

**Edinburgh Napier University
University Court**

**Minutes of the meeting held on Monday 26 June 2023
at 3.45 pm in the Rivers Suite, Craiglockhart and by Teams Video Conference**

Present: J Boyle (Chair); Professor A Nolan (Principal & Vice-Chancellor); R Adams; P Alonzi; Professor N Antonopoulos; S Brannan; Professor S Cross (online) (until item 18); Dr K Hewitson (online) (until item 15); A Houghton; Professor A Machin; S Hall; O Opaleye (from item 13); T Oyinlola (online) (until item 18); Dr H Patrick; Professor A Scullion; P Sim; R Tomlinson; P Upton (until item 16); N Woodcock; Professor L Yellowlees (online) (until item 18).

Apologies: E. Bumra; G Scholefield; J Chittleburgh; N Graham (Vice Principal, International); Lady Paton (Chancellor's Assessor).

In attendance: M Greenhalgh (Director of Strategy and Planning & Secretary to Court); C Begbie (Director of People & Services) (online) (until item 11); D Cloy (Head of Governance & Risk); Professor N Karodia (DVC & Vice Principal, Learning & Teaching); A McGoff (Director of Finance & Operations).

Observing: L Duncan; Q Miao.

1. OPENING REMARKS, APOLOGIES, DECLARATIONS OF INTEREST AND CHAIR'S UPDATES

1.1. The Chair welcomed members to the meeting, and it was noted that the meeting had been preceded by a Court strategy session covering Project VISION, with sessions on the future academic size and shape of the University and options for campus development to accommodate future size and shape.

1.2. The apologies were **noted**.

1.3. There were no declarations of interest from members.

Part A For discussion and decision

2. MINUTES OF THE MEETING HELD ON 27 MARCH 2023 UC(22/23)45

2.1. The minutes of the meeting held on 27 March 2023 were **approved**.

3. MATTERS ARISING

11.1 Pathway College Proposal

- 3.1. Members noted the Pathway College had been approved to proceed at the meeting of Finance & Property Committee on 25 May and that work was underway to finalise and sign the agreement.

4. PRINCIPAL'S REPORT

UC(22/23)46

- 4.1. Court received the Principal's written report. The recent visit of University supporter Dr Stephen Riady to the Business School where he pledged funding towards the refurbishment of the 400 seat lecture theatre named after him was highlighted.
- 4.2. Thereafter, Court **noted** the report.

5. ACADEMIC BOARD CONSTITUTION AMENDMENT

UC(22/23)47

- 5.1. Court received the paper which sought approval, on recommendation from Academic Board, for a minor amendment to the provision for student members within Academic Board's Constitution intended to make it easier to fill the elected student places on Academic Board. In response to a query, it was noted that the University was working collaboratively with ENSA on a range of measures to improve student engagement with University committees and that the constitutional provisions for elected student members would be kept under review.
- 5.2. Thereafter, Court **approved** the amendment detailed in the paper.

6. COURT EFFECTIVENESS REVIEW FINAL REPORT

UC(22/23)48

- 6.1. Court received the paper which presented the final report on the findings and recommendations of the external review of Governance Effectiveness at Edinburgh Napier University undertaken by Advance HE between September and December 2022. Thanks were extended to the Vice-Chair for leading the process and to the Head of Governance & Risk and the Director of Strategy and Planning & Secretary to Court for their support throughout.
- 6.2. Court welcomed the report and **a) agreed** the final responses proposed by the Effectiveness Review Oversight Group to the review recommendations and suggestions and **b) approved** the proposed amendments to Court's Standing Orders and the Terms of Reference of Nominations Committee and Remuneration Committee set out in the appendices.

7. REPORT FROM NOMINATIONS COMMITTEE ON COURT AND COMMITTEE MEMBERSHIP*

UC(22/23)49

- 7.1. Court received the paper which reported on the proceedings of the Nominations Committee meeting held on 11 May 2023 and presented recommendations for approval regarding the membership of Court committees for 2023/24, and in the position of Vice-Chair of Court.

7.2. Court:

- a) **Noted** the report of the meeting of Nominations Committee held on 11 May 2023.
- b) **Approved** the recommendations regarding the convenorship and membership of committees as detailed in the paper and contained in Appendix A.
- c) **Approved** the appointment of Rex Tomlinson as Vice-Chair from 1 August 2023 for a period of 2 years with scope to renew for a further period.

8. REVIEW OF THE CURRENT FINANCIAL POSITION* UC(22/23)50

- 8.1. Court received and **noted** the report which provided the University's financial position as at the end of April 2023.

9. PLANNING AND BUDGETING 2023/24 UC(22/23)51

- 9.1. Court received the paper which presented the primary outcomes of the Planning and Budgeting process carried out in 2022/23 relating to plans and budgets for 2023/24 and key performance indicators for the University Strategy, Shaping our Future: Driving Distinctiveness, which was approved in 2020. It was noted that the priorities, plans and budgets presented were aligned to the priorities of the strategy.
- 9.2. Discussion followed during which the need to be agile in reviewing and adapting plans throughout the year was recognised as an area of ongoing focus. The importance of focussing on student retention was also highlighted and it was suggested that further attention be given to the prominence of mental health support given the absence of future government funding commitments for this work. It was also noted that a breakdown on income risk from key international markets would be provided as part of an update on progress with the Internationalisation Strategy at a future Court meeting.
- 9.3. Thereafter, Court **approved** the budget for 2023/24 and **noted** the University Annual Plan, including Key Performance Indicators, for 2023/24.

