



**Committee
Reference
Compendium
2017/18**



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Governance Services aims to provide effective support to the senior committees of the University and to enhance and develop the support provided to other committees through developing capacity in other departments.

Visit our Governance Support & Enhancement pages at:

staff.napier.ac.uk/services/governance-compliance/governance/govsupport/Pages/default.aspx for information on committee servicing procedures, good practice guidance, training and other support for committee clerks.

EDINBURGH NAPIER UNIVERSITY

SUMMARY CALENDAR OF MEETINGS WITH CONTACTS 2017/18

MEETING	VENUE
UNIVERSITY COURT Contact: David Cloy ext 6471	Mondays 3.45 – 6.30pm
30 October 2017 18 December 2017 26 March 2018 18 June 2018	LRC 5, SI Rivers Suite (1/37 & 1/38), CR Rivers Suite (1/37 & 1/38), CR Rivers Suite (1/37 & 1/38), CR
UNIVERSITY COURT / U.L.T. CONFERENCE Contact: David Cloy ext 6471	Monday 12.30 – 8.00pm
26 February 2018	Rivers Suite (1/37 & 1/38), CR
AUDIT & RISK COMMITTEE Contact: Gillian Ingram ext 6408	Wednesdays 4.00 – 6.00pm
12 October 2017 (Thursday) 27 November 2017 (Monday, 2.00 – 5.00pm) 07 March 2018 30 May 2018	Principal's Boardroom, SI Principal's Boardroom, SI Principal's Boardroom, SI Principal's Boardroom, SI
FINANCE & PROPERTY COMMITTEE Contact: Colin Steen ext 6495	Thursdays 4.00 – 6.00pm
27 September 2017 (Wednesday) 27 November 2017 (Monday, 11.00am – 1.00pm) 25 January 2018 01 March 2018 24 May 2018	Room 1/09, CR Principal's Boardroom, SI Principal's Boardroom, SI Principal's Boardroom, SI Principal's Boardroom, SI
NOMINATIONS COMMITTEE Contact: David Cloy ext 6471	Mondays 11.30am – 1.00pm
09 October 2017 14 May 2018	Principal's Boardroom, SI Principal's Boardroom, SI
REMUNERATION COMMITTEE Contact: Kerry Dewar ext 6508	Mondays 2.00 – 4.00pm
09 November 2017 (Thursday)	Principal's Boardroom, SI
ACADEMIC BOARD Contact: David Cloy ext 6471	Fridays 9.00-11.30am
20 October 2017 08 December 2017 09 March 2018 01 June 2018	Rivers Suite (1/37 & 1/38), CR Rivers Suite (1/37 & 1/38), CR Rivers Suite (1/37 & 1/38), CR Rivers Suite (1/37 & 1/38), CR
LEARNING, TEACHING & ASSESSMENT AND STUDENT EXPERIENCE COMMITTEE ^[1] Contact: Katrina Swanton ext 6259	
28 September 2017 (Thursday, 2.00 – 5.00pm) 27 November 2017 (Monday, 2.00 – 5.00pm) 06 February 2018 (Tuesday, 9.00am – 12.00 noon) 16 May 2018 (Wednesday 9.30am – 12.30pm)	TBC TBC TBC TBC

SI: Sighthill	CR: Craiglockhart	ME: Merchiston	
University Court & Subcommittees	Academic Board & Subcommittees	University Leadership Team & Subcommittees	Other Committees

MEETING	VENUE
COLLABORATIVE PROVISION COMMITTEE Contact: Gillian Davies ext 6361	Monday or Friday 9.30am – 12.30pm
02 October 2017 (Monday) 10 November 2017 (Friday) 04 December 2017 (Monday) 26 January 2018 (Friday) 23 February 2018 (Friday) 23 March 2018 (Friday) 23 April 2018 (Monday) 25 May 2018 (Friday) 22 June 2018 (Friday)	Room 2/04, CR Room 2/04, CR Glassroom, ME Siegfried Room, CR Room 2/04, CR Glassroom, ME Room 2/04, CR Room 2/04, CR Room 2/04, CR
QUALITY & STANDARDS COMMITTEE Contact: Elise Russell ext 6560	Thursdays 9.30 – 11.30am
21 September 2017 23 November 2017 08 February 2018 26 April 2018 (9.30am – 12.30pm)	Glassroom, ME Room 2/04, CR Glassroom, ME Room 2/04, CR
RESEARCH DEGREES COMMITTEE Contact: Annie Ogletree (ext. 5032)	Tuesdays 9.30am – 12.30pm
12 September 2017 31 October 2017 30 January 2018 17 April 2018 05 June 2018	Room D2, ME Room E9, ME Room E9, ME Room E9, ME Room E9, ME
RESEARCH & INNOVATION COMMITTEE Contact: Ceri Bain ext 6368	Thursdays or Fridays 9.30am – 12.30pm
22 September 2017 (Friday) 16 November 2017 (Thursday) 15 February 2018 (Thursday) 03 May 2018 (Thursday)	Tower Boardroom, ME Siegfried Room, CR Siegfried Room, CR Room 2/04, CR
RESEARCH INTEGRITY COMMITTEE Contact: Elaine Lambie ext 6366	Tuesdays 9.30 – 11.30am
19 September 2017 07 November 2017 23 January 2018 24 April 2018	Glassroom, ME Glassroom, ME Glassroom, ME Glassroom, ME
UNIVERSITY LEADERSHIP TEAM Contact: Colin Steen ext 6495	
See page 4 for details	
DIGITAL STRATEGY & INVESTMENT COMMITTEE Contact: Gail Thomson ext 6405	2.00 – 4.00pm
07 November 2017 (Tuesday) 21 March 2018 (Wednesday) 17 May 2018 (Thursday)	Room 5.B.16a, SI Room 2/04, CR Room D2, ME
HEALTH & SAFETY COMMITTEE Contact: Gillian Ingram ext 6435	Tuesday or Wednesday 1.30 – 3.30pm
21 November 2017 (Tuesday) 11 April 2018 (Wednesday)	Room 2/04, CR Room 2/04, CR

MEETING	VENUE
INDUCTION COMMUNICATIONS GROUP <i>Contact: Anne Bankhead ext 2341</i>	Wednesdays 10am – 12noon or 2.30 – 4.30pm
22 November 2017 (10.00am) 25 April 2018 (10.00am) 06 June 2018 (2.30pm) 22 August 2018 (10.00am)	Tower Boardroom, ME Siegfried Room, CR Tower Boardroom, ME Siegfried Room, CR
RISK & RESILIENCE COMMITTEE <i>Contact: Gillian Ingram ext 6435</i>	Tuesdays 3.30 – 5.30pm
14 November 2017 01 May 2018	Room E9, ME Room E9, ME
SENIOR LEADERSHIP GROUP <i>Contact: Colin Steen ext 6495</i>	
See page 4 for details	
UNIVERSITY INFORMATION GOVERNANCE GROUP <i>Contact: Diana Watt ext 6257</i>	Tuesdays or Thursdays 10.00am – 12noon or 2.00 – 4.00pm
10 October 2017 (Tuesday, 10.00am – 12.00noon) 27 February 2018 (Tuesday, 2.00 – 4.00pm) 07 June 2018 (Thursday, 10.00am – 12.00noon)	Tower Boardroom, ME Tower Boardroom, ME Siegfried Room, CR
HONORARY AWARDS COMMITTEE <i>Contact: Colin Steen ext 6495</i>	Tuesday 2.30 - 4.30pm
10 October 2017 15 May 2018	Principal's Boardroom, SI Principal's Boardroom, SI
EDINBURGH NAPIER UNIVERSITY CAMPAIGN BOARD <i>Contact: Liz Raynes ext 6382</i>	Mondays 10.00am – 12.00noon
04 December 2017 11 June 2018	Principal's Boardroom, SI Principal's Boardroom, SI
EDINBURGH NAPIER UNIVERSITY DEVELOPMENT TRUST <i>Contact: Liz Raynes ext 6382</i>	2.00 – 4.00pm
16 October 2017 (Monday) 20 February 2018 (Tuesday) 14 May 2018 (Monday)	Principal's Boardroom, SI Principal's Boardroom, SI Principal's Boardroom, SI

NOTES

[1] For the 2017/18 Session, Learning, Teaching & Assessment Committee and Student Experience Committee will be holding joint meetings

UNIVERSITY LEADERSHIP TEAM 2017/18

DATE		TIME	VENUE
Thursday	17 August 2017	9.00am – 1.00pm	Principal's Boardroom, SI
Wednesday	13 September 2017	9.00am – 1.00pm	Principal's Boardroom, SI
Tuesday	17 October 2017	9.00am – 1.00pm	Principal's Boardroom, SI
Monday	20 November 2017	9.00am – 1.00pm	Principal's Boardroom, SI
Thursday	14 December 2017	9.00am – 1.00pm	Principal's Boardroom, SI
Wednesday	17 January 2018	9.00am – 1.00pm	Principal's Boardroom, SI
Thursday	15 February 2018	9.00am – 1.00pm	Principal's Boardroom, SI
Thursday	15 March 2018	9.00am – 1.00pm	Principal's Boardroom, SI
Wednesday	18 April 2018	9.00am – 1.00pm	Principal's Boardroom, SI
Thursday	17 May 2018	9.00am – 1.00pm	Principal's Boardroom, SI
Thursday	14 June 2018	9.00am – 1.00pm	Principal's Boardroom, SI
Wednesday	18 July 2018	9.00am – 1.00pm	Principal's Boardroom, SI

SENIOR LEADERSHIP GROUP 2017/18

DATE		TIME	VENUE
Thursday	31 August 2017	9.00am – 1.00pm	Siegfried Room, CR
Tuesday	26 September 2017	9.00am – 1.00pm	Siegfried Room, CR
Wednesday	01 November 2017	9.00am – 1.00pm	Siegfried Room, CR
Tuesday	28 November 2017	9.00am – 1.00pm	Siegfried Room, CR
Monday	29 January 2018	9.00am – 1.00pm	Siegfried Room, CR
Tuesday	27 February 2018	9.00am – 1.00pm	Siegfried Room, CR
Tuesday	27 March 2018	9.00am – 1.00pm	Siegfried Room, CR
Monday	30 April 2018	9.00am – 1.00pm	Siegfried Room, CR
Tuesday	29 May 2018	9.00am – 1.00pm	Siegfried Room, CR
Tuesday	26 June 2018	9.00am – 1.00pm	Siegfried Room, CR

See online at:

<http://staff.napier.ac.uk/services/governance-compliance/governance/Calendars/Pages/Calendars2017-18.aspx>
for the most up to date version of the calendar.

Committee Meetings Cycle 2017/18

Committee	Activity	Meeting Date	GS Prep early draft agenda; check items with likely authors of papers; cross reference with ULT forward agenda:	Deadline for authors to confirm with GS that agenda items on track, inc ULT input:	Agenda Approval			Papers		Briefing	Draft Minutes & Reports to Court					Follow-up	
					GS send draft to US for input:	US responds & GS send amended draft to P&VC for approval:	P&VC responds; GS send amended draft to Convenor to approve. Check if pre-meeting required:	Convenor Approval received by GS:	Authors to submit AFTER ULT INPUT:	GS issue Mailing to members & post on teamsite (& agenda on intranet):	GS prep notes for convenor (if required)	GS send drafts to US for input by:	US responds & GS send amended drafts to P&VC for approval:	P&VC responds & GS send amended drafts to Convenor for approval:	GS notify follow-up actions to relevant staff :	Convenor Approval received by GS; Report put to Court; Mins circ to members (& intranet):	GS issue 'reminders' of actions ahead of next meeting
		As per calendar	(6 weeks prior)	(4 wks prior)	(4 wks)	(3.5 wks)	(3 wks)	(2.5 wks)	(2 wks)	(1 wk + 1 day)	2 days prior to meeting	3 days post meeting	4 days post meeting	1 week post meeting	1 week post meeting	2 weeks post meeting	6 weeks prior to next meeting (ie at same time as early draft prep)
Court		30-Oct-17	19-Sep-17	02-Oct-17	02-Oct-17	04-Oct-17	09-Oct-17	11-Oct-17	16-Oct-17	20-Oct-17	26-Oct-17	02-Nov-17	03-Nov-17	06-Nov-17	06-Nov-17	13-Nov-17	06-Nov-17
Chairman: Graham Forbes		18-Dec-17	06-Nov-17	20-Nov-17	20-Nov-17	22-Nov-17	27-Nov-17	29-Nov-17	04-Dec-17	08-Dec-17	14-Dec-17	21-Dec-17	22-Dec-17	25-Dec-17	25-Dec-17	01-Jan-18	12-Feb-18
Clerk: David Cloy		26-Mar-18	12-Feb-18	26-Feb-18	26-Feb-18	28-Feb-18	05-Mar-18	07-Mar-18	12-Mar-18	16-Mar-18	22-Mar-18	29-Mar-18	30-Mar-18	02-Apr-18	02-Apr-18	09-Apr-18	07-May-18
Support: Mark Mackay		18-Jun-18	07-May-18	21-May-18	21-May-18	23-May-18	28-May-18	30-May-18	04-Jun-18	08-Jun-18	14-Jun-18	21-Jun-18	22-Jun-18	25-Jun-18	25-Jun-18	02-Jul-18	
Academic Board		20-Oct-17	08-Sep-17	22-Sep-17	22-Sep-17	26-Sep-17	29-Sep-17	03-Oct-17	06-Oct-17	12-Oct-17	18-Oct-17	25-Oct-17	26-Oct-17	27-Oct-17	27-Oct-17	03-Nov-17	27-Oct-17
Convenor: Andrea Nolan		08-Dec-17	27-Oct-17	10-Nov-17	10-Nov-17	14-Nov-17	17-Nov-17	21-Nov-17	24-Nov-17	30-Nov-17	06-Dec-17	13-Dec-17	14-Dec-17	15-Dec-17	15-Dec-17	22-Dec-17	26-Jan-18
Clerk: David Cloy		09-Mar-18	26-Jan-18	09-Feb-18	09-Feb-18	13-Feb-18	16-Feb-18	20-Feb-18	23-Feb-18	01-Mar-18	07-Mar-18	14-Mar-18	15-Mar-18	16-Mar-18	16-Mar-18	23-Mar-18	20-Apr-18
Support: Mark Mackay		01-Jun-18	20-Apr-18	04-May-18	04-May-18	08-May-18	11-May-18	15-May-18	18-May-18	24-May-18	30-May-18	06-Jun-18	07-Jun-18	08-Jun-18	08-Jun-18	15-Jun-18	
Audit & Risk		12-Oct-17	31-Aug-17	14-Sep-17	14-Sep-17	18-Sep-17	21-Sep-17	25-Sep-17	28-Sep-17	04-Oct-17	10-Oct-17	17-Oct-17	18-Oct-17	19-Oct-17	19-Oct-17	26-Oct-17	16-Oct-17
Convenor: June Boyle		27-Nov-17	16-Oct-17	30-Oct-17	30-Oct-17	01-Nov-17	06-Nov-17	08-Nov-17	13-Nov-17	17-Nov-17	23-Nov-17	30-Nov-17	01-Dec-17	04-Dec-17	04-Dec-17	11-Dec-17	24-Jan-18
Clerk: Gillian Ingram		07-Mar-18	24-Jan-18	07-Feb-18	07-Feb-18	09-Feb-18	14-Feb-18	16-Feb-18	21-Feb-18	27-Feb-18	05-Mar-18	12-Mar-18	13-Mar-18	14-Mar-18	14-Mar-18	21-Mar-18	18-Apr-18
Support: Mark Mackay		30-May-18	18-Apr-18	02-May-18	02-May-18	04-May-18	09-May-18	11-May-18	16-May-18	22-May-18	28-May-18	04-Jun-18	05-Jun-18	06-Jun-18	06-Jun-18	13-Jun-18	
Finance & Property		27-Sep-17	16-Aug-17	30-Aug-17	30-Aug-17	01-Sep-17	06-Sep-17	08-Sep-17	13-Sep-17	19-Sep-17	25-Sep-17	02-Oct-17	03-Oct-17	04-Oct-17	04-Oct-17	11-Oct-17	16-Oct-17
Convenor: Neil Woodcock		27-Nov-17	16-Oct-17	30-Oct-17	30-Oct-17	01-Nov-17	06-Nov-17	08-Nov-17	13-Nov-17	17-Nov-17	23-Nov-17	30-Nov-17	01-Dec-17	04-Dec-17	04-Dec-17	11-Dec-17	14-Dec-17
Clerk: Colin Steen		25-Jan-18	14-Dec-17	28-Dec-17	28-Dec-17	01-Jan-18	04-Jan-18	08-Jan-18	11-Jan-18	17-Jan-18	23-Jan-18	30-Jan-18	31-Jan-18	01-Feb-18	01-Feb-18	08-Feb-18	18-Jan-18
Support: Mark Mackay		01-Mar-18	18-Jan-18	01-Feb-18	01-Feb-18	05-Feb-18	08-Feb-18	12-Feb-18	15-Feb-18	21-Feb-18	27-Feb-18	06-Mar-18	07-Mar-18	08-Mar-18	08-Mar-18	15-Mar-18	12-Apr-18
		24-May-18	12-Apr-18	26-Apr-18	26-Apr-18	30-Apr-18	03-May-18	07-May-18	10-May-18	16-May-18	22-May-18	29-May-18	30-May-18	31-May-18	31-May-18	07-Jun-18	
Health & Safety		21-Nov-17	10-Oct-17	24-Oct-17	24-Oct-17	26-Oct-17	31-Oct-17	02-Nov-17	07-Nov-17	13-Nov-17	17-Nov-17	24-Nov-17	27-Nov-17	28-Nov-17	28-Nov-17	05-Dec-17	28-Feb-18
Convenor: Gerry Webber		11-Apr-18	28-Feb-18	14-Mar-18	14-Mar-18	16-Mar-18	21-Mar-18	23-Mar-18	28-Mar-18	03-Apr-18	09-Apr-18	16-Apr-18	17-Apr-18	18-Apr-18	18-Apr-18	25-Apr-18	
Clerk: Gillian Ingram																	
Support: Mark Mackay																	
Honorary Awards		10-Oct-17	29-Aug-17	12-Sep-17	12-Sep-17	14-Sep-17	19-Sep-17	21-Sep-17	26-Sep-17	02-Oct-17	06-Oct-17	13-Oct-17	16-Oct-17	17-Oct-17	17-Oct-17	24-Oct-17	03-Apr-18
Convenor: Andrea Nolan		15-May-18	03-Apr-18	17-Apr-18	17-Apr-18	19-Apr-18	24-Apr-18	26-Apr-18	01-May-18	07-May-18	11-May-18	18-May-18	21-May-18	22-May-18	22-May-18	29-May-18	
Clerk: Colin Steen																	
Support: Mark Mackay																	
Nominations		09-Oct-17	28-Aug-17	11-Sep-17	11-Sep-17	13-Sep-17	19-Sep-17	21-Sep-17	25-Sep-17	29-Sep-17	05-Oct-17	12-Oct-17	13-Oct-17	16-Oct-17	16-Oct-17	23-Oct-17	02-Apr-18
Convenor: Graham Forbes		14-May-18	03-Apr-18	16-Apr-18	16-Apr-18	18-Apr-18	23-Apr-18	25-Apr-18	30-Apr-18	04-May-18	10-May-18	17-May-18	18-May-18	21-May-18	21-May-18	28-May-18	
Clerk: David Cloy																	
Support: Mark Mackay																	

