45 pm in the Rivers Suite, Craiglockhart Campus**

Present: Dr G. Forbes (Chairman); Professor A Nolan (Principal & Vice-Chancellor); Ms M. Ali; Mr N. Ballantyne; Ms J. Boyle; Lord Brodie (Chancellor's Assessor); Mr M. Connarty; Professor J. Duffield (Vice-Principal, Internationalisation); Dr V. Ellis; Mr R. Hare; Mr W. Gallagher; Mr R. Kemmer; Dr S. Jiwa; Mr S. Logie; Mr R. Maclennan; Mr R Malcolm; Mr B. Rigby; Professor A. Sambell (Vice Principal, Academic); Mr D Smith; Dr P. Stollard; Mr R. Sweetman; Mrs P. Woodburn.

Apologies: None.

In attendance: Mr D Cloy (Clerk to Court); Mrs M Cook (Director of Human Resources); Mr C MacDonald (Acting Director of Finance); Dr G Webber (University Secretary).

1. OPENING REMARKS, WELCOME AND APOLOGIES

- 1.1. The Chair welcomed members to the meeting.
- 1.2. There were no apologies.

2. PRESENTATION: INTERNATIONALISATION STRATEGY AND ACTIVITIES

- 2.1. The Vice Principal (Internationalisation) gave a presentation on the activities underway to advance the University's internationalisation strategy. The benefits of internationalisation were outlined along with an assessment of the University's current position. An overview was given of the process of consideration, consultation and review being undertaken across the University to inform the development of the future internationalisation strategy.
- 2.2. Discussion followed on some of the matters outlined, during which members affirmed the importance of embedding internationalisation within the University's overall strategy and across its activities. Feedback was provided by members regarding a range of points to consider in the development of the future internationalisation strategy. It was noted that the emerging internationalisation strategy would return for consideration by Court at a future meeting.
- 2.3. Thereafter, Court welcomed the presentation.

Part A For discussion and decision

3. MINUTES OF THE MEETING HELD ON 28 OCTOBER 2013 UC(13/14)23

3.1. The minutes of the meeting held on 28 October 2013 were **approved**.

4. MATTERS ARISING

4.1. No matters arising were identified.

5. PRINCIPAL'S REPORT UC(13/14)24

5.1. The Principal introduced her written report to Court, and highlighted the change in focus of the role of the Vice Principal (Strategy, Resources, and External Relations) which would henceforth be designated the Vice Principal (Internationalisation) to better reflect the intended focus of the role.

5.2. Court members were invited to raise any points from the report. It was noted that staff had welcomed the internal communications which had taken place regarding the Queen's Hill site in Hong Kong.

5.3. In relation to the recent industrial action regarding the 1% pay rise a member noted that national bargaining presented challenges for Scottish Universities given the divergence of higher education policy and funding in Scotland from the rest of the UK.

5.4. In relation to employee engagement, the Principal reported that the headline figures had shown an encouraging increase in satisfaction from an extremely high response. Detailed analysis of the findings was underway and further detail would be provided to Court, through its HR Committee, in due course.

5.5. Thereafter, Court **noted** the report.

6. UPDATE ON FUTURE OF RESEARCH INSTITUTES* UC(13/14)31

6.1. The Vice Principal (Academic) introduced the paper which provided an update on the process of consultation regarding the proposal, within the overall context of the emerging research strategy, to move Research Institute activity into academic Schools to enable the alignment of research and teaching and to ensure this would be sustainable. Court was also given a summary of the University's recent REF submission as further context. It was noted that a large volume of feedback had been received from a wide range of consulted parties which had been very supportive of the proposal overall.

6.2. Discussion followed during which a number of points were noted, including the importance of preserving the momentum of commercialisation activity within the new structures, the importance of articulating what success would look like post integration, the importance of allowing differentiation in approach according to the circumstances of particular areas and the importance of clear leadership to help with the challenge of implementation.