10. RISK MANAGEMENT UC(22/23)52

a) Top Risks Monitoring Schedule (3 of 3)*

- 10.1. Court **noted** the report which provided the final assessment of confidence in the management of the University's top risks for academic year 2022/23.

b) University Top Risks for 2023/24*

- 10.2. Court **approved** the Top Risks Register for 2023/24 as recommended by the Audit & Risk Committee.
- 10.3. In discussion members queried the detail, scope and impact of some of the mitigations presented including those on cost control under the financial sustainability risk. It was clarified that the key mitigations presented with the

Top Risks Register were a high-level summary and that detailed mitigations were held and monitored within the underlying operational risk registers. It was recognised that Audit and Risk Committee would review the adequacy and effectiveness of mitigations in detail as part of their ongoing monitoring of the Top Risks. Regarding the risk on Project Vision, it was noted that there was a detailed project risk register focussed on implementation risks which ARC would review at its next meeting. In response to a query about risks to University culture it was noted that culture was a dimension incorporated across the range of risks. It was also noted that cultural elements were covered within internal audit reports.

c) Risk Appetite Statement

10.4. Court **confirmed** the Risk Appetite Statement and Tolerances.

11. ANNUAL NOTIFICATION OF VISITING AND EMERITUS PROFESSOR APPOINTMENTS UC(22/23)53

11.1. Court received and **noted** the paper which detailed the current Visiting and Emeritus Professor appointees within Edinburgh Napier University.

12. HONORARY AWARDS* UC(22/23)54

12.1. Court **approved** the Honorary Award nominations recommended by the Honorary Awards Committee and Academic Board.

12.2. The nominations process was outlined and members were encouraged to consider and bring forward suitable nominations.

Part B For information

13. ACADEMIC BOARD MEETING 2 JUNE 2023 UC(22/23)55

13.1. Court **noted** the minutes from the meeting of the Academic Board of 2 June 2023. The approval for the establishment of a Doctoral College within the University, for initial launch in September 2023, was highlighted as was the outcome of the taught postgraduate (TPG) academic portfolio review.

14. EDINBURGH NAPIER STUDENTS' ASSOCIATION UPDATE

14.1. Court received and **noted** a presentation on Edinburgh Napier Students' Association's key activities and progress over the past year, which highlighted the achievements of the Sabbatical Officers against their manifestos. Members welcomed the report and thanked the Sabbatical Officers for their contribution.

**15. SCOTTISH FUNDING COUNCIL ANNUAL QUALITY
ENHANCEMENT REPORT**

UC(22/23)56

15.1. Court received the paper which presented a draft of the Annual Report on institution-led review and enhancement activities to the Scottish Funding Council.

15.2. Court: **a) approved in principle** the format and outline content of the draft report; **b) authorised** the Vice-Principal (Learning & Teaching) to sign-off the final version of the SFC Annual Report prior to this being submitted to the Council by 30 September 2023 and **c) authorised** the Chair of University Court to sign and date the statement of assurance to be emailed to the Council with the final report.

16. HEALTH & SAFETY ANNUAL REPORT

UC(22/23)57

16.1. Court received and **noted** the paper which provided the Annual Report on Health & Safety management. Thanks were extended to all involved for the work reflected in the report and congratulations were extended to the Health & Safety Team for achieving the ROSPA Order of Distinction Award.

16.2. In discussion, it was noted that appropriate arrangements and resources had been put in place within the University to respond to changes in the Scottish Fire and Rescue Service's response to automatic fire alarm call outs from July. It was noted that issues relating to landline telephone access on campus which had been identified in an incident report were being addressed.

Part C Not intended for discussion

17. REPORTS FROM COURT COMMITTEES

**17a Finance & Property Committee
meeting on 25 May 2023***

UC(22/23)58

17.1. The report was **noted**.

**17.b Audit & Risk Committee meeting on
7 June 2023***

UC(22/23)59

17.2 The report was **noted**.

18. DATE OF FUTURE MEETINGS

18.1. The dates of future Court meetings were **noted** as follows:

Court (Mondays at 3.45 pm)

Graduations

30 October 2023
11 December 2023

05 - 07 July 2023
25 and 26 October 2023

25 March 2024
24 June 2024

03 - 05 July 2024
29 and 30 October 2024

VALEDICTIONS

It was the last meeting of Adrienne Scullion, Neil Woodcock and Stephen Brannan and thanks were extended to them for their significant contributions to Court and the University. Thanks were also extended to the demitting ENSA Sabbaticals Olumuyiwa Opaleye and Ekamdeep Bumra.

Part D Reserved Item

19. CHAIR OF COURT ANNUAL REVIEW FEEDBACK

[The Chair of Court left the meeting during this item]

- 19.1. The Vice-Chair of Court presented a summary of the feedback received from members following the annual review of the performance of the Chair of Court. The feedback would be shared with the Chair of Court. Court **considered** and **noted** the report.

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