Key:
P&VC Principal & Vice-Chancellor
GS Governance Services
US University Secretary

Notes:

Current practice is that P&VC does not routinely see agendas and minutes or papers prior to circulation other than Court and Academic Board
Dates which are changed from the normal schedule to avoid holidays are highlighted
Dates which require changes from the normal schedule to avoid holidays are highlighted

Committee Meetings Cycle 2013/14

Committee	Activity	Meeting Date	GS Prep early draft agenda; check items with likely authors of papers; cross reference with ULT forward agenda:	Deadline for authors to confirm with GS that agenda items on track, inc ULT input:	Agenda Approval				Papers		Briefing	Draft Minutes & Reports to Court					Follow-up
					GS send draft to US for input:	US responds & GS send amended draft to P&VC for approval:	P&VC responds; GS send amended draft to Convenor to approve. Check if pre-meeting required:	Convenor Approval received by GS:	Authors to submit AFTER ULT INPUT:	GS issue Mailing to members & post on teamsite (& agenda on intranet):	GS prep notes for convenor (if required)	GS send drafts to US for input by:	US responds & GS send amended drafts to P&VC for approval:	P&VC responds & GS send amended drafts to Convenor for approval:	GS notify follow-up actions to relevant staff :	Convenor Approval received by GS; Report put to Court; Mins circ to members (& intranet):	GS issue 'reminders' of actions ahead of next meeting
	As per calendar		(6 weeks prior)	(4 wks prior)	(4 wks)	(3.5 wks)	(3 wks)	(2.5 wks)	(2 wks)	(1 wk + 1 day)	2 days prior to meeting	3 days post meeting	4 days post meeting	1 week post meeting	1 week post meeting	2 weeks post meeting	6 weeks prior to next meeting (ie at same time as early draft prep)
Remuneration	09-Nov-17	28-Sep-17	12-Oct-17	12-Oct-17	19-Oct-17	23-Oct-17	26-Oct-17	01-Nov-17	07-Nov-17	14-Nov-17	16-Nov-17	16-Nov-17	23-Nov-17				
Convenor: Pamela Woodburn																	
Clerk: Kerry Dewar																	
Support: Kirsty Scott																	

Key:
P&VC Principal & Vice-Chancellor
HRD Human Resources & Development
US University Secretary

Remuneration Cttee is supported by HR and the entry above is suggested as possible practice
Dates which are changed from the normal schedule to avoid holidays are highlighted
Current practice is that P&VC does not routinely see agendas and minutes or papers prior to circulation other than Court and Academic Board

2008 No. 388

EDUCATION

The Edinburgh Napier University Order of Council 2008

<i>Made</i>	<i>21st November 2008</i>
<i>Laid before the Scottish Parliament</i>	<i>2nd December 2008</i>
<i>Coming into force</i>	<i>25th January 2009</i>

At the Council Chamber, Whitehall, the 21st day of November 2008

By the Lords of Her Majesty's Most Honourable Privy Council

Their Lordships make the following Order in exercise of the powers conferred upon Them by sections 45 and 60 of the Further and Higher Education (Scotland) Act 1992(1) and all other powers enabling Them to do so.

Citation and commencement

1. This Order may be cited as the Edinburgh Napier University Order of Council 2008 and comes into force on 25th January 2009.

Amendment of the Napier University (Scotland) Order of Council 1993

2. In the Napier University (Scotland) Order of Council 1993(2)–
 - (a) in article 2(1) (interpretation), for the definition of “the University” substitute–

““the University” means Edinburgh Napier University designated under section 44 of the Act being the institution formerly known as Napier University and as Napier Polytechnic of Edinburgh and now renamed in accordance with section 49 of the Act”; and
 - (b) after article 13(1) (savings and transitional provisions), insert–

“(1A) References to “Napier University” or “the Court of Napier University”, to “Napier Polytechnic of Edinburgh” or “the Governors of Napier Polytechnic of Edinburgh”, to “Napier College of Commerce and Technology” or “the Governors of Napier College of Commerce and Technology”, to “Napier College of Science and Technology” or “the Governors of Napier College of Science and Technology”, or to “Napier Technical College” or “the Governors of Napier Technical College” in any:

 - (a) agreement, deed, bond or other writing, document or instrument of any description;

(b) action or proceeding pending or existing at 24th January 2009 by or against Napier University or the Court of Napier University before any court or other tribunal; and

(c) document relating to or affecting any property, right, liability or obligation of Napier University or the Court of Napier University,

shall be read on or after 25th January 2009 as referring to “Edinburgh Napier University” or “the Court of Edinburgh Napier University” as the context requires; and no rights, interests, obligations or liabilities of any person shall be affected by the change of name of the institution or its governing body.”.

Amendment of the Napier College of Commerce and Technology (No. 2) Regulations 1985

3. In regulation 3 of the Napier College of Commerce and Technology (No. 2) Regulations 1985⁽³⁾ (continuation of governing body), for “the Court of Napier University” substitute “the Court of Edinburgh Napier University”.

Judith Simpson

Clerk of the Privy Council

(1) 1992 c. 37; to which there are amendments not relevant to this Order.

(2) S.I. 1993/557, amended by S.S.I. 2007/160.

(3) S.I. 1985/1163, partially revoked and amended by S.I. 1988/1715 and 1993/557.

EXPLANATORY NOTE

(This note is not part of the Order)

In accordance with the requirements of section 49 of the Further and Higher Education (Scotland) Act 1992, the governing body of Napier University resolved on 16th June 2008 to change the name of Napier University to Edinburgh Napier University and the Privy Council consented to the change of name on 23rd September 2008. The change of name takes effect on 25th January 2009.

This Order amends the governance instruments of Napier University to reflect the change of name. Article 2 amends the Napier University (Scotland) Order of Council 1993 and article 3 amends the Napier College of Commerce and Technology (No. 2) Regulations 1985.

EXECUTIVE NOTE

THE EDINBURGH NAPIER UNIVERSITY ORDER OF COUNCIL 2008

SSI/2008/388

The above instrument was made in exercise of the powers conferred upon the Lords of Her Majesty's Most Honourable Privy Council by sections 45 and 60 of the Further and Higher Education (Scotland) Act 1992 (.the 1992 Act.). The instrument is subject to negative resolution procedure.

Policy Objectives

Napier University ("University"), along with the majority of other post 1992 universities and designated higher education institutions, has a Governance Order, the Napier University (Scotland) Order of Council 1993 made by the Privy Council. The Napier College of Commerce and Technology (No. 2) Regulations 1985 also contain provisions which apply to the University. The purpose of this instrument is to amend these governance instruments to reflect a change of name to .Edinburgh Napier University.

Name

In accordance with the requirements of section 49 of the Further and Higher Education (Scotland) Act 1992, the governing body of the University resolved on 16th June 2008 to change the name of the University to Edinburgh Napier University and the Privy Council consented to the change of name on 23rd September 2008. The change of name takes effect on 25th January 2009.

The University wished to change its name to "Edinburgh Napier University" as it considers that including "Edinburgh" in its name will build on its reputation as an increasingly successful international university by improving its recognition around the UK and internationally. The University feels that capitalising on its geographical location in Scotland's capital city will raise its profile with business and industry and that market research consistently demonstrates that students choose to study at a university because of the courses it offers, its reputation and its location.

Consultation on new name

Prior to the Privy Council granting its consent, the University conducted a comprehensive consultation on the proposed name change, seeking the views of a wide range of stakeholder organisations, including colleges, universities, MPs, MSPs, City of Edinburgh councillors, local

authorities, local and national civic, community and business organisations, as well as staff and students at the University.

Financial effects

A Regulatory Impact Assessment has not been prepared as this instrument has no financial effects on the Scottish Government, local government or on business.

Scottish Government, Lifelong Learning Directorate

October 2008

2007 No. 160

EDUCATION

**The Napier University (Scotland) Order of Council 1993
Amendment Order of Council 2007**

Made 2nd March 2007

Laid before the Scottish Parliament 8th March 2007

Coming into force 1st August 2007

At the Council Chamber, Whitehall, the 2nd day of March 2007

By the Lords of Her Majesty's Most Honourable Privy Council

Their Lordships, in exercise of the powers conferred upon Them by sections 45 and 60 of the Further and Higher Education (Scotland) Act 1992(1) and of all other powers enabling Them in that behalf, order as follows:

Citation, commencement and interpretation

1.—(1) This Order may be cited as the Napier University (Scotland) Order of Council 1993 Amendment Order of Council 2007 and shall come into force on 1st August 2007.

(2) In this Order “the 1993 Order” means the Napier University (Scotland) Order of Council 1993(2).

Amendments to the Napier University (Scotland) Order of Council 1993

1.—(1) The 1993 Order is amended as follows.

(2) In article 2(1) (interpretation)—

(a) before the definition of “the Act” insert the following definitions—

““academic staff eligible to participate in elections” means all persons employed under permanent academic contracts that are either full time or part time;

“non-academic staff eligible to participate in elections” means all persons employed under permanent non-academic contracts that are either full time or part time;”;

(b) for the definition of “the students” substitute—

““the students” means all enrolled students of the University or sabbatical officers of the Students' Association;”.

(3) For article 3 (the court), substitute—

“The Court

3.—(1) The Court shall be the governing body of the University, and shall administer it for the objects of providing education, carrying out research, and promoting teaching, research and general scholarship.

(2) Subject to paragraph (3), the Court shall consist of—

(a) one person to be appointed by the Chancellor who shall act as Assessor to the Chancellor;

(b) the Principal and Vice Chancellor referred to in article 5;

(c) any Vice Principal referred to in article 9, subject to the following:—

(i) no more than three Vice-Principals may serve on the Court; and

(ii) where there are more than three Vice-Principals of the University at any time, the Principal and Vice-Chancellor shall appoint the three Vice-Principals to serve on the Court;

(d) three members of the staff of the University to be appointed or elected as follows—

(i) one who shall be appointed by the Academic Board from the members of the academic staff of the University who are members of the Academic Board, and who shall be below the level of Head of Department;

(ii) one who shall be elected by and from among the academic staff of the University eligible to participate in elections; and

(iii) one who shall be elected by and from among the non-academic staff of the University eligible to participate in elections;

(e) the President of the Students' Association and one other office bearer of the Students' Association to be selected by that Association in accordance with the scheme referred to in article 7(4); and

(f) persons appointed by the Court reflecting a variety of different interests and experience, including those with experience in the provision of education, local government, industrial, commercial or employment matters or the practice of any profession, being not less than 12 nor more than 15 persons as the Court may from time to time determine.

(3) It shall be competent for the Court (on a two-thirds majority of its whole members) from time to time to vary the number of persons to be appointed or elected under any of paragraph 2(c) to (f), provided that—

(a) no category referred to in paragraph 2(c) to (f) shall cease to be represented on the Court;
and

(b) those persons appointed under paragraph 2(f) shall remain in overall majority in the Court.

(4) Other than those members of the staff of the University appointed or elected to the Court under paragraph (2)(b), (c) and (d), no member of staff of the University shall be eligible for appointment to the Court. Those members of staff appointed or elected under paragraph (2)(b), (c) and (d) shall continue to receive payments from the University in terms of their contracts of employment.

(5) In carrying out the University's objects, the Court shall be entitled to carry on any activity of any type, in particular the functions and powers of the Court as set out in Schedule 1, and those activities and functions shall be exercised without prejudice to any person on grounds of gender, race, age, disability, sexual orientation, religion or other belief and in a manner which promotes academic freedom.

(6) No failure or defect in the appointment or election of any member of the Court and no vacancy in the office of a member of the Court shall prevent the Court from acting in the execution of its functions, nor shall any act or proceeding of the Court or of any committee appointed by it be invalidated or be illegal by reason of or in consequence of any such defect in the appointment or election of any member of the Court or of any such vacancy in the office of a member of the Court.

(7) No person other than an *ex officio* member shall be appointed or elected to the Court for a term of office of more than 4 years.

(8) Subject to paragraph (9), no person other than an *ex officio* member shall be appointed or elected to the Court for a term of office that, if aggregated with any previous term of office, whether served consecutively or non-consecutively, would exceed a period of 9 years.

(9) Where a person other than an *ex officio* member has, at any time during a period of appointment or election to the Court, been elected as Chair of the Court (3), the maximum aggregate period for the purposes of paragraph (8) is 12 years.

(10) For the purposes of paragraphs (7), (8) and (9)–

(a) “*ex officio* member” is a member referred to in article 3(2)(a), (b) or (c); and

(b) “term of office” shall include any term of office as a member, including any period of office as Chair of the Court whether served before or after the coming into force of this Order.”.

(4) In article 7 (the Students' Association) each time it occurs and article 13(4) (savings and transitional provisions) where it second occurs, for “Council”, substitute “governing body”.

(5) Article 8 (the Graduates' Association) is revoked.

(6) In article 9(1) (staff), for “Assistant Principles” substitute “Assistant Principals”.

(7) In article 10 (prizes and bequests), for “funds to which Schedule 3 hereto relates, apply the free income of each fund for the purposes specified in column (3) of the said Schedule against the name of that fund”, substitute “prize funds within its powers, apply the free income of each fund for the purposes for which it was established”.

(8) In Schedule 1, Part B (administration)–

(a) in paragraph (6) for “3(2)(g)” substitute “3(2)(f)”; and

(b) in paragraph (10) omit “including limitations by reason of age”.

(9) For Schedule 2 (the Academic Board), substitute–

Article 6(1)

“SCHEDULE 2 THE ACADEMIC BOARD

1. The Academic Board shall comprise the following:

(a) *ex officio* members–

- Principal and Vice Chancellor
- Vice Principals
- University Secretary
- Deans of the University
- Director of Educational Development
- Director of Learning Information Services
- Director of Lifelong Learning
- Director of Quality Enhancement Services
- Director of the Graduate School

(b) Elected members–

- One member of academic staff from each School elected by and from that School(4) (excluding the Head of School)
- One Senior Lecturer/Reader from each Faculty elected by and from that Faculty
- One member elected by and from among the Professoriate
- One member elected by and from among Teaching Fellows/Senior Teaching Fellows
- One Associate Dean from each Faculty elected by and from that Faculty
- One Head of School from each Faculty elected by and from that Faculty

(c) Student representatives–

- The President of the Students' Association, or a sabbatical officer of the Students' Association nominated by the President

- One student from each Faculty nominated by the Students' Association

2. The elected members shall be members of the full time or part time academic staff of the University employed under permanent contracts and the student representatives (other than the Sabbatical Officer) shall be matriculated students at the University.

3. The elected members shall hold office for such a period, not exceeding 4 years, as may be determined by the Academic Board, and the student representatives shall hold office for a period not exceeding 1 year.

4. The elected members shall be eligible for re-election.”.

(10) Schedule 3 (special funds connected with the University) is revoked.

Meriel McCullagh
Deputy Clerk of the Privy Council

(1) [1992 c. 37](#).

(2) [S.I. 1993/557](#).

(3) The Chair is elected by and from among the members of the Court in terms of the Court's Standing Orders of 18th June 2001, as amended.

(4) The Schools are the primary teaching groups of the University established under Part C(4) of Schedule 1 to the 1993 Order.

EXPLANATORY NOTE

(This note is not part of the Order)

This Order amends the Napier University (Scotland) Order of Council 1993 (S.I. [1993/557](#)) (“the 1993 Order”) in respect of the provisions regarding the constitution, functions and powers of the Court of Napier University, as governing body of that University, and the arrangements to be adopted by the governing body in discharging its functions.