6.3. Thereafter, Court **welcomed** the update.

7. APPROVAL OF THE ANNUAL REPORT AND AUDITED ACCOUNTS 2012/13 UC(13/14)25

- 7.1. The Acting Finance Director introduced the paper which was presented to enable the Court to discharge its statutory responsibilities in respect of the Financial Statements for 2012/13. It was noted that the statements had previously been approved by the Finance & Commercialisation Committee and the Audit Committee. It was noted that the report presented a positive set of results which underpinned the financial strength of the University. A minor amendment concerning deletion of a reference to shareholders and directors which would be made to the letter of representation was highlighted to members.
- 7.2. The Chair of the Finance & Commercialisation Committee highlighted the paragraph within the report which made explicit the responsibility of Court members regarding awareness of audit information.
- 7.3. In response to a member's query, the process for reporting of Remuneration Committee decisions regarding senior staff salaries was confirmed.
- 7.4. Thereafter Court **approved** the Annual Report and Financial Statements for 2012/13, **authorised** the Chair of Court and the Principal to sign the Financial Statements on its behalf and **authorised** the Principal and the Acting Finance Director to sign the letter of representation.

8. REVIEW OF CURRENT FINANCIAL POSITION UC(13/14)26

- 8.1. The Acting Finance Director introduced the paper which gave Court an update on the University's financial position to 31st October 2013. It was noted that variances against budget were mainly due to timing issues and that the results overall gave no cause for concern. It was noted that the projected shortfall in tuition fee income would be covered by reducing the sum available in the strategic investment fund in order to facilitate achievement of the budgeted surplus. The Principal observed that the impact of this reduction would be less significant this year given the current process of strategy review, but that efforts must be made to protect and deploy the investment fund in support of the new strategy in future years.
- 8.2. The Principal advised Court that, following the unsuccessful outcome of the process to recruit a Director of Finance, it had been decided to appoint an interim Finance Director until such time as a permanent appointment to the role could be made. Court extended its gratitude to the Acting Finance Director for his excellent work in covering the role to date.
- 8.3. Thereafter, Court **noted** the report.

9. NEW UNIVERSITY STRATEGY PROGRESS UPDATE UC(13/14)27

- 9.1. The Principal introduced the paper which gave Court an update on the progress of discussion and consultation on the development of a new University Strategy

for the period to 2020. It was noted that the joint University Leadership Team/Senior Managers Forum/ Academic Board Strategy Day held on 11 December had been very productive and that the Students' Association were happy with their engagement within the consultation process.

9.2. Court **noted** the report.

10. 2014/15 OUTCOME AGREEMENT

UC(13/14)28

10.1. The Vice Principal (Academic) introduced the paper which presented Court with the 'well-developed draft' of the University's 2014/15 outcome agreement with the Scottish Funding Council which was based on earlier discussions and detailed consideration by the Outcome Agreement Steering Group and University Leadership Team.

10.2. In response to a member's query it was confirmed that all Universities now use a common structure, but that there was considered to be some inconsistency of process and tone of engagement between institutions.

10.3. Discussion followed during which a number of points were raised and clarified in relation to the information contained in the draft. It was noted that, where appropriate, the draft would be amended to reflect members' comments.

10.4. Thereafter Court:

- **Received** the well-developed draft of the University's 2014/15 outcome agreement
- **Approved** this draft as the final submission subject to incorporation of further feedback and any necessary updating of data, and **delegated to the Chair of Court authority to approve the final submission.**

11. KEY PERFORMANCE INDICATORS ANNUAL REVIEW

UC(13/14)29

11.1. The Vice Principal (Internationalisation) introduced the paper which presented for Court's information an update to the Key Performance Indicators that are used to monitor progress towards the University Strategy 2015. An overview of performance against the indicators was given and areas which continued to prove challenging, including student satisfaction, league table performance and recruitment of international students to Edinburgh were highlighted. It was noted that attempts had been made to include benchmark and comparator information where possible, but that not all the current KPIs lent themselves well to this.

11.2. Discussion followed during which it was agreed that the KPIs for the new strategy would include targets and contextual narrative in addition to benchmark and comparator data to make them useful and meaningful to Court members.

11.3. Thereafter Court **noted** the report.

12. STUDENT ENROLMENTS TO ACADEMIC YEAR 2013/14 UC(13/14)30

12.1. The Vice Principal (Internationalisation) introduced the paper which presented, for Court's information, a summary of forecasts for the University's on-campus student population segments and provided an indication of trimester one enrolments. It was noted that the forecasts showed that the University would achieve its SFC funded places.

12.2. Court **noted** the report.

13. AUDIT COMMITTEE ANNUAL REPORT 2012* UC(13/14)32

13.1. The Convenor of the Audit Committee introduced the annual report from the Audit Committee. It was noted that the Committee believed that the University was operating adequate and effective control systems. Thanks were extended to staff within the University Secretary's Office for their good work in managing the process.