Napier University was formerly known as Napier College of Commerce and Technology and later as Napier Polytechnic of Edinburgh. It has adopted the name “Napier University” in accordance with section 49 of the Further and Higher Education (Scotland) Act 1992.

Article 2 amends the 1993 Order. Paragraph (2) provides for new definitions of persons referred to in the 1993 Order. Paragraph (3) substitutes a new article 3 in the 1993 Order which provides for the constitution of the Court of the University and makes specific provision for the University to carry on any activity of any type in carrying out its objects, without unlawful discrimination. Paragraph (4) changes references in the 1993 Order to the “Council” of the Students' Association to the “governing body”. Paragraph (5) revokes article 8 (Graduates' Association) of the 1993 Order. Paragraph (6) corrects an error in the 1993 Order. Paragraph (7) amends article 10 of the 1993 Order to make provision for the Court in relation to the application of the free income of each of the prize funds within its powers. Paragraph (8) makes a consequential amendment to paragraph 6 of Schedule 1 to the 1993 Order as a result of the new article 3 and removes the reference in paragraph 10 of Schedule 1 to the 1993 Order to limitations on age, in respect of the University Court’s powers to make provision for the composition of the Academic Board. Paragraph (9) replaces Schedule 2 to the 1993 Order with a new Schedule 2, which makes provision for a different composition for the Academic Board. Paragraph (10) revokes Schedule 3 (Special Funds Connected with the University) to the 1993 Order.

EXECUTIVE NOTE

THE NAPIER UNIVERSITY (SCOTLAND) ORDER OF COUNCIL 1993 AMENDMENT ORDER OF COUNCIL 2007 (SSI 2007/160)

The above instrument is made in exercise of the powers conferred upon the Privy Council by sections 45 and 60 of the Further and Higher Education (Scotland) Act 1992. The instrument is subject to negative resolution procedure.

Policy Objectives

Napier University has a Governance Order - the Napier University (Scotland) Order of Council 1993 ("the 1993 Order"), made by the Privy Council.

The purpose of this instrument is to make a number of changes to the 1993 Order to modernise the University's governance framework. This follows a comprehensive review of governance effectiveness undertaken by the Napier University Court in 2005. The changes are in line with the Governance code of practice and general principles set out in the Committee of University Chairmen's 'Guide for Members of Higher Education Governing Bodies in the UK', available on the internet at the following link:

http://www.hefce.ac.uk/pubs/hefce/2004/04_40/.

The Order amends the 1993 Order in the following ways:

- Article 2 (2) (a) reflects the fact that all permanent employees, whether full time or part time should be eligible to vote and to stand for election to serve as a member of the Court;
- Article 2 (2) (b) provides a new definition of 'student' to include those students holding positions as sabbatical officers of the Students' Association;
- Article 3 (5) provides for the University to carry on any activity of any type in carrying out its objects without prejudice to any person on grounds of gender, race, age, disability, sexual orientation, religion or other belief;
- Article 3 (2) changes the maximum number of members of the Court from 27 to 25;
- Articles 3 (7), (8) and (9) reduces the aggregate time for which a member (who is not an *ex officio* member of the Court) may serve on the Court, from 12 to 9 years;
- Article 9 removes the age limitation in the 1993 Order on those who are eligible to take office as a member of the Court;
- Article 4 changes reference to the 'Council' of the Students' Association to the 'governing body' in accordance with the present constitution of the Association;
- Article 5 removes reference to the Graduates' Association since this association is to be disbanded;
- Article 7 makes provision in relation to the application of the free income of each of the prize funds under the control of the Court;

- Schedule 2 removes the age limitations on tenure of membership of the Academic Board and alters the composition of the Academic Board.

Consultation

The Privy Council and Napier University have been consulted during the preparation of the instrument.

Financial Effects

A Regulatory Impact Assessment has not been prepared as this instrument has no financial effects on the Scottish Executive, local government or on business.

Scottish Executive

Enterprise, Transport and Lifelong Learning Department

February 2007

STATUTORY INSTRUMENTS

1993 No. 557 (S. 76)

EDUCATION, SCOTLAND

The Napier University (Scotland) Order of Council 1993

<i>Made</i>	<i>8th March 1993</i>
<i>Laid before Parliament</i>	<i>11th March 1993</i>
<i>Coming into force</i>	<i>1st April 1993</i>

At the Council Chamber, Whitehall

By the Lords of Her Majesty's Most Honourable Privy Council

Their Lordships, in exercise of the powers conferred upon Them by sections 45 and 60 of the Further and Higher Education (Scotland) Act 1992(1) and all other powers enabling Them in that behalf, are pleased to order, and it is hereby ordered, as follows:

Citation and commencement

1. This order may be cited as the Napier University (Scotland) Order of Council 1993 and shall come into force on 1st April 1993.

Interpretation

2.—(1) In this Order, unless the context otherwise requires, the following expressions have the meanings respectively assigned to them:

“the Act” means the Further and Higher Education (Scotland) Act 1992;

“the graduates” means all persons who have been registered students of the University, or the former Napier College, Edinburgh College of Commerce or Napier Polytechnic of Edinburgh and have duly completed their particular course of study and received their due award;

“the students” means all persons registered for a course of study of the University;

“the Academic Board” means the Board appointed under article 6(1);

“the University” means Napier University designated under section 44 of the Act being the institution formerly known as Napier Polytechnic of Edinburgh and now renamed in accordance with section 49 of the Act;

“the Court” means the Court of the University, being the governing body constituted as a body corporate by regulation 3 of the Napier College of Commerce and Technology (No. 2) Regulations 1985(2) and now renamed in accordance with section 49 of the Act; and

“the 1988 Regulations” means the Central Institutions (Scotland) Regulations 1988(3).

(2) In this Order, unless the context otherwise requires, any reference to a numbered article, Part or Schedule shall be construed as a reference to the article, Part or Schedule, as the case may be, which bears that number in this Order and any reference to a numbered paragraph in an article of, or Schedule to, the Order is to be construed as a reference to the paragraph bearing that number in that article or, as the case may be, that Schedule.

The Court

3.—(1) The Court shall be the governing body of the University, and shall administer it for the objects of providing education, carrying out research, and promoting teaching, research and general scholarship.

(2) The Court shall consist of the following persons:

- (a) one person to be appointed by the Chancellor who shall act as Assessor to the Chancellor;
- (b) the Principal and Vice-Chancellor referred to in article 5;
- (c) any Vice-Principal or Vice-Principals referred to in article 9 provided that their numbers shall not exceed two. In the event of there being more than two Vice-Principals at any time, the Principal and Vice-Chancellor shall nominate the two Vice-Principals to serve on the Court;
- (d) four members of the staff of the University to be appointed as follows:
 - (i) two who shall be appointed by the Academic Board from the members of the full-time academic staff of the University who are members of the Academic Board, at least one of whom shall be below the level of Head of Department;
 - (ii) one who shall be elected by the full-time academic staff of the University from among such staff; and
 - (iii) one who shall be elected by the full-time non-academic staff of the University from among such staff;
- (e) the President of the Students' Association and one other office-bearer of the Association to be selected by that Association as referred to in article 7;
- (f) one person to be appointed by the Graduates' Association referred to in article 8; and
- (g) such other persons appointed by the Court reflecting a variety of different interests and experience, including those with experience in the provision of education, local government, industrial, commercial or employment matters or the practice of any profession, being not less than 12 nor more than 16 persons as the Court may from time to time determine.

(3) It shall be competent for the Court from time to time to vary the numbers of persons to be appointed under any of paragraphs 2(c) to 2(g), provided that no category there referred to shall cease to be represented on the Court. In any such variation those persons appointed under paragraph 2(g)

shall remain in overall majority in the Court, and no variation shall be effective unless determined by a two-thirds majority of the whole members of the Court.

(4) Other than those members of the staff of the University appointed to the Court under articles (2)(b), (c) and (d), no members of staff of the University shall be eligible for appointment to the Court.

(5) The functions and powers of the Court shall be as set out in Schedule 1, and shall be exercised without prejudice to any person on grounds of gender, race, religion or other belief and in a manner which promotes academic freedom.

(6) No failure or defect in the appointment of any member of the Court and no vacancy in the office of a member of the Court shall prevent the Court from acting in the execution of its functions, nor shall any act or proceeding of the Court or of any Committee appointed by it be invalidated or be illegal by reason of or in consequence of any such vacancy or of any such defect in the appointment of any member of the Court.

(7) No person other than an *ex officio* member shall be appointed to the Court for a term of office of more than 4 years; and no person other than an *ex officio* member shall be appointed to the Court where his term of office, if aggregated with any previous terms of office, whether served before or after the coming into force of this Order, would cause him to serve for more than 12 years on the Court.

(8) A person who has attained the age of 70 years shall not thereafter be eligible to take office, whether for a first or subsequent term, as a member of Court; provided that nothing in this article shall prohibit a person who attains the said age during a term of office from continuing as a member of Court until the expiry of that term.

Chancellor

4.—(1) There shall be a Chancellor of the University appointed in a manner to be determined by the Court who shall be the titular head of the University and shall be entitled to confer degrees and other awards of the University.

(2) The period of office of the Chancellor shall be determined by the Court on appointment, and may be renewed.

Principal and Vice-Chancellor

5.—(1) There shall be a Principal of the University who shall also be the Vice-Chancellor. The Principal and Vice-Chancellor shall be the chief Academic and Administrative Officer of the University. In the absence of the Chancellor or during a vacancy in that office, the Principal and Vice-Chancellor may exercise and perform all the functions of the Chancellor including the conferment of degrees.

(2) The Principal and Vice-Chancellor shall be appointed by the Court in a manner to be determined by the Court from time to time.

(3) The Court shall secure that its functions (other than those referred to in article 9(1) and those delegated to the Academic Board by virtue of article 6) relating to the organisation and management of the University and to the appointment, promotion and discipline of staff therein shall be discharged by the Principal and Vice-Chancellor and subject thereto may delegate such other of its functions and powers as are set out in Part A of Schedule 1 as the Court may from time to time determine.

(4) In discharging the functions specified in paragraph (3), the Principal and Vice-Chancellor shall be subject to the general control and direction of the Court, but otherwise the Principal and Vice-Chancellor shall have all the powers and duties of the Court in relation to those functions.

The Academic Board

6.—(1) The Court shall appoint and maintain by further appointment an Academic Board of the University constituted and appointed in accordance with Schedule 2. The Principal and Vice-Chancellor shall preside over meetings of the Academic Board.

(2) The Academic Board may from time to time with the approval of the Court regulate the procedures to be adopted by it including the appointment by the Academic Board of such committees as may be considered appropriate, and any other matters connected with the functions of the Academic Board, provided that any such procedures shall secure:

(a) the appointment of a Vice-Chairman of the Academic Board; and

(b) a minimum number of meetings of the Academic Board in each year.

(3) The Court may from time to time delegate to the Academic Board or assume in place of the Academic Board such particular powers and functions as they may determine but subject thereto the Court shall delegate to the Academic Board their whole functions set out in Part C of Schedule 1 hereto provided however that they may from time to time require that such matters as they may specify shall only be determined with the approval of the Court.

(4) The Academic Board may make such rules and regulations as may be necessary for the implementation of their functions or any of the functions delegated to them by the Court.

The Students' Association

7.—(1) There shall be an Association of the students of the University, known as “the Students' Association”.

(2) The Students' Association shall have a Council, a President and such other office-bearers as it may from time to time determine.

(3) The principal functions of the Students' Association shall be to advise, assist and represent the students, to provide a channel of communication between the students and the authorities of the University, to provide social and recreational services and facilities for the students and to enable its members to co-operate with members of other institutions for their mutual benefit.

(4) The Students' Association shall be constituted initially in accordance with the scheme for the constitution and functions of the Students' Association of Napier Polytechnic of Edinburgh, made under the Napier College of Commerce and Technology (No.2) Regulations 1985, which scheme shall continue in force subject to paragraph (5).

(5) Subject to paragraphs (2) and (3), the Association shall have power, with the approval of the Court, to determine its own constitution and functions, to amend or revoke any provision of the scheme referred to in paragraph (4), and to make regulations as to the manner of election of the Council and the office bearers and any other matter relating to the powers, functions, membership and administration of the Association.

The Graduates' Association

8.—(1) There shall be an Association of the graduates of the University, known as “the Graduates' Association”, with a Council, President and such other office-bearers as the Association may from time to time determine.

(2) The principal functions of the Graduates' Association shall be to foster and develop the relationships between the graduates and the University and among the graduates themselves, and to promote, assist and support the University in any ways which may from time to time seem appropriate and useful.

(3) The initial constitution of the Graduates' Association shall be determined by the Court.

(4) The manner of election of the Council and the Office-bearers, and any other matters relating to the powers, functions, membership and administration of the Association which at any time it may be thought proper to regulate shall be determined by the Association with the approval of the Court.

Staff

9.—(1) In addition to the appointment of a Principal and Vice-Chancellor as referred to in article 5 hereof, the Court may as the need arises and after consultation with the Principal and Vice-Chancellor appoint a Secretary, and such Vice-Principals and Assistant Principles as the Court may consider necessary for the discharge of its functions.

(2) The Court may also appoint such other staff as it may consider necessary for the discharge of its functions.

Prizes and Bequests

10. The Court shall, after paying any necessary expenses of management and the burdens and taxes affecting each of the funds to which Schedule 3 hereto relates, apply the free income of each fund for the purposes specified in column (3) of the said Schedule against the name of that fund. If at the end of any financial year there is an unexpended balance of income on any of the said funds, it shall be in the power of the Court to carry the said balance or part thereof forward to the following financial year or to add the said balance or part thereof to the capital of the said fund.

Variations and Revocations of Regulations specific to the University

11. In the Napier College of Commerce and Technology (No. 2) Regulations 1985, without prejudice to the validity of anything done thereunder:

(a) all provisions except the preamble and regulations 1 and 3 are hereby revoked; and

(b) in regulation 3, for “The Governors of Napier Polytechnic of Edinburgh” there shall be substituted “The Court of Napier University”.

Partial Revocation of the 1988 Regulations

12.—(1) The 1988 Regulations shall cease to have effect in so far as they apply to the University.

(2) In Schedule 2 to those Regulations, paragraph 9 relating to The Napier College of Commerce and Technology (No. 2) Regulations 1985 is hereby revoked.

Savings and Transitional Provisions

13.—(1) For the avoidance of doubt, nothing in this Order shall be taken to affect the continuance of the Court as a body corporate in accordance with The Napier College of Commerce and Technology (No. 2) Regulations 1985.

(2) Any governors in office at the commencement of this Order in accordance with any provision of the 1988 Regulations shall continue for the remainder of their period of office as if they had become members of the Court in accordance with the corresponding provision of this Order.

(3) Any members of the Academic Board established under the 1988 Regulations in office at the commencement of this Order shall continue as members of the Academic Board established under article 6 for the remainder of their period of office.

(4) Any office-bearers or members of the Council of the Students' Association established under the Napier College of Commerce and Technology (No. 2) Regulations 1985 in office at the commencement of this Order shall continue as office-bearers or members of the Council of the Students' Association established under article 7 for the remainder of their period of office.

(5) The whole arrangements prevailing at the time of the coming into force of this instrument shall continue to operate unless or until varied or superseded by the Court.

N. H. Nicholls
Clerk of the Privy Council

- (1) [1992 c. 37](#).
- (2) S.I. [1985/1163](#), amended by S.I. [1988/1715](#).
- (3) S.I. [1988/1715](#).

SCHEDULE 1

Without prejudice to the generality of its functions and powers in the overall management of the University the Court shall have the following functions and powers:

Finance and Property

A.—(1) To make such arrangements as they think fit for the conduct of the financial affairs of the University, for the deposit of money and for the drawing and signing of cheques.

(2) To hold, buy, accept, acquire, use, occupy, sell, convey, exchange and lease any property whether heritable or moveable and to grant security over such heritable or moveable property.

(3) To accept and hold in trust any property or asset given, transferred or bequeathed for any purpose connected with the University and apply the same in accordance with purposes of the trust.

(4) To levy and receive fees for all services provided by the University and to raise, generate and receive income from any sources for the furtherance of the objects of the University.

(5) To build, construct, provide, maintain, repair, alter, improve, enlarge, replace, and renew all such property, buildings, assets, furniture, apparatus and equipment as they may from time to time deem appropriate.

(6) To appoint such professional advisers as they may from time to time think appropriate.

(7) To provide, equip, maintain, administer and conduct any facilities for sports, social and recreational purposes, libraries, reading rooms, teaching support services, residential accommodation, and such other facilities of any kind as they may from time to time deem appropriate.

(8) To receive and expend recurrent and capital funds, to borrow funds and to offer securities, to lend and apply the funds all in such way as they shall deem appropriate for the objects of the University, provided always that they shall cause accounts to be made of income and expenditure and shall appoint auditors to audit the same.

(9) To invest any moneys belonging to the University, including unapplied income, in such stocks, funds, shares, securities or accounts as they shall from time to time think fit, whether authorised by the general law for the investment of trust funds or not, and whether inside the United Kingdom or not, or in the purchase of heritable property, with the like power of varying such investments from time to time.

(10) To give guarantee for the payment of any sum or sums of money or the performance of any contract or obligation by any company, body, society or person.

(11) To enter into, vary, carry out or terminate contracts including insurance and contracts of employment.

(12) To apply for and to hold letters patent, patent rights, copyrights, Armorial Bearings or other such rights by themselves or in conjunction with others.

(13) To make provisions for the superannuation of members of staff and the provision of benefits to them, their spouses, their dependants and others.

(14) In consultation with the Academic Board to determine all University fees.

(15) To initiate and establish commercial companies in their own right or in association with other persons or institutions as they may deem appropriate, to hold or continue to hold shares and interests in such companies, and to carry on any trade or business whatsoever calculated to carry out the objects of or to be for the benefit of or to advance the interest or well-being of the University.

(16) To manage all matters of the finance and property of the University including businesses, patents and all enterprises whatsoever.

(17) To pay to any of its members such travelling and subsistence allowances as it thinks appropriate.

(18) To conduct legal proceedings.

Administration

B.—(1) To determine the dates, times and places of its meetings, and the provisions for the calling and notice of meetings including the convening of special meetings on the requisition of any three members of the Court, provided that there shall be at least four ordinary meetings in each calendar year.

(2) To determine the necessary quorum for any meeting, the majorities required for determinations of the Court, and the methods and procedures for the recording and publication of determinations of the Court.

(3) To determine the form, custody and use of the common seal of the University.

(4) To determine the arrangements to be made for the execution and custody of all deeds and other documents and the custody of all property belonging to them.

(5) To make such rules, Standing Orders, ordinances, statutes, or regulations as they think fit in the implementation of their functions.

(6) To appoint a chairman and vice-chairman of the Court from among those appointed to the Court under article 3(2)(g) and to prescribe their respective duties and tenures.

(7) To appoint such new members of the Court as may from time to time be required, to determine the method of appointment to membership of the Court, and to remove members of the Court in such circumstances as the Court may prescribe.

(8) To appoint such committees of their own number for such particular purposes as they may think fit, including consultative and negotiating committees with staff, and to appoint such other persons not being members of the Court to any such Committee as they may deem appropriate.

(9) To delegate to any such Committee such of their functions as they may currently retain in their own hands where they consider it expedient to make such delegation and to discharge and discontinue any committee appointed by them.

(10) After consultation with the Academic Board, to make such variations in the composition of the Academic Board as set out in Schedule 2 as they shall from time to time think fit and to determine the method of appointment to membership of that body and the tenure of the members including limitations by reason of age, and to remove members of the Board in appropriate circumstances,

(11) To review any decisions of the Academic Board or the Principal and Vice-Chancellor referred to the Court by any person aggrieved by such determination in accordance with such procedures as the Court may from time to time determine.

(12) To receive and consider recommendations and reports from the Academic Board provided that the Court shall not amend or vary any determinations made by the Academic Board which require the approval of the Court without further reference to the Academic Board.

(13) To award such Honorary Degrees and Honorary Fellowships as the Court may determine with the approval of the Academic Board.

(14) To make and from time to time to vary the procedures to be adopted for the efficient working of the Court.

Academic

C.—(1) To deal with the overall planning, co-ordination, development and supervision of the academic work of the University.

(2) To admit to the University all persons for whom a place on a course of study is available and who are deemed able to benefit from the education provided at the University; to exclude any person from admission to any course, or part thereof, if the admission of the said person would be likely to prejudice the University.

(3) To prescribe such conditions as may be considered necessary and appropriate for admission to the University.

(4) To establish Faculties, Departments, Schools, Institutes or other groups, to prescribe their organisation, constitution and functions and to vary or abolish any such groups.

(5) To institute professorships and readerships, to confer such titles and to make such rules and conditions as they deem appropriate for the conferment of such titles.

(6) To confer the titles of emeritus professor, honorary professor, honorary reader, honorary lecturer.

(7) To institute, maintain and grant fellowships, scholarships, studentships, and other aids to and encouragements to research and education.

(8) To undertake, to assist others to undertake and to make provision for research, design, development, testing, consultancy, laboratory and other services and to charge such fees for these services as they may deem appropriate.

(9) To award degrees, diplomas, certificates and prizes, and to prescribe such rules and conditions as they deem appropriate for the receipt of the same.

(10) To arrange for the affiliation of the University with other educational institutions, associations or bodies whether public or private for any purposes connected with the University.

(11) To publish, print, provide and sell books, stationery and other goods as they deem appropriate.

(12) To frame such codes of discipline and regulations for students as may be necessary for the maintenance of the good order of the University.

(13) To keep a register of the graduates of the University.

General

D. Generally and without prejudice to any of the foregoing to do anything incidental to the performance of any of their functions and to the furtherance of the objects of the University.

SCHEDULE 2

THE ACADEMIC BOARD

1. The Academic Board shall comprise the following:

(a) *Ex-Officio members*:—

- Principal and Vice-Chancellor (Chairman)
- Vice-Principals
- Assistant Principals
- Deans of Faculty
- Secretary and Academic Registrar
- Director of the Computer Unit
- Director of the Educational Development Unit
- Chief Librarian

(b) *Elected members*:—

- 2 Heads of Departments per Faculty
- 1 Senior Lecturer per Faculty
- 2 Lecturers per Faculty

(c) *Student representatives*:—

- 1 per Faculty nominated annually by the Students' Association
- 1 Sabbatical Officer of the Students' Association (normally President)

(d) *Co-opted members*:—

- Not more than 2 co-opted members

2. The elected members shall be members of the full-time academic staff of the University and the student representatives (other than the Sabbatical Officer) shall be matriculated students at the University.

3. The elected members of the full-time academic staff shall hold office for such a period not exceeding 4 years, as may be determined by the Board, and the student representatives shall hold office for a period not exceeding 1 year.

4. The elected members shall be eligible for re-election.

SCHEDULE 3

SPECIAL FUNDS CONNECTED WITH THE UNIVERSITY

(1)	(2)	(3)
Serial No.	Name of Fund	Purpose
1.	James Dick Memorial Prize	To provide a prize for the best student in Medical Microbiology.
2.	Clark Bequest	To provide a travelling bursary for students in the Department of Print, Media, Publishing and Communication.
3.	Heriot-Watt College Prize	To provide prizes for Napier students.
4.	Heriot-Watt College Printing Prize Fund	To provide prizes for students attending printing classes.
5.	Frank P Restall, Heriot-Watt College Prize Fund	To provide prizes for students attending printing classes.
6.	Blyth and Blyth Service Co Fund	To provide prizes for students in the Civil and Transportation Engineering Department.
7.	J B Scott Memorial Prize Fund	To provide a prize for the best Engineering student at Napier.
8.	John Napier Memorial Prize	To provide a prize for the most promising student in the Energy Engineering Degree Course.
9.	David McMillan Memorial Prize Fund	To provide a prize for the best student in Music.

EXPLANATORY NOTE

(This note is not part of the Order)

This Order makes new provision regarding the constitution, functions and powers of the Court of Napier University, as governing body of that University, and the arrangements to be adopted by it in discharging its functions. It replaces most of the provisions of the Napier College of Commerce and Technology (No.2) Regulations 1985, and also the provisions of the Central Institutions (Scotland) Regulations 1988 so far as relating to Napier University.

Napier University is an institution designated by the Secretary of State as eligible to receive support from the Scottish Higher Education Funding Council. It was formerly known as Napier College of Commerce and Technology and later as Napier Polytechnic of Edinburgh. It has adopted the name “Napier University” under section 49 of the Further and Higher Education (Scotland) Act 1992.

Article 3 provides for the Court to be the governing body of the University and makes provision for the composition and membership, functions and powers of the Court.

Article 4 provides for the appointment of a Chancellor as titular head of the University. Article 5 provides for the appointment of a Principal and Vice-Chancellor as Chief Academic and Administrative Officer of the University and for the delegation to him of responsibility for discharging most of the Court’s functions regarding the organisation and management of the University and regarding staff. Article 6 provides for appointment of an Academic Board and for the delegation to it of the Court’s functions regarding academic matters.

Article 7 provides for the establishment and functions of a Students' Association and Article 8 for the establishment and functions of a Graduates' Association. Article 9 makes further provision about appointments of staff. Article 10 enables the Court to administer certain funds for provision of prizes and bursaries.

Articles 11 and 12 make consequential revocations and amendments of existing instruments affecting the University and Article 13 makes saving and transitional provisions.

Statement of Primary Responsibilities

Introduction

1. The Scottish Code of Good HE Governance (2013) states that “the governing body shall adopt a Statement of Primary Responsibilities” (SPR) and proposes that this should be one of the key documents in relation to which the effectiveness of the Court should be measured. The SPR is subsidiary to the Napier University (Scotland) Order of Council 1993, which is the Statutory Instrument that determines the functions and powers of the Court, and is complementary to the statement of Reserved Areas of Business that is referred to in item 5 of the SPR, and included in the Court Handbook. In the event of any uncertainty in the interpretation of these documents, the Order in Council will have precedence over the SPR, which will in turn have precedence over the schedule of reserved areas of business.
2. It is expected that the responsibilities itemised in the SPR shall be discharged as outlined below. The locus of primary responsibility denotes a responsibility either for advising Court or, where such powers have formally been delegated, for taking action on behalf of the Court.

Primary Responsibilities of the University Court	Locus of Primary Responsibility
Aims and targets of the University	
1. To approve the mission and strategic vision of the institution, long-term academic and business plans and key performance indicators, and to ensure that these meet the interests of stakeholders	Court as a whole
2. To promote the good name and values of the institution.	Court as a whole
Approval of delegated authority	
3. To delegate authority to the Principal and Vice-Chancellor, as chief executive, for the management of the institution in accordance with the constitution, and to establish and keep under regular review the policies, procedures and limits within which such management functions are undertaken by approving a schedule of delegated authority.	Audit & Risk Committee
4. To delegate the powers set out in Part C of Schedule 1 of the 1993 Order relating to the academic work of the University (including ensuring the quality of institutional educational provision) to the Academic Board, as required by the Order.	Academic Board

Primary Responsibilities of the University Court	Locus of Primary Responsibility
The business of the Court	
5. To conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.	The Chair of Court and Secretary
6. To ensure that the institution's constitution is followed, that appropriate advice is available to enable this to happen, and that the areas of business that the Court reserves to itself for decision are clearly specified and periodically reviewed.	The Secretary advises Court*
Oversight of systems and processes	
7. To ensure that systems of control and accountability, including financial and operational controls and risk assessment and procedures for handling internal grievances, "whistleblowing" complaints and for managing conflicts of interest are established and monitored.	Control and Accountability: Audit & Risk Committee Grievances Policy: Court as a whole "Whistleblowing" complaints: Secretary informs Principal and Chair of Court in line with Public Interest Disclosure Policy Conflicts of interest: Standing Orders
8. To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the institution against agreed plans and approved key performance indicators, which should be, where possible and appropriate, benchmarked against other comparable institutions.	The Principal
9. To ensure adherence to the funding requirements specified by the Scottish Funding Council in its Financial Memorandum and other funding documents.	The Principal (as designated accounting officer under the terms of the SFC Financial Memorandum)
10. To establish processes to monitor and evaluate the performance and effectiveness of the governing body itself.	Court Establishes Ad hoc Review Groups
11. To be the institution's legal authority and, as such, to ensure that systems are in place for meeting all the institution's legal obligations, including those arising from	The Secretary Advises Court

Primary Responsibilities of the University Court	Locus of Primary Responsibility
contracts and other legal commitments made in the institution's name.	
Appointments and employment	
12. To appoint and if necessary dismiss the Principal and Vice-Chancellor, and to put in place suitable arrangements for monitoring his/her performance which shall include consultation with all members of the Court	Nominations Committee and Remuneration Committee*
13. To appoint and if necessary dismiss a Secretary to the governing body and to ensure that, if the person appointed has managerial responsibilities in the institution, there is an appropriate separation in the lines of accountability.	Chair of Court and Nominations Committee*
14. After consultation with the Principal and Vice-Chancellor, to appoint and if necessary dismiss such Vice-Principals and Assistant Principals as the Court may consider necessary for the discharge of its functions.	Nominations Committee*
15. To be the employing authority for all staff in the institution and to be responsible for establishing a human resources strategy.	Court as a whole
Finances and assets	
16. To be the principal financial and business authority of the institution, to ensure that proper books of account are kept, to approve the annual plan, budget and financial statements, and to have overall responsibility for the university's assets, property and estate.	Finance & Property Committee*# Audit & Risk Committee
17. To act as trustee or be represented on boards of trustees for any property, legacy, endowment, bequest or gift in support of the work and welfare of the institution.	The Chair advises Court
Welfare of students	
18. To ensure that provision is made for the general welfare of students, in consultation with the academic board.	Academic Board

* subject to the schedule of reserved business

The Principal is the University's Accounting Officer

Approved by University Court

16 December 2013

Schedule of Delegated Financial Authority

The Court approved the undernoted Schedule at its meeting held on 22nd October 2012. Amendments to the Schedule reflecting the new Court sub-committee structure agreed following the 2013/14 Governance Review were made by Governance Services under authority delegated from the Court on 23rd June 2014.

1. Preamble

1. The University Court is the body responsible for ensuring the proper conduct of the University's affairs. By virtue of the Principal's authority and responsibilities as the Chief Accounting Officer of the University, the Court recognises the need to empower the Principal to discharge her or his duty to ensure the orderly conduct of the business of the University in a timely and efficient manner. Subject to certain conditions and reservations set out below, the Court delegates full authority to the Principal to act on its behalf in all matters affecting the well-being of the University. All further delegation to members of staff derives from the Principal.

2. General principles and arrangements

1. This Schedule lists those people or bodies who are authorised to commit the University to a contractual or quasi-contractual relationship (i.e. normally with an external body or person, such as the award of capital contracts or the offer of a place to an individual student).
2. Subject to any restrictions imposed by the Court, those to whom authority is delegated can delegate it further if they so wish and are responsible for approving formal schemes of sub-delegation as appropriate. Such delegation does not diminish the personal responsibility to the Court of the office holder to whom that body has made the initial delegation.
3. All authorities are subject to policies approved by or on behalf of the Court and where relevant to budget availability, and must be exercised in accordance with relevant current procedures and applicable statutory requirements.
4. The Schedule covers the authority to make a commitment with resource implications whereas operational transactions, which give effect to such decisions are covered by operating procedures.
5. In respect of new business contracts, full delegation is granted on the basis that Court expects that in all cases:
 - a) the business case will be properly assessed before any contractual commitment is entered into, including a full assessment of the project risks, both reputational and financial.
 - b) the full costs of the project will be identified, including any matched funding costs, any additional overhead cost, including estates costs.

- c) where a new business proposal would commit the university to additional costs, the contract will not be signed until a decision has been made about where these additional costs are to be funded from.
- d) all contracts will normally be expected to make an appropriate contribution to central university overheads in accordance with University policy and the University finance strategy, although the Principal has authority to choose to cross subsidise projects within the overall budgetary limits agreed annually by the Court.
- e) a legal opinion must be sought on all non-standard contracts

3. Reserved areas of business

1. There are areas of business that the Court reserves to itself for decision, whether directly or through powers delegated to its Committees as set out from time to time in the remits for those Committees or through powers delegated to specific officers as determined by the Court from time to time. These at present are:
 - a) The appointment and terms of reference of Court Committees.
 - b) The appointment or removal of members of Court.
 - c) The appointment of Court representatives on other bodies.
 - d) The appointment of senior officers, namely the Principal and Vice Chancellor, and, after consultation with the Principal and Vice Chancellor, the Secretary and such Vice-Principals and Assistant Principals as the Court may consider necessary for the discharge of its functions.
 - e) The remuneration of the Principal, University Secretary, Vice-Principals and Assistant Principals.
 - f) Severance terms for the Principal.
 - g) The appointment of the External Auditor.
 - h) The University's Strategic Plan and Budget.
 - i) The promulgation of the Standing Orders.
 - j) Acquisition and disposal of property, and commitments to other major projects, where the value of the transaction, or of a group of linked transactions of which it is part, exceeds £500,000.
 - k) Statement of Accounts, accounting policies, and the Annual Report.
 - l) Indemnities for members of Court.
 - m) This schedule of reserved matters.
2. The Court will be informed about major litigation.

4. Delegation to the Principal

1. Subject to the reserved areas (set out in paragraph 3), the Court delegates full authority to the Principal to act on its behalf in all matters affecting the well-being and effective working of the University, subject to the following principles:
 - a) The Principal will act within the terms of the prescribed conditions of her or his appointment.
 - b) The Principal's actions will be:

- i. consistent with the University's budgets approved by the Court
 - ii. consistent with the University's strategic plans and objectives
 - iii. in conformity with relevant legislation and externally prescribed conditions, including the Principal's responsibilities as the designated accounting officer under the Scottish Funding Council Financial Memorandum.
- c) The Principal's actions will be consistent with the 9 principles of public life identified in the report on Standards in Public Life (the Nolan Report) as amended.
- d) The Principal will at all times act in accordance with the best interests of the University, its staff and students, and will be mindful of the importance of preserving and enhancing the University's reputation.
- e) The Principal will report to the Court all significant decisions thus taken, and will be accountable to the Court for such decisions.
- f) In cases of doubt, for example in regard to novel or potentially contentious matters, the Principal will consult with the Chair of the Court, whom failing an external member of the Court nominated for the purpose by the Chair of Court.
- g) In her or his absence, the Principal may delegate authority to an appropriate senior officer, acting on her or his behalf.