13.2. Court was also invited to approve the extension of the external audit contract for one further and final year as recommended by the Audit Committee.

13.3. In response to a member's questions regarding the UKBA report and Business Continuity report the convenor confirmed that good progress had been made in the past year in closing down agreed recommendations to the satisfaction of the internal auditors.

13.4. In response to comments from members regarding the performance of the Edinburgh International College (EIC) (pathway college) and the need to reflect on the value of entering into such relationships it was noted that the performance of the College to date was disappointing. It was noted, however, that the model had been successful in many other locations in the UK and the University was committed to working in partnership with EIC to ensure that the anticipated benefits in terms of increased international student recruitment were realised. It was noted that Court would receive an update on this at a future meeting.

13.5. Thereafter, Court **noted** the report and **approved** the extension of the external audit contract for one further and final year.

14. COURT EFFECTIVENESS REVIEW UPDATE UC(13/14)33

14.1. The Vice Chair of Court introduced the paper, which provided Court with an update on the progress of the review of Court effectiveness following the first meeting of the Court Effectiveness Review Working Group and included the assessment of the University's compliance against the main principles of the new Scottish Code of Good HE Governance as requested at Court's last meeting. It was noted that the University was already substantively compliant with the Code and that matters before the Court at this meeting for approval, and matters to be dealt with in the course of the review, would ensure the University was fully compliant by the end of the session. It was noted that

members would receive a questionnaire before Christmas and that a series of facilitated discussion groups would be held with members in February.

14.2. In response to a member's query regarding the proposed amended Statement of Primary Responsibilities it was agreed that the locus of primary responsibility under responsibility 16 should include Estates and Audit Committees. This was agreed.

14.3. In response to a member's query regarding the appointment process for the role of Chancellor's Assessor it was agreed that any such issues should be raised by members in the questionnaire to enable their consideration through the review.

14.4. Thereafter, Court:

- **Homologated** the amendment to the Working Group's constitution to increase the appointed membership by one further member, approved by the Chair of Court by Chair's action on 5/11/13.
- **Approved** the proposed modifications to Court's existing Statement of Primary Responsibilities subject to noting that the locus of primary responsibility under responsibility 16 should include Estates and Audit Committees
- **Approved** the amendment to the Constitution of the Nominations Committee to include the President of the Napier Students' Association as an Ex-Officio Member and make explicit the staff membership.

Part B For information

15. ACADEMIC BOARD MEETING 22 NOVEMBER 2013 UC(13/14)34

15.1. Court **noted** the minutes from the meeting of the Academic Board of 22 November 2013.

16. KEY RISKS MONITORING SCHEDULE* UC(13/14)35

16.1. Court **noted** the paper which provided the first assessment of confidence in the management of the University's top risks for academic year 2013/14.

16.2. In response to a member's query the University Secretary outlined the risks where there had been movement in status since the last session.

Part C Not intended for discussion

17. REPORTS FROM COURT COMMITTEES

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

**17.a Human Resources Committee meeting on UC(13/14)36
5 November 2013**

17.b Audit Committee meeting on 2 December 2013 UC(13/14)37

It was noted that the report of the meeting of the Audit Committee held on 2 December 2013 would be circulated to members as soon as available.

**17.c Finance & Commercialisation Committee meeting UC(13/14)38
on 2 December 2013**

It was noted that the report of the meeting of the Finance and Commercialisation Committee held on 2 December 2013 would be circulated to members as soon as available.

It was reported that a proposal to purchase a building for the development of a Sustainable Construction Education and Research Facility had been considered by F&CC on 2 December and at a meeting of the Estates Committee which had taken place immediately before the Court meeting. Further to this, the proposal had been approved by both committees under delegated authority.

**17.d Students' Association Committee meeting on UC(13/14)39
3 December 2013**

The NSA President and Vice President highlighted the NSA "good news" stories.

It was noted that Court members would like to be informed of NSA events where they may be able to participate or provide support.

18. DATE OF FUTURE MEETINGS AND EVENTS

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

Part D: Reserved Business

19. Report from the Remuneration Committee held on 5 November 2013

19.1. All officers in attendance, observers and members of Court, other than the Chancellor's Assessor and lay-members, withdrew from the meeting to allow reserved business to be conducted.

19.2. The report from the Remuneration Committee meeting held on 5 November 2013 was **noted**.

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