5. Budget authority framework

1. Each year the Court will approve the annual budget including a schedule of planned capital expenditure and receipts. Individual projects with a value of greater than £500,000 will be separately identified and require specific approval of the Finance and Property Committee. Individual capital items over £10,000 will be identified in the annual school or department plan.
2. All proposed transactions involving heritable property with a cost or a net present value greater than £500,000 (including acquiring, altering, extending, selling, conveying, exchange/granting security over or leasing) should be considered and approved by the Finance and Property Committee, which will have final delegated authority to approve all such transactions on behalf of Court.
3. In approving the annual budget the Court or its delegated Committee will grant full delegated authority to the Principal. Where the proposed commitments have not yet been subject to a full investment appraisal including consideration of a costed business case, the Court may be asked for authority in principle (subject to appropriate business plans being prepared and approved by the Principal during the year). It will be assumed the business case has been reviewed and agreed by the Principal unless otherwise disclosed.
4. Within the approved budget, the Principal has delegated authority to vire between budget headings and between capital and revenue.
5. The Court may, via Finance and Property Committee, additionally delegate to the Principal authority to contractually commit the University beyond the agreed budget in a given year. The extent of this further discretionary delegation will vary and shall be informed by the

advice of the Director of Finance depending on the prevailing financial position of the University at the time. Under such circumstances, normal University tendering procedures would be followed, no commitment being made without investment appraisal having been undertaken and the Director of Finance's advice having been sought and where the transaction is one which would otherwise under this schedule have required Court approval, this will still be required.

6. Contractual or legal requirements

1. All deeds and other documents relating to heritable property transactions in the name of the Court shall be valid only if they are subscribed by one member of the Court and the Secretary and sealed with the Common Seal of the University, or by one member of the Court and the Secretary and a witness. The Secretary will require to be satisfied that the commitment has been agreed by a person or body authorised to do so in the Schedule of Delegation, and shall be responsible for the safe custody of all deeds and other documents relating to heritable property transactions.
2. If there is a legal requirement, or if it is specifically required by the other party to the contract, for documents other than those which relate to heritable property transactions to be formally executed in the name of the Court, these shall be valid only if they are subscribed by one member of the Court and the Secretary and a witness. The Secretary will require to be satisfied that the commitment has been agreed by a person or body authorised to do so in the Schedule of Delegation, and that arrangements are in place for the safe custody of all such documents.
3. Where there is no requirement for a contract or agreement to be formally executed in the name of the Court, it may be signed by the person to whom authority to make the commitment has been delegated in the Schedule of Delegation, and may be delegated further where this is permitted by the Schedule of Delegation. The person to whom authority to make the commitment has been delegated in the Schedule of Delegation shall be responsible for ensuring that arrangements are in place for their safe custody of all such contracts and agreements.

7. Specific delegated financial authority

1. Heritable property	
a) Transactions up to £500,000	Principal with agreement of the Director of Finance following consultation with the Director of Property and Facilities and subject to an appropriate business case
b) Transactions or a group of linked transactions over £500,000	Finance and Property Committee
2. Other expenditure	
a) Less than £20,000	Level 3 budget holders
b) Less than £100,000	Level 2 budget holders
c) Less than £500,000	Principal with agreement of the Director of Finance and subject to an appropriate business case
d) £500,000 or more	Finance and Property Committee
3. Financial Transactions, Borrowing, Lending and Investment	
a) Treasury Management, within agreed borrowing consent limits	Principal, who will delegate full authority to the Director of Finance
b) Secured or Unsecured Loans to Third Parties	Finance and Property Committee
c) Investments and dis-investments in Subsidiaries, Non-Subsidiaries, Joint Ventures and Spin-Out Companies	Finance and Property Committee, on the recommendation of the Principal
Any borrowings above existing SFC approved levels must be approved by SFC in advance. All requests to increase SFC borrowing levels must be approved in advance by Finance and Property Committee on behalf of Court.	
4. New Business Contracts	
a) All new business contracts (including commercial research, consultancy contracts, grants, collaborative agreements, agreements to provide training to other agencies, and other funding bids and covering renewal, extensions of existing arrangements where a new legal obligation is being entered into)	Principal, on the advice of the relevant Level 2 budget holder, who may delegate as seen fit, from time to time

5. Endowments (excluding funds donated to Development Trust)	
a) Release to Fund Managers for investment	Director of Finance
b) Release of income to beneficiary as a budget for specified purposes	Director of Finance

Budget Holders	
Level 1	The Principal, to whom all direct reports are accountable
Level 2	Vice Principal, University Secretary and Director of Finance
Level 3	Deans, Directors of Service and Assistant Principals
Level 4	Assistant Directors, Institute Directors and Heads of Service
Delegation below this level is subject to the express agreement of the Director of Finance	

Standing Orders

1. Commencement

- 1.1 In exercise of the powers contained in [The Napier University \(Scotland\) Order of Council 1993](#), and subject to the provisions of these Regulations and subsequent amendments thereto, the Court of Edinburgh Napier University hereby makes the following Standing Orders for the regulation of the business and proceedings of the Court, its Committees and Sub-Committees, which Standing Orders shall operate from 1st August 2014 and shall supersede all previous Standing Orders.

2. Interpretation

- 2.1 In these Standing Orders the following words and expressions shall have the meanings hereinafter respectively assigned to them, viz:
- 2.1.1 "Committee" means any Committee, including Sub-Committees, which may be appointed by the Court from time to time;
 - 2.1.2 "Court" means the Court of the University, being the governing body constituted as a body corporate in terms of The Napier University (Scotland) Order of Council 1993;
 - 2.1.3 "The 1993 Order" means The Napier University (Scotland) Order of Council 1993;
 - 2.1.4 "The 2007 Order" means [The Napier University \(Scotland\) Order of Council 1993 Amendment Order of Council 2007](#);
 - 2.1.5 "The Students' Association" means the Association of the students of the University established in terms of The Napier University (Scotland) Order of Council 1993;
 - 2.1.6 "Secretary" means the Secretary for the time being of the University;
 - 2.1.7 "University" means Edinburgh Napier University; designated under section 44 of the [Further & Higher Education \(Scotland\) Act 1992](#) and whose title was amended by [The Edinburgh Napier University Order of Council 2008](#).
 - 2.1.8 "Chair" means the role of Chair as contained in the 1993 and 2007 Orders. Chair can be taken to mean "Convenor" where appropriate. Members responsible for chairing Court's sub-committees will be known as Convenors
- 2.2 In these Standing Orders: the singular number includes the plural and vice versa; the masculine gender includes the feminine and vice versa.

3. The Court

- 3.1 Members: The categories of membership of Court are outlined in The Napier University (Scotland) Order of Council 1993 Amendment Order of Council 2007 section 3.
- 3.2 The tenure of office for non ex-officio Court members is deemed to start from the date of the first Court meeting following their election or appointment and is deemed to terminate on the 31 July in the member's final year of office.

- 3.3 The initial term of election or appointment of non ex-officio Court members shall be four years. Such members will be eligible for re-election or re-appointment, for a further period of up to four years. 'Lay members' of Court (being that category of membership appointed under article 3(2)(f) of the 2007 Order) may by exception be re-appointed for one further year. Lay members shall not however serve more than nine years on Court in total, whether served consecutively or non-consecutively, other than in the circumstances provided for in 3.5 below.
- 3.4 Chair: The Court shall appoint a Chair. The Chair must be a 'Lay member'. The initial period of appointment shall be for four years, or lesser period if they cease to be a member of Court. At the expiry of that period the Chair shall be eligible for re-appointment, for a further period of up to four years. A person may be appointed as Chair, either from the existing 'lay members' of Court or immediately upon their initial appointment to Court. No 'lay member' shall serve for more than eight years as Chair.
- 3.5 If an existing 'lay member' is appointed as Chair the maximum aggregate term of office on Court, whether served consecutively or non-consecutively, shall be twelve years.
- 3.6 Vice-Chair: The Court may appoint a Vice-Chair from the 'lay members' who shall hold office for four years, or lesser period if they cease to be a member of Court. At the expiry of that period a Vice-Chair shall be eligible for re-appointment, for a further period of up to four years. No Lay Member shall serve for more than eight years as Vice-Chair. The Vice-Chair may act as an intermediary for other Court members who might wish to raise concerns about the conduct of the Court or the Chair and will gather feedback on the performance of the Chair from Court members.
- 3.7 The Chair and Vice-Chair may be removed from office through a vote of no confidence supported by two thirds of all Court members.
- 3.8 Secretary: The Secretary of the University will be the Secretary of the Court.

4. Chair of Court

- 4.1 Chair
At all meetings of the Court, the Chair shall, if present, preside and in the event of the absence of the Chair from any meeting, the Vice-Chair, whom failing, another member of the Court, chosen by the members, shall preside.
- 4.2 Powers, Duties and Decisions of the Chair
- 4.2.1 Deference shall at all times be paid to the authority of the Chair and the ruling of the Chair on all matters within their jurisdiction as Chair shall be final and shall not be open to question or discussion. When the Chair commences to speak they shall be heard without interruption and the member of Court, if any, who is addressing the meeting, shall cease speaking forthwith. No member shall speak until the Chair has ceased speaking.

- 4.2.2 It shall be the duty of the Chair to preserve order and secure that members obtain a fair hearing. The Chair shall decide all matters of order, competency and relevancy arising at meetings and upon the interpretation of these Standing Orders. The Chair shall also decide between two or more members wishing to speak. The Chair must ensure that due and sufficient opportunity is given to members who wish to express their views on the subject under discussion. The Chair shall be entitled, in the event of disorder arising at any meeting or for any other good or sufficient reason (of which the Chair shall be the sole judge), to adjourn the meeting to such other time or day and hour as the Chair may then or afterwards fix and quitting the Chair in such circumstances shall, without further procedure, have the effect of a formal adjournment of the meeting. When an adjourned meeting is resumed proceedings shall be commenced at the point at which they were broken off at the adjournment.
- 4.2.3 The Chair may make a statement at the beginning of the meeting on any matter affecting the Court's interest.
- 4.2.4 The Chair may take chair's action between meetings on any matter where in their judgement delaying a decision would disadvantage the institution. The Chair is answerable to the Court for any action which they take on its behalf. Where chair's action is taken, a written report shall be made available at or before the next meeting of the Court.

5. Meetings

5.1 Dates and Times of Meetings

The Court shall hold ordinary meetings at such dates, times and places as it may determine except as hereinafter provided, and in any event shall hold at least four ordinary meetings in each calendar year.

5.2 Notice of Meetings

5.2.1 Notice of all meetings of the Court shall be given by the Secretary and the notice shall specify the date, time and place of the meeting, together with the business proposed to be transacted at the meeting and the order in which such business is to be brought before the meeting.

5.2.2 At least seven days notice of all meetings of the Court shall be given. In exceptional circumstances the Chair may convene a meeting in less than seven days notice, but no resolution or motion carried at such a meeting shall be valid unless at least one-third of the current membership of the Court has voted in favour of it, or unless it is confirmed at any subsequent meeting of the Court, on the usual notice being given.

5.3 Alteration of Date of Meeting

The Chair may in special circumstances (of which the Chair shall be sole judge) alter the date and time of any ordinary meeting of the Court.

5.4 Validity

No failure or defect in the appointment of any member and no vacancy in the office of any member shall prevent the Court from acting in the execution of its functions, nor shall any act or proceeding of the Court or any of its committees be invalidated or be illegal by reason of or in consequence of any such vacancy or of any such defect in the appointment of any one or more members.

5.5 Special Meetings

The Chair may, for any reason which seems sufficient, require that a special meeting limited to one substantive agenda item be convened by giving notice in writing to the Secretary of the Court specifying the business to be transacted. Such a meeting must be held within 21 days of the date of receipt of the requisition. If at least one third of all Court members petition the Chair for such a special meeting to be convened, the Chair will be obliged to convene such a meeting in accordance with the procedure specified above.

5.6 Quorum

At all meetings of the Court one third of the membership of the Court shall be a quorum subject to the proviso that at least one third of the members appointed under paragraph 3(2)(f) of the 2007 Order must be present in order for the meeting to be quorate. If at any time appointed for a meeting, or if before the business of any meeting has been completed, the number of members present is less than the said one-third, the Chair shall adjourn the meeting to such day or time as may be determined and the meeting may be reconvened on less than seven days notice.

5.7 Reserved Areas of Business

Where any meeting of the Court is to consider any reserved areas of business, that is to say, the salary, conditions of service, appointment, promotion, suspension or dismissal of any member of staff, all members of Court other than the Chancellor's Assessor and those appointed under Section 3(2)(f) of the 2007 Order, and any officers in attendance at the meeting, shall withdraw from the meeting, unless invited to remain by virtue of a resolution of the Chancellor's Assessor and those appointed under Section 3(2)(f) of the 2007 Order.

5.8 Agenda

5.8.1. Agendas will be prepared for all meetings and will specify the business to be transacted, and the order in which the business is to be brought before the meeting. No item can be discussed at a meeting unless it appears on the Agenda, and Agendas will not contain items with general headings such as "other business".

5.8.2 The Agenda for all meetings will be prepared by the Secretary and approved by the designated Chair of the meeting, prior to issue. Members wishing to have items considered for inclusion within the Agenda for a scheduled meeting must have notified the Secretary and supplied the appropriate paper(s) normally at least 14 days before the date of the meeting.

5.9 Order of Business

The business of the Court shall proceed in accordance with the Agenda, except that any item of business in the Agenda may be taken out of its order if a motion to that effect is passed at the commencement of business.

5.10 Closure of Debate

At any meeting of the Court the Chair or any member who has not spoken on the question being discussed may move "that the question be now put". Such a motion shall be moved and seconded without discussion and shall forthwith be put to the meeting and the vote taken. If the motion for closure of debate is carried, the mover of the original motion shall have the right of reply, and thereafter the matters under discussion shall be voted on in the ordinary way. If the motion for closure is not carried, the debate shall be resumed. A motion for closure shall not be made during the course of a speech

5.11 Alteration or Rescission of Previous Decision

No decision of the Court shall be altered or rescinded within twelve months of its adoption except where the Chair is satisfied that a material change of circumstances has occurred and that notice has been given in the Agenda that such a decision may be altered or rescinded.

5.12 Points of Order

5.12.1 Any member may, at any meeting, speak upon a point of order if they do so as soon as it arises.

5.12.2 The member who is then addressing the meeting shall cease speaking and the member who raises the point of order shall then speak to the point of order raised. No other member shall be entitled to speak to the point of order raised except by permission of the Chair. The Chair of the meeting shall decide the question immediately. Thereafter the member who was addressing the meeting at the time when the point of order was raised shall be entitled (if the ruling so permits) to continue speaking.

5.13 Motions and Amendments

5.13.1 The import of all motions and amendments shall be stated immediately on being proposed to the meeting by the mover before being spoken to and such motions and amendments shall, if considered necessary by the Chair, be reduced to writing, signed by the mover and delivered to the Secretary immediately on being moved.

5.13.2 Every amendment must be relevant to the motion on which it is moved.

5.13.3 A motion or amendment may be withdrawn by the mover with the consent of the seconder and the Court.

5.13.4 A motion for the approval of a report or a Minute of a Committee shall be considered as an original motion and any motion involving alteration or rejection of such a report or Minute or any part of such report or Minute shall be dealt with as an amendment.

- 5.13.5 The Convenor of a Committee shall, if present, have the right to move the approval of the Report or Minute of that Committee.
- 5.13.6 Motions or amendments which are not seconded shall not be discussed or recorded in the minutes.

5.14 Method of Voting

- 5.14.1 (a) Subject to the provisions of this Standing Order the vote on any matter shall be taken in a meeting of the Court by a show of hands.
- (b) Where a vote has been taken and the accuracy of the count is immediately challenged, it shall be in the discretion of the Chair to direct a recount.
- (c) Unless otherwise provided within these Standing Orders, all questions coming or arising before the Court shall be decided by a majority of the members of the Court present and voting thereon.
- (d) In the case of an equality of votes, the Chair shall have a second or casting vote in addition to a deliberative vote.
- (e) In the making of appointments or elections to office where a ballot is required the Single Transferable Vote system of voting shall be used.

5.14.2 Taking a Vote

After the Secretary has announced the question on which the vote is to be taken and has commenced to take the vote, no member shall be permitted to offer an opinion, or ask a question, or otherwise interrupt the proceedings until the result of the vote has been intimated.

5.14.3 How Motions are to be Put

- (a) When a motion and two or more amendments are before the meeting, the Chair shall have the power to determine in what order and manner the motion and amendments are to be put to the meeting.
- (b) The Secretary shall be responsible for ensuring that all decisions of the Court are properly recorded in Minutes of the meetings.

6. Reception of Deputations

- 6.1 Every application for the reception of a deputation shall be in writing, duly signed, addressed and delivered to the Secretary at least three clear days prior to the date of the meeting at which the subject may be considered. Notwithstanding this, the Chair may use their discretion to decide that a deputation should be received on less than three days' notice. The application shall state the subject on which the deputation desires to be heard, and the action (if any) which the deputation proposes should be taken thereanent.
- 6.2 A deputation may only be heard if the subject matter on which the delegation wishes to be heard is on the agenda of the meeting for decision; and has not previously been considered within the previous 12 months; or in the view of the Chair, if the matter has previously been considered within the last 12 months, the group or individual(s)

concerned have not had adequate opportunity to submit their views at the appropriate time.

- 6.3 If it is decided that a delegation is eligible to be heard, the Chair shall ensure that the decision as to whether or not the delegation be received is taken as the first item on the agenda of the meeting.
- 6.4 If it is agreed that the deputation be received, not more than two members of such deputation shall be permitted to address the meeting, and the total time allotted to such members at any one time shall not exceed fifteen minutes.
- 6.5 Any member may put any relevant question to the deputation but no member shall express an opinion upon, nor shall the Court discuss, the subject on which the deputation has been heard, until the deputation has withdrawn.

7. Disclosure of Interest

- 7.1 If any member of Court is aware that they have any pecuniary, family or personal interest in a matter related to the University, then they should advise the Secretary in writing of such interest. If any such contract or proposed contract is discussed at any meeting at which the member is present, they may be asked to withdraw from the meeting while the contract is being discussed.

8. Suspension of Members During Meetings

- 8.1 If any member disregards the authority of the Chair of the meeting, or obstructs the meeting or, in the opinion of the Chair of the meeting, conducts themselves offensively at the meeting, it shall be within the power of the Chair of the meeting to move that such member be suspended for the remainder of the meeting in which case a motion to that effect shall be made and seconded without discussion and forthwith put to the meeting.
- 8.2 In the event of such motion being declared carried, the member so suspended shall forthwith leave the meeting and shall not, without the consent of the Chair, again enter the meeting; if the member so suspended refuses to leave the meeting when so required by the Chair, or attempts to re-enter the meeting without the consent of the Chair they may immediately, by order of the Chair, be removed from the meeting by an officer of the University or by any other person authorised by the Chair to remove that person.
- 8.3 In the event of such motion not being carried, the Chair of the meeting may, in their sole discretion, proceed as if a state of disorder had arisen at the meeting.

9. Suspension or Removal of Members

- 9.1 As all members of Court are also charity trustees the Court shall have power to remove or suspend any member in the event of any such member being unable to perform their duties by reason of absence, illness, infirmity, criminal conviction for dishonesty, or such

other behaviour as may be deemed to be inimical to the role of a charity trustee, provided that no member shall be removed without the consent of a two thirds majority of the members present at the meeting.

10. Co-option of Sub-Committee Members

10.1 All Court committees shall have the power to propose to the Nominations Committee the co-option of one committee member, where the convenor considers this to be necessary and desirable, provided that a strong case can be made to justify the proposal, and that no individual is permitted to serve as a co-opted member of any committee for more than five years in total. Any such proposals will be subject to the approval of the Nominations Committee, and must be re-approved annually. Co-opted members will have the same membership rights as other members of the committee.

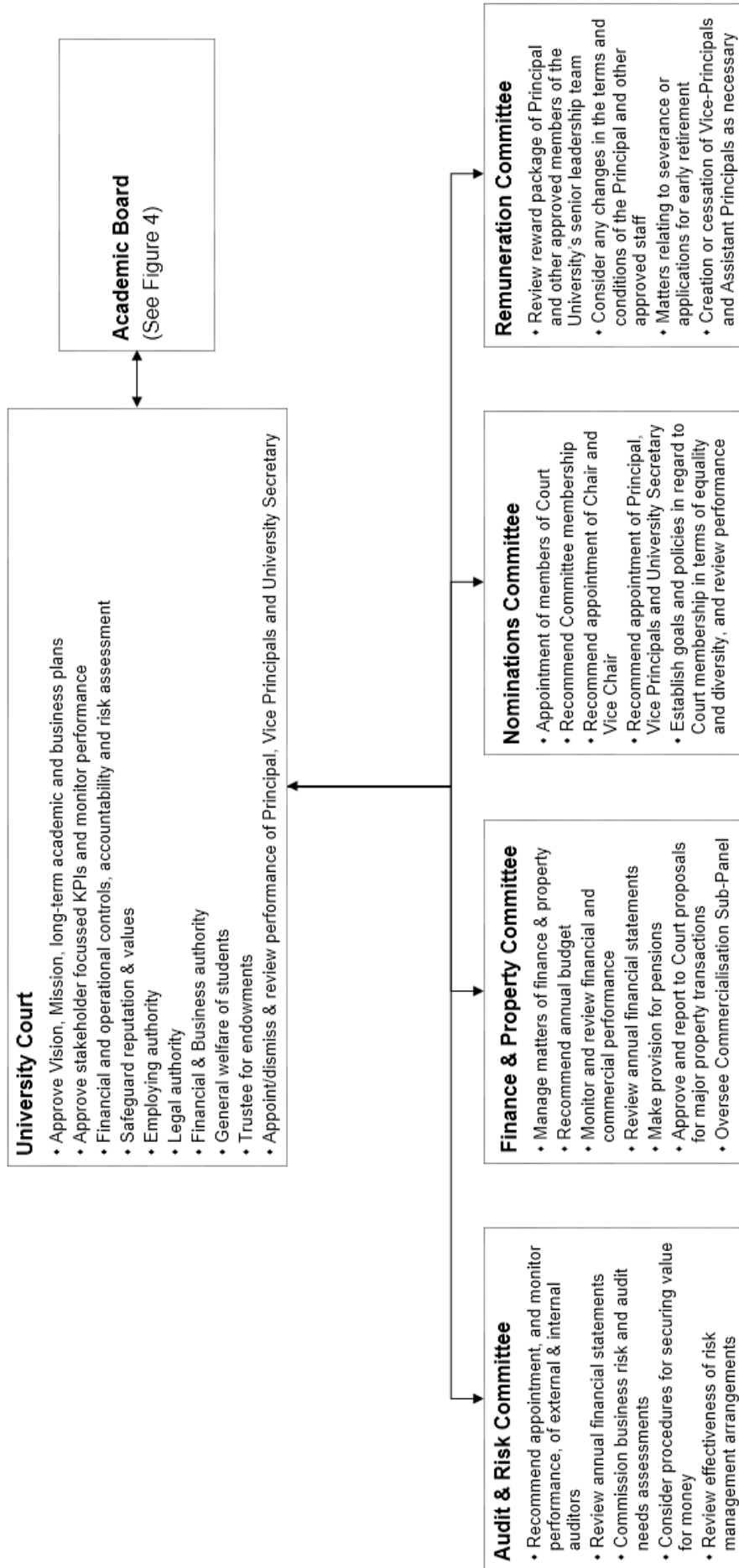
11. Execution and Custody of Deeds and Documents

11.1 All deeds relating to heritable and leasehold property (whether in respect of management, variation of terms, acquisition, disposal or letting or any other matter relating to land or property) or the financing thereof or the financing of any activity which requires the grant of any form of security, charge or assignment of rights or benefits relating to land or property or rights thereto shall require to be executed (a) by one member of the Court and the Secretary and sealed with the Common Seal of the University, or (b) by two members of the Court and sealed with the Common Seal of the University or (c) two members of the Court and a witness (d) an authorised signatory and a witness.

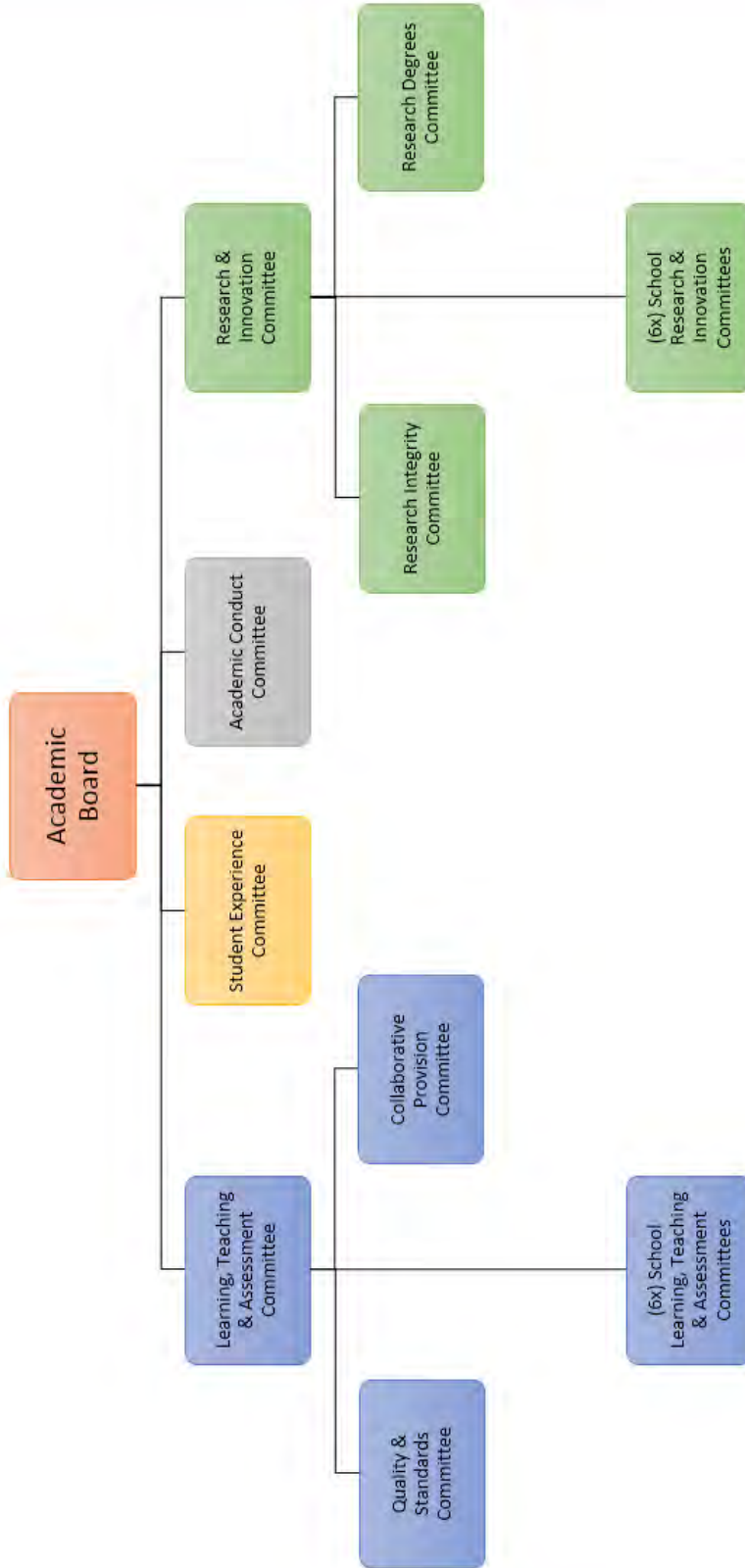
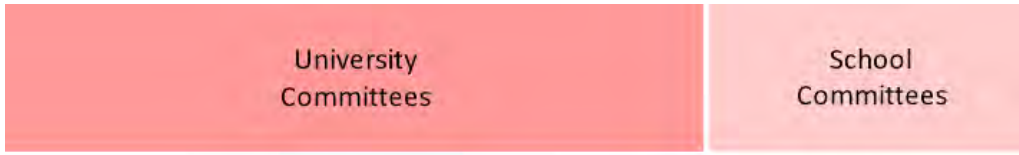
11.2. All other deeds and documents may be executed by those persons empowered with the requisite authority pursuant to the Schedule of Delegated Authority adopted from time to time by the Finance and Property Committee (or equivalent) of the Court.

Approved by University Court
23 June 2014

Main Court Committee Structure



Academic Board Committees



Membership of Court and Committees

Academic Session 2017/18

Members	Earliest end-date of term of office	Audit & Risk	Finance & Property	Remuneration	Nominations	Total Committees	Meeting load p.a. (including I.A.)
Ralph Adams	2020 (1 st)		✓			1	5
Neil Ballantyne	2020 (2 nd)	✓		✓		2	5
June Boyle	2020 (2 nd)	✓ c		✓		2	5
Lord Philip Brodie (<i>Chancellor's Assessor</i>)	2020 (2 nd)					NB	0
Joanne Brown	2019 (1 st)		✓			1	5
Vaughan Ellis	2020 (2 nd)					0	0
Graham Forbes (<i>Chair</i>)	2020 (2 nd)		‡	×	× c	3	8
Charles Guest	2020 (1 st)		✓			1	5
Robert Hare	2019 (2 nd)		✓			1	5
Shainool Jiwa	2020 (2 nd)					0	0
Manish Khatri (<i>ENSA President</i>)	Ex-officio				×	1	2
Alison McCleery	2020 (1 st)					0	0
Hannah Markley (<i>ENSA Vice-President</i>)	Ex-officio					0	0
Andrea Nolan (<i>Principal</i>)	Ex-officio	IA	×	IA	×	4	12
Elizabeth Partyka	2020 (1 st)	✓				1	4
Alistair Sambell (<i>Vice-Principal</i>)	Ex-officio		×			1	5
Adrienne Scullion	2018 (1 st)				✓	1	2
Paul Stollard	2018 (3 rd)		✓			1	5
Stewart Walls	2020 (1 st)				✓	1	2
Pamela Woodburn (<i>Vice-Chair</i>)	2018 (2 nd)	✓		× c	✓	3	7
Neil Woodcock	2022 (2 nd)		✓ c	✓		2	7
Lesley Yellowlees	2021 (1 st)					0	0
TOTAL Membership		4	9	5	6		
TOTAL Constitution		4	9	5	6		

KEY

✓	Appointed member of Committee	IA	In Attendance (as appropriate for Remuneration Cttee)
×	Ex-officio member of Committee	c	Committee convenor
NB	Chancellor's Assessor does not join committees.		
‡	The Chair does not normally attend the meetings of committees of which they are an ex-officio member unless specifically invited by Convenor		

Pending Approval by University Court on 30 October 2017

Academic Board

Terms of Reference

The Academic Board has full delegated authority from the [Court](#) to exercise the powers set out in [Part C of Schedule 1 of the 1993 Order of Council](#) relating to the academic work of the University.

Accordingly, Academic Board is responsible for the overall planning, development and co-ordination of the academic work of the University. It approves, and monitors performance against, the University's Academic Strategy and ensures the quality and standards of the University's educational provision.

In performing its function the Academic Board will exercise the detailed powers set out in [Part C of Schedule 1 of the 1993 Order of Council](#) where appropriate.

Quorum

One third of the current membership, to include the Convener, or a designated Vice-Convener.

Frequency of Meetings

Four times per annum.

Reporting Requirements

The Chair of Court must receive the agenda in advance of each meeting.

The Court must receive the full minutes of each meeting.

Current Sub-Committees

See notes:

Working Groups

None

Constitution

Student Representatives (4)

The President of Edinburgh Napier Students' Association, or a sabbatical officer of ENSA nominated by the President

One student from each campus nominated by Edinburgh Napier Students' Association (3)

Elected Members (20)

Two members of academic staff elected by and from each School (12)

Two members elected by and from the Professoriate (2)

Two members elected by and from the School Academic Leads for Learning & Teaching (2)

Two members elected by and from the School Academic Leads for Research (2)

Two members elected by and from the School Academic Leads for Quality Enhancement (2)

Ex-Officio (14)

Principal & Vice-Chancellor (Convenor)
Vice-Principal (Deputy Vice Chancellor) (Vice-Convenor)
Two Assistant Principals nominated by the Convenor (2)
Deans of School (6)
Dean of Learning & Teaching
Dean of Research & Innovation
Senior Officer Responsible for Student Administration & Support
Senior Officer Responsible for Information Services

In Attendance

University Secretary
Clerk to the Committee
Any other officers, not exceeding 2 at any given meeting, as agreed by the Convenor.

Notes

The statutory instrument governing the University [The Napier University (Scotland) Order of Council 1993] requires the Court to appoint and maintain an Academic Board under the chairmanship of the Principal. Subject only to the maintenance of the power reserved to the Court to assume authority for particular functions, the statutory instrument determines that the Court shall delegate their whole function as set out in Part C of Schedule 1 of the statutory instrument to the Academic Board.

The Court determined at its meeting on 23 October 2000 that none of the powers formally delegated to the Academic Board should be reserved to the Court. Consequently, this shall be understood to be the meaning of the first item of the remit of the Academic Board.

However, this assumes a corresponding responsibility on the part of the Principal to bring matters of material significance to the institution to the attention of the Chair at the earliest practicable opportunity. The Chair shall then determine whether, when and in what form such matters should be communicated to the Court. One of the outcomes of the Review of Effectiveness of the Academic Board (accepted by Court in June 2006) was that Court will receive full minutes of each meeting of the Academic Board as a main item on its agenda.

At present Academic Board has the following Sub-Committees:

- Research & Innovation Committee
 - Research Degrees Committee
 - Research Integrity Committee
 - School Research & Innovation Committees (x6)
- Learning, Teaching & Assessment Committee
 - Quality & Standards Committee
 - Collaborative Provision Committee
 - School Learning, Teaching & Assessment Committees (x6)
- Student Experience Committee
- Academic Conduct Committee
- Fitness to Practise Panel

Audit and Risk Committee

Terms of Reference

1. To recommend to the Court the appointment of external and internal auditors and to monitor their performance.
2. To recommend to the Court audit fees and any matters arising from the resignation or dismissal of the external or internal auditors.
3. To review the annual financial statements prior to submission to the Court, and to make appropriate recommendations to Court in parallel with the Finance & Commercialisation Committee.
4. To review the external auditors' management letter and the management response, discuss with the external auditors any matters arising from the audit, and report to Court as appropriate.
5. To commission periodic business risk and audit needs assessments and to agree with the auditors before the audit programme commences each year the nature and scope of the audits to be conducted.
6. To review the scope of the internal audit programme, comment on its effectiveness, ensure proper co-ordination between the internal and external auditors, and confirm that the internal audit function is adequately resourced.
7. To receive a summary of key matters arising from internal control reports and the resulting recommendations, consider the management response and ensure that appropriate action is taken.
8. To review and report to the Court at least annually on the procedures adopted for ensuring the adequacy and effectiveness of financial, and other internal control systems.
9. To review and advise the Court on the adequacy and effectiveness of risk management arrangements.
10. To consider the procedures adopted by the University to secure value for money and to determine topics for inclusion in any programme of value for money reviews.
11. Periodically to review the Schedule of Delegated Authority, and to advise the Court on the adequacy of that Schedule.
12. To review the contents and advise the Court of the impact of reports issued by relevant bodies including the Scottish Funding Council, Audit Scotland and the National Audit Office.
13. To consider such other topics as may be remitted by the Court from time to time.

Quorum

The Quorum shall be two members.

Frequency of Meetings

Four times per year: September, November, March and May.

Reporting Requirements

The Court must receive a Report of each meeting and an annual report summarising the work of the Committee, normally in November of each year.

The Audit & Risk Committee is also required to confirm (in parallel with the Finance & Property Committee) that the Court can approve the Annual Report and Accounts each year. To facilitate this the Convenor of F&PC will be "in attendance" at Audit Committee for the item where the Report and Accounts are discussed to enable any matters identified by F&PC to be highlighted and discussed.

Constitution

<i>Appointed Members</i>	<i>Other Members</i>	<i>Ex-Officio Members</i>	<i>In Attendance</i>
Four lay members of Court who are not members of the Finance & Property Committee, one of whom shall be Convenor. The Chair of Court cannot attend or be a member of the Audit & Risk Committee	None	None	Internal Auditors External Auditors Principal & Vice Chancellor Director of Finance University Secretary Clerk to the Committee

Notes

The members of the Audit & Risk Committee will meet privately with the Internal and External Auditors at least once per annum. References to risk are deemed to include "reputational" risk.

Risk management itself is NOT the responsibility solely of the Audit & Risk Committee. Each committee remains responsible for ensuring that the University has arrangements in place to identify, monitor and manage effectively the key risks relevant to those committees.

The members of any sub-panels established by the Committee to manage the appointment process for external or internal auditors will themselves be members of the Audit & Risk Committee. Such appointment panels will normally be chaired by the Convenor. The Convenor shall determine the extent to which any university officers are involved in any part of the process. Officers may be invited to attend panel meetings and advise panel members, but may not themselves be members of these panels.

Finance and Property Committee

Terms of Reference

General

1. To manage on behalf of Court all matters of finance and property of the University as set out in Part A of Schedule 1 of The Napier University (Scotland) Order of Council 1993 including making such arrangements as the Committee thinks fit for the conduct of the financial affairs of the University.
2. To approve such strategies as may be required in relation to matters of finance and property.

Finance/Commercial

3. To recommend to Court the annual University budget, taking account of agreed corporate plans.
4. To monitor and review the financial and commercial performance of the University throughout the year.
5. To review the annual financial statements prior to submission to the Court and make appropriate recommendations to Court in parallel with the Audit Committee.
6. To ensure that the annual financial statements of the University are prepared in accordance with the Financial Memorandum between the University and the Funding Council.
7. To consider and determine on behalf of Court all matters relating to the creation of and investment in University-related companies. The committee may choose to delegate this function to a sub-group.

Property

8. To approve and report to Court proposals for major property transactions which exceed the authority delegated to the Principal under the Schedule of Delegated Financial Authority.
9. To ensure the University's estate is being adequately maintained.
10. To maintain an oversight of the environmental impact of the University.
11. To carry out such other related functions as may be requested from time to time by the Court.

Quorum

One third of the current membership, including at least two lay members of Court.

Frequency of Meetings

Normally five times a year, including four meetings approximately one month prior to meetings of the Court.

Reporting Requirements

The Court must receive a Report of each meeting. The Committee is also required to confirm (in parallel with the Audit Committee) that the Court can approve the Annual Report and Accounts each year. To facilitate this the Convenor of F&PC will be "in attendance" at Audit Committee for the item where the Report and Accounts are discussed to enable any matters identified by F&PC to be highlighted and discussed.

Current Sub-Committees

Commercialisation sub-panel

Constitution			
<i>Appointed Members</i>	<i>Other Members</i>	<i>Ex-Officio Members</i>	<i>In Attendance</i>
<p>Four lay members of Court, one of whom shall be Convenor</p> <p>Two members of Court from any category of non-executive membership. No members may be members of the Audit & Risk Committee.</p>	Non	<p>Chair of Court</p> <p>Principal & Vice-Chancellor</p> <p>One Vice-Principal</p>	<p>Director of Finance</p> <p>Director of Property & Facilities</p> <p>University Secretary</p> <p>Clerk to the Committee</p>
Notes			
<p>The F&PC Operates a Commercialisation Sub-Panel in accordance with its Term of Reference 7. Its Constitution, Membership and Key Terms of Reference are given over</p>			

Finance and Property Committee

Commercialisation Sub-Panel

Constitution

1. The constitution of the Sub-Panel shall be the Principal (Convenor), Director of Finance, University Secretary and a lay member of Court.

Terms of Reference

2. The Panel is charged with reviewing the business case for the exploitation of intellectual property (IP) through creation of spin-out companies. Any such business case is required to have the backing of the Dean from the sponsoring School and is to include the analysis which has led to preferring new company incorporation over third party licensing and royalty models, as well as comment on matters of reputation. In reviewing the business case, the Panel will be informed by the most recent SFC guidance on related companies (currently contained in HEFCE circular 2005/48 – published in 2005 and available electronically at: http://www.hefce.ac.uk/pubs/hefce/2005/05_48/).
3. In relation to existing University-related spin-out companies, the Panel is charged with considering the case for any proposed change to investments, such as second round funding or where University consent is required to the terms of external funding on offer (covering such issues as equity, conversion of a license to a formal assignment of University IP, or a variation in royalties.)
4. The Panel's conclusions will be brought back to F&PC for final approval before any contractual commitment is entered into. In the case of exceptional urgency, the Committee Convenor or, in his/her absence, the Chair of Court will be asked to make the final decision by taking Convenor's action and informing Committee members at the first opportunity.
5. The Panel is also charged with reviewing the University's strategic approaches to IP management (though not day to day management of IP which will be dealt with by the Vice Principal and the Director of Commercialisation, under the Schedule of Delegated Authority). This will include, for example, whether the University should consider transferring IP more readily to third parties rather than entering into formal licensing or royalty arrangements. The Panel's conclusions will be brought back to F&PC for final approval.

Quorum

6. Two members, to include the lay member of Court.

Nominations Committee

Terms of Reference

1. To manage the process of filling vacancies in the external membership of the Court and to make appointments to such vacancies on behalf of Court.
2. To consider and make recommendations to the Court on vacancies in the posts of Chair and Vice-Chair of the Court.
3. To review the membership of Court committees, consider the skills, interests and opinions of Court members, and make recommendations to the Court on the filling of such vacancies.
4. To keep under review the rules governing membership of the Court and to make recommendations to the Court on any proposed change in the numbers of external members on the Court.
5. To establish an appointments committee for the appointment of the Principal and Vice-Chancellor, which committee shall make a recommendation to the Court on the appointment.
6. To establish an appointments committee for the appointment of Vice-Principals, Assistant Principals and the University Secretary, which committee shall make a recommendation to the Court on the appointment.
7. To establish, and recommend to Court, appropriate goals and policies in regard to the balance of its independent members in terms of equality and diversity, and regularly review performance against those established goals and policies.

Quorum

The Quorum shall be three members.

Frequency of Meetings

Normally twice a year, in September and May.

Reporting Requirements

The Committee shall report to the Court at least once per annum, and shall annually recommend the membership of all Court committees, normally in June for the cycle beginning in September.

Current Sub-Committees

None

Working Groups

None

Constitution

<i>Appointed Members</i>	<i>Other Members</i>	<i>Ex-Officio Members</i>	<i>In Attendance</i>
Two lay members of Court	None	Chair of Court, who shall be Convenor	University Secretary
One staff member of Court		Principal & Vice Chancellor	Clerk to the Committee
		President of ENSA	

Notes

The membership of the Nominations Committee will be agreed annually under Standing Order 5.14.1 (c) by a simple majority vote of the Court if necessary, normally in June. Where appropriate the Nominations Committee should take account of the overall composition of Court in proposing the membership of committees to ensure that lay members normally have a majority voice.

Remuneration Committee

Terms of Reference

1. To review and determine the total reward package of the Principal & Vice-Chancellor.
2. To receive recommendations, from time to time, from the Principal & Vice-Chancellor regarding which members of the University's senior leadership team should have their total reward package determined by the Committee; and thereafter to approve the outcome on behalf of the Court.
3. To review, in discussion with the Principal & Vice-Chancellor, those proposals brought forward by the Principal & Vice-Chancellor regarding the total reward package of approved members of the University's senior leadership team; and thereafter to determine the outcomes.
4. To consider and agree any changes in the terms and conditions of service of the Principal and Vice-Chancellor and the approved members of the senior leadership team.
5. To deal with any other matters relating to the salaries, benefits, terms and conditions, pension and superannuation arrangements for the Principal & Vice-Chancellor and the approved members of the University's senior leadership team.
6. To deal with any matters relating to severance or applications for early retirement in accordance with the Policy on Severance Payments approved by Court^[a] and in accordance with the provisions of the Scottish Funding Council's Financial Memorandum.
7. To ensure all matters dealt with by the Remuneration Committee are undertaken in accordance with relevant guidance provided by the Scottish Funding Council.
8. To recommend to Court, after consultation with the Principal and Vice-Chancellor, the creation or cessation of such Vice-Principals and Assistant Principals as may be considered necessary.
9. To propose policies and processes for the conduct of its business to Court for approval.
10. To deal with such other relevant matters as may be referred to it by the Court.

Quorum

The quorum for the Remuneration Committee shall be two.

Frequency of Meetings

Twice a year, normally in May and September.

Reporting

Requirements

The Court must receive a report of each meeting. The Remuneration Committee's reports to the governing body should provide sufficient detail of the broad criteria and policies against which decisions have been made.

Current Sub-Committees

None

Working Groups

None

Constitution

<i>Appointed Members</i>	<i>Other Members</i>	<i>Ex-Officio Members</i>	<i>In Attendance</i>
Two lay members of Court	None	The Chair of Court The Vice-Chair of Court The Convenor of the Audit & Risk Committee One of the lay members other than the Chair of Court shall be Convenor	Principal & Vice-Chancellor Clerk to the Committee

Notes

The Remuneration Committee is a small, authoritative body, which must have the necessary expertise to review and determine the salaries, terms and conditions (and, where appropriate, severance payments) of the head of the institutions and such other senior members of staff as the Court deems appropriate. The membership is confined to lay members of Court. The Principal and (if appropriate) the Clerk shall not be in attendance when their own salaries, terms and conditions etc. are discussed.

[a] Policy on Severance Payments

- (i) Court will approve the terms of all "severance schemes" i.e. programmes which have a specified purpose, budget and timeframe.
- (ii) The Principal will approve all individual severance payments that are permitted within the terms of such schemes once approved.
- (iii) The Principal will approve all individual settlement payments that may be part of any termination agreement outside such schemes.

Provided always that:

- (iv) Any proposed severance or settlement payments for staff with a salary in excess of £100k must be referred to the Remuneration Committee.
- (v) Any proposed severance or settlement payments that are in excess of £100k must be referred to the Remuneration Committee.
- (vi) Any proposed severance or settlement payments that are in excess of £250k must first be referred to the SFC for consultation.

Approved by University Court 23 March 2015

Protocol for the Creation of Ad-Hoc Court Sub-Groups

Appendix 7

Any proposal for the creation of an ad-hoc Sub Group of Court must be presented to the next available meeting of Court for approval according to the following process:

1. A clear requirement must be identified for Court oversight of a key strategic area of activity, which cannot reasonably be discharged within the terms of reference and/or time available to existing Court sub-committees, or through the agenda of regular Court meetings (including the annual strategy day).
2. In considering whether such a requirement exists, care must be taken to ensure that the matters concerned are consistent with Court's statement of Primary Responsibilities and schedule of delegated authority and do not interfere with or seek to determine matters/decisions which are the prerogative of the Principal/Executive through the authority which Court has delegated to the Principal.
3. Where it is considered that there is a requirement for such oversight via a Sub-Group, a Court member should propose the creation of such a Group to the Chair of Court who will confer with the Vice-Chair and, where appropriate, the Principal prior to any such proposal proceeding to Court. In accordance with Court's Standing Order, the Chair of Court will determine the inclusion of any such item on the agenda for the meeting.
4. Any Sub-Group so proposed should have a timescale to discharge its terms of reference which should not normally exceed one academic session.
5. The proposal for the creation of a Sub-Group presented to Court for approval shall include the following:
 - Title of proposed Sub-Group
 - Definition and explanation of the requirement for oversight of the identified strategic area
 - Clearly defined Terms of Reference limited to fulfilment of the defined requirement
 - Constitution of Group
 - Timescale for Group to fulfil its terms of reference (not normally to exceed one academic year)
 - Reporting requirement from Group to Court.

**Approved by Court
15 December 2014**

Learning, Teaching & Assessment Committee

Terms of Reference

Purpose: To oversee all learning, teaching and assessment activities associated with award and credit-bearing provision including the strategic management of the taught academic portfolio and of quality assurance and enhancement activities managed and led by Collaborative Provision Committee and Quality & Standards Committee.

Remit

1. To oversee on behalf of Academic Board all matters relating to learning, teaching and assessment activity associated with award and credit-bearing provision.
2. To oversee all taught undergraduate and postgraduate award and credit-bearing provision, including quality assurance and enhancement and the shape of the academic portfolio.
3. To oversee the promotion, implementation and evaluation of the Learning, Teaching & Assessment aspects of Academic Strategy 2020 and the on-going shape and strategic development of the academic portfolio, including monitoring performance and progress against relevant University and School level performance indicators.
4. To oversee the development of learning, teaching and assessment policy and practice within the framework of Academic Strategy 2020.
5. To lead and promote the University's engagement with *Enhancement Themes* and other externally-led pedagogic initiatives.
6. To lead and promote the professional development of academic staff and those who support students' learning in delivering Academic Strategy 2020.
7. To oversee the University's approaches to the enhancement of learning, teaching and assessment practice.
8. To receive and consider reports and recommendations from schools and professional service teams relating to learning, teaching and assessment policy and practice and pedagogic practice more generally.
9. To oversee the identification for wider dissemination and consideration internal and external good or innovative learning, teaching and assessment practice, strengths and achievements and areas where further enhancement would be of benefit.
10. To evaluate the impact of all learning, teaching and assessment activities on the quality of the student learning experience, ensuring that all related action is taken to a full and successful conclusion and that feedback on the action taken is communicated effectively to all participants.
11. To receive, through minutes and reports from Quality & Standards Committee, assurance on the effectiveness of arrangements for managing the quality and standards of taught award and credit bearing provision.
12. To receive, through minutes and reports from Collaborative Provision Committee, assurance on the effectiveness of arrangements for managing the delivery of all award or credit-bearing provision delivered in partnership.
13. To report routinely through Committee minutes and formally annually to Academic Board on the effectiveness of the Committee's oversight of learning, teaching and assessment policy and practice within the framework of Academic Strategy 2020 and other pedagogic matters, making recommendations as needed to the Board where appropriate.

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or the designated Vice-Convenor.

Frequency of Meetings

Four per annum.

Reporting Line

Academic Board.

Sub-Committees

Quality & Standards Committee, Collaborative Provision Committee and School Learning, Teaching & Assessment Committees.

Current Working Groups

To be commissioned as required.

Minutes

Copies of all minutes will be forwarded to Academic Board. Minutes and papers will be held electronically by the Clerk to the Committee.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

Constitution

Vice-Principal (Deputy Vice Chancellor) [Convenor]
Dean of Learning, Teaching & Assessment [Vice-Convenor]
School Academic Leads for Learning, Teaching & Assessment
An officer responsible for University level learning and teaching support,
nominated by the Dean of LTA
Head of Quality & Enhancement
Dean of Research & Innovation or nominee
Senior Officer Responsible for Student Administration & Support
Head of Employability & Opportunities
Convenor of Research Degrees Committee
Senior Officer Responsible for Information Services
One student representative from each campus (nominated by the President
of ENSA)
One ENSA Sabbatical Officer (nominated by the President of ENSA)

In attendance:

Clerk to the Committee

A member of ENSA staff nominated by the President of the ENSA.

Approved by Academic Board 12 June 2015

Constitution updated to reflect role title changes arising from professional service re-organisation: 29/11/16

School Learning, Teaching & Assessment Committee

Terms of Reference

Purpose: To co-ordinate the delivery of the Learning, Teaching & Assessment strand of the Academic Strategy within the School, monitor the School's performance towards delivery of the Academic Strategy, academic key performance indicators and to ensure that the design, development and delivery of all taught award and credit-bearing provision takes full account of University academic regulations and Quality Framework expectations.

Remit

1. To manage and lead the promotion, implementation and evaluation of Academic Strategy 2020 and the on-going shape and strategic development of the academic portfolio within the school, including monitoring the school's performance and progress against appropriate performance indicators.
2. To oversee all taught undergraduate and postgraduate award and credit-bearing provision, including quality assurance and enhancement within the school.
3. To advise Learning, Teaching and Assessment Committee on all matters relating to learning, teaching and assessment policy and practice associated with award and credit-bearing provision within the school.
4. To oversee the school's approaches to the enhancement of learning, teaching and assessment practice.
5. To oversee within the school the identification for wider dissemination and consideration good or innovative learning, teaching and assessment practice, strengths and achievements and areas where further enhancement would be of benefit.
6. To lead and promote the school's engagement with *Enhancement Themes* and other externally-led pedagogic initiatives.
7. To prepare and submit reports and recommendations to Learning, Teaching and Assessment Committee relating to learning, teaching and assessment policy and practice and pedagogic practice more generally within the school.
8. To report routinely through Committee minutes and formally annually to LTAC on the effectiveness of the Committee's oversight of learning, teaching and assessment policy and practice within the framework of Academic Strategy 2020 and other pedagogic matters, making recommendations as needed to the Board where appropriate.
9. To promote and oversee the professional development of academic staff and those who support students' learning in delivering Academic Strategy 2020.
10. To advise Quality & Standards Committee on all matters relating to the effectiveness of the University's academic regulations, Quality Framework and the quality and standard of all taught award and credit-bearing provision more generally.
11. To advise Collaborative Provision Committee on all matters relating to the design, delivery, monitoring and review of all award and credit-bearing provision delivered in partnership.
12. To work in partnership with Quality & Standards Committee and Collaborative Provision Committee to ensure that all taught award and credit-bearing provision takes full account of the University's academic regulations and Quality Framework.
13. To provide annually to Quality & Standards Committee feedback on the effectiveness of the implementation of and proposed amendments to the

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or the designated Vice-Convenor

Frequency of Meetings

Four per annum.

Reporting Line

Learning, Teaching & Assessment Committee.

Minutes

Copies of all minutes will be forwarded to Learning, Teaching & Assessment Committee.

Minutes and papers will be held electronically by the Clerk to the Committee.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

University's academic regulations and Quality Framework for implementation in the following academic session.

14. To oversee within the school the operation of all internal and external accreditation, approval, audit, monitoring and review activities relating to taught award and credit-bearing provision.
15. To receive and consider reports on the outcome of all internal and external accreditation, approval, audit, monitoring and review activities within the school relating to taught award and credit-bearing provision with a view to identifying for wider dissemination and consideration good or innovative practice, strengths and achievements and areas where further enhancement would be of benefit.
16. To oversee the appointment of the school's external examiners.
17. To prepare and submit annually to Quality & Standards Committee a report on the outcome of module and programme monitoring activities within the school in accordance with Quality Framework expectations.
18. To evaluate the impact of all learning, teaching and assessment activities on the quality of the student learning experience within the school, ensuring that all related action is taken to a full and successful conclusion and that feedback on the action taken is communicated effectively to all participants.

Constitution

School Academic Lead for Learning, Teaching & Assessment [Convenor]

Vice Convenor to be designated from the Committee membership

Dean of School

School Academic Lead for Quality

A School Academic Lead for LTA or Quality from another School, nominated by the Convenor

A representative from DLTE, nominated by the Dean of LTA

A representative from Academic Quality, nominated by the Head of Quality & Enhancement

A representative from Information Services, nominated by the Director of Information Services

Two School student representatives nominated by ENSA

Two members of School academic staff nominated for their expertise and experience of LTA matters by the Convenor, in conjunction with the Dean of School

In attendance: Clerk to the Committee

Approved by Academic Board 12 June 2015

Constitution updated to reflect role title changes arising from professional service re-organisation: 29/11/16

Quality & Standards Committee

Terms of Reference

Purpose: To oversee the quality and standard of all taught award and credit-bearing provision through monitoring and maintaining academic regulations and a coherent framework of internal quality assurance and enhancement procedures which take account of and meet external expectations.

Remit

1. To oversee on behalf of the Learning, Teaching & Assessment Committee and Academic Board all matters relating to the quality and standards of taught award and credit-bearing provision.
2. To develop, manage and review the effectiveness of the University's academic regulations to ensure that these continue to provide a valid and reliable framework to enable the LTAC and Academic Board to be confident that the quality and standard of all taught award and credit-bearing provision meets external expectations.
3. To consider proposals from School Learning, Teaching & Assessment Committees to gain an exemption to specific academic regulations and where, in the Committee's view, the proposal does not compromise the University's regulatory principles or the student learning experience and is supported by a sound academic rationale, to approve a revised academic regulation for a set period of time.
4. To maintain an overview of approved exemptions to specific academic regulations and to evaluate annually the impact of the current approved exemptions on the University's regulatory principles with a view to either amending an existing regulation to take account of an approved exemption or inviting the proposing school to review their academic practice to take account of an approved academic regulation and enable an exemption to be terminated.
5. To develop, manage and review the effectiveness of the University's Quality Framework which sets out definitive quality assurance and enhancement procedures to facilitate the implementation of academic regulations and enable the LTAC and Academic Board to be confident that the quality and standard of all taught award and credit-bearing provision meets external expectations.
6. To work in partnership with Collaborative Provision Committee to ensure that all taught award and credit-bearing provision delivered in partnership takes full account of the University's academic regulations and Quality Framework.
7. To submit to Academic Board for approval annually (and to LTAC for information) the University's academic regulations and Quality Framework for implementation in the following academic session.
8. To oversee the operation of all internal and external accreditation, approval, audit, monitoring and review activities relating to taught award and credit-bearing provision.
9. To receive and consider reports on the outcome of all internal and external accreditation, approval, audit, monitoring and review activities relating to taught award and credit-bearing provision with a view to identifying for wider dissemination and consideration good or innovative practice, strengths and achievements and areas where further enhancement would be of benefit.
10. To oversee the operation of the external examining system.
11. To oversee the operation of the University's credit rating process including approving applications and receiving an annual report on the effectiveness of the delivery of all approved credit rated activity.

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or the designated Vice-Convenor.

Frequency of Meetings

Four per annum.

Reporting Line

Learning, Teaching & Assessment Committee.

Current Working Groups

To be commissioned as required.

Minutes

Copies of all minutes will be forwarded to Learning, Teaching & Assessment Committee.

Minutes and papers will be held electronically by the Clerk to the Committee.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

<p>12. To evaluate the impact of all internal and external accreditation, approval, audit, monitoring and review activities on the quality of the student learning experience, ensuring that all related action is taken to a full and successful conclusion and that feedback on the action taken is communicated effectively to all participants.</p> <p>13. To receive annually a report from each school on the outcome of module and programme monitoring activities in accordance with Quality Framework expectations.</p> <p>14. To consider the content of the University's annual report to the Scottish Funding Council on internal monitoring and review activities, and any other externally commissioned reports on the quality and standard of taught award or credit-bearing provision which may be required on an ad hoc basis, and present a final report to Academic Board for approval (and to LTAC for information).</p> <p>15. To commission thematic quality audits and receive and consider reports on the outcomes of such audits.</p> <p>16. To report routinely through Committee minutes and reports to LTAC, and formally annually to Academic Board on the effectiveness of arrangements for managing the quality and standards of all taught award or credit-bearing provision and connected matters, making recommendations as appropriate.</p> <p>Constitution Dean of Learning, Teaching & Assessment [Convenor] Vice Convenor to be designated from the Committee membership Head of Quality & Enhancement School Academic Leads for Quality Up to three administrative members of staff with School quality responsibilities, nominated by the Convenor Senior Officer Responsible for Student Administration and Support or nominee Senior Officer Responsible for Information Services or nominee One student representative from each campus (nominated by the President of ENSA) One ENSA Sabbatical Officer (nominated by the President of ENSA)</p> <p>In attendance: Clerk to the Committee A member of ENSA staff nominated by the President of the ENSA</p>	
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Approved by Academic Board 12 June 2015

Constitution updated to reflect role title changes arising from professional service re-organisation: 29/11/16

Collaborative Provision Committee

Terms of Reference

Purpose: To oversee all award and credit-bearing provision delivered in partnership ensuring that the design, delivery, approval, monitoring and review of all provision delivered in partnership meets University and sector quality and standards expectations.

Remit

1. To oversee on behalf of the Learning, Teaching & Assessment Committee and Academic Board all matters relating to award and credit-bearing provision delivered in partnership.
2. To develop and monitor the effectiveness of policy, procedures and practices relating to award and credit-bearing provision delivered in partnership to ensure that external quality and standards expectations are met.
3. To maintain a strategic overview of the portfolio of award and credit-bearing provision delivered in partnership and a definitive register of all such provision and partnerships.
4. To work in partnership with Quality & Standards Committee to ensure that all taught award and credit-bearing provision delivered in partnership takes full account of the University's academic regulations and Quality Framework.
5. To ensure appropriate due diligence is undertaken in the development of partnerships in terms of reputational risk, academic quality and the student experience.
6. To develop and monitor the effectiveness of arrangements for:
 - a. the early consideration of proposals to deliver award or credit-bearing provision delivered in partnership
 - b. developing proposals to deliver award or credit-bearing provision delivered in partnership
 - c. confirming that due diligence scrutiny has been completed on all proposals to deliver award or credit-bearing provision delivered in partnership
 - d. undertaking academic scrutiny and approval of all proposals to deliver award or credit-bearing provision delivered in partnership
 - e. ensuring that appropriate collaborative agreements are in place
 - f. ensuring that the effectiveness of the delivery of all award or credit-bearing provision delivered in partnership is monitored and reviewed in accordance with University and sector expectations.
7. To receive and consider reports resulting from approval, monitoring and review activities relating to the delivery of all award or credit-bearing provision delivered in partnership with a view to identifying, promoting and disseminating good or innovative practice, strengths or achievements University-wide and to ensure that any recommendations are addressed appropriately.
8. To oversee the quality assurance of award and credit-bearing provision delivered in partnership.
9. To oversee the quality assurance of partnerships that support student exchange opportunities.
10. To report routinely through Committee minutes and reports to LTAC, and formally annually to Academic Board on the effectiveness of arrangements for managing the delivery of all award or credit-bearing provision delivered in partnership and connected matters, making recommendations as appropriate.

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or the designated Vice-Convenor.

Frequency of Meetings

Nine per annum or as required.

Reporting Line

Learning, Teaching & Assessment Committee.

Current Working Groups

To be commissioned as required.

Minutes

Copies of all minutes will be forwarded to Learning, Teaching & Assessment Committee.

Minutes and papers will be held electronically by the Clerk to the Committee.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

Constitution

Vice Principal (Deputy Vice Chancellor) [Convenor]
Dean of Learning, Teaching & Assessment [Vice Convenor]
Assistant Principal (Internationalisation)
Director of International Operations
Senior Officer Responsible for Student Administration & Support (or nominee)
School Academic Leads for International
Director of Finance or nominee
Head of Quality & Enhancement
One ENSA Sabbatical Officer (nominated by the President of ENSA)

In attendance: Clerk to the Committee

Approved by Academic Board 12 June 2015

Constitution updated to reflect role title changes arising from professional service re-organisation: 29/11/16

STUDENT EXPERIENCE COMMITTEE

Terms of Reference

Purpose: To oversee the University's activities in pursuit of the Student Experience strand of Academic Strategy 2020 covering all elements of the student experience out with formal teaching and assessment, including student support and the partnership between the University and the Students' Association.

1. To oversee the development of policy in areas related to the wider student experience, recognising the diversity of our student population.
2. To oversee and co-ordinate key aspects of the student experience to ensure coherence across the schools and professional services, and to promote and encourage the development of services to potential and current students across the University, irrespective of mode or programme of study.
3. To oversee development of, and monitor progress with, key statements related to the student experience, including the Student Experience Strategy and Delivery Plan.
4. To oversee the development and operation of co-curricular opportunities.
5. To encourage participation in, and in conjunction with the Learning, Teaching & Assessment Committee, oversee action on the outcomes of, student feedback from a range of sources including the NSS, PTES, Internal Student Satisfaction Survey, Staff Student Liaison Committees and learning from Complaints.
6. To advise on general communications to the student body.
7. To monitor the effectiveness of the University's arrangements for student wellbeing.
8. To encourage the development and sharing of good practice with regard to student support, with particular emphasis on supporting student success and the wider student experience.

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or a designated Vice-Convenor

Frequency of Meetings

Normally four meetings per Annum

Reporting Line

Academic Board

Current Working Groups

Student Retention Working Group

Student Feedback and Survey Working Group

Minutes

Copies of all minutes will be forwarded to the Academic Board. Minutes and papers will be held electronically by the Clerk to the committee.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

<p>9. To oversee the partnership agreement between the University and the Students' Association.</p> <p>10. To consider and approve formal documentation that captures the overall student achievement record for external audiences, including HEAR and Diploma Supplements.</p> <p>11. To monitor and agree the allocation of SFC Outcome Agreement funding.</p>	
<p>Constitution</p> <ul style="list-style-type: none"> • Assistant Principal (Student Experience) (Convenor) • Head of Recruitment & Admissions • Director of School Support Service • 3 ENSA Sabbaticals plus 3 further student members (1 from each Campus) nominated by the President of the ENSA • Head of Marketing and Communications • School Academic Leads for Student Experience • Head of Market Intelligence • Head of Learning and Research Services, Information Services • Director of Property & Facilities or nominee • Member of staff from Research & Innovation Office nominated by the Dean of Research & Innovation • Head of Student Wellbeing • Head of Employability & Opportunities <p><u>In attendance:</u></p> <ul style="list-style-type: none"> • Member of ENSA staff with responsibility for student engagement • Clerk to the Committee 	

Approved by Academic Board 21 October 2016

Research & Innovation Committee

Terms of Reference

Purpose: To oversee the University's activities in pursuit of the Research & Innovation strand of Academic Strategy 2020 covering all research and knowledge exchange activity, including commercialisation and postgraduate research.

Remit

1. To advise the Academic Board on the development and implementation of the Research & Innovation strategy and policy including research degree provision and CPD.
2. To promote the implementation of the University's R&I strategy.
3. To advise the Academic Board on the preparations for and monitoring of progress towards the Research Excellence Framework and similar research assessment exercises.
4. To review Schools' progress towards University Research and Innovation Targets and KPIs.
5. To monitor the volume and value of Research and Innovation activities on a School by School basis and University-wide.
6. To monitor the Resource Allocation Model with respect to Research & Innovation income streams across the University.
7. To consider the University's response to relevant external policy consultations and debates.
8. To monitor the development and motivation of staff in conducting Research & Innovation to build capacity and increase effectiveness.
9. To ensure that Schools are aware of developments in Research & Innovation policy and funding opportunities in the UK and EU.
10. To consider research degrees and researcher development issues presented by Research Degrees Committee.
11. To consider research integrity issues presented by Research Integrity Committee.
12. To monitor public engagement activity on a School by School basis and across the University.
13. To receive, through minutes and an annual report from its sub-committees, assurance as to the effective fulfilment of their remits.
14. To report routinely through Committee minutes and formally annually to Academic Board on the effectiveness of the Committee's oversight of the University's activities in pursuit of the Research & Innovation strand of Academic Strategy 2020

Constitution

Vice Principal (Deputy Vice Chancellor) (Convenor)
 Dean of Research & Innovation (Vice-Convenor)
 School Academic Leads for Research

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or a designated Vice-Convenor

Frequency of Meetings

Four per annum

Reporting Line

Academic Board

Current Sub-Committees

Research Degrees Committee
 Research Integrity Committee

Current Working Groups

To be commissioned as required.

Minutes

Copies of all minutes will be forwarded to the Academic Board. Minutes and papers will be held electronically by RIO.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

Senior Officer Responsible for Information Services Dean of Learning, Teaching & Assessment or nominee Convenor of University Research Degrees Committee Convenor of Research Integrity Committee A representative of RIO, nominated by the Dean of R&I Two Students from the Postgraduate Research Student Body, nominated by the Convenor Up to three additional academic staff members appointed by the Convenor In attendance: Clerk to the Committee	
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Approved by Academic Board 12 June 2015

School Research & Innovation Committee

Terms of Reference

Purpose: To co-ordinate the delivery of the Research & Innovation strand of the academic strategy within the School, monitor the School's performance towards delivery of the R&I strategy with reference to the Academic KPIs and take any necessary decisions and actions required at School level in terms of delegated responsibility for research degree and research integrity matters.

Remit

1. To advise Research and Innovation Committee on the School's implementation of the Research & Innovation strategy and policy including research degree provision and CPD.
2. To plan, develop and review the School activity to deliver the University Research and Innovation Strategy.
3. To prepare for, monitor and report on progress towards the Research Excellence Framework and any future, similar research assessment exercises.
4. To disseminate best practice on research proposals within the School.
5. To monitor the levels of income generation from R&I activities within the School.
6. To monitor the School Resource Allocation Model with respect to R&I income streams.
7. To promote a vibrant research culture within the School.
8. To monitor and support the research development of both staff and students in the school.
9. To give ethical approval to research proposals and monitor the operation of the research ethics and governance framework at School level, promoting good practice in the conduct of research & innovation in the School, reporting annually to the Research Integrity Committee.
10. To ensure that effective School-wide support mechanisms are in place for researchers, research students and associated staff.
11. To monitor and ensure the satisfactory progress of research degree students within the School, reporting bi-annually to the Research Degrees Committee.
12. To oversee the interview and appointment process of research degree students ensuring university guidelines are followed.
13. To ensure the quality of research degree supervisory teams and research supervisor development is current and grow research degree supervision capacity.
14. To disseminate good practice in research degree supervision, examining and administration
15. To act on recommendations from the Research Degrees Committee regarding supervisory practice or processes.
16. To promote the public engagement of research undertaken in the school.

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or a designated Vice-Convenor

Frequency of Meetings

As required to satisfy communication to University research related committees.

Reporting Line

Research & Innovation Committee

Minutes

Minutes and papers will be held electronically by the Clerk to the Committee.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

17. To report routinely through Committee minutes and formally annually to Research & Innovation Committee on the fulfilment of its remit.

Constitution

Director of Research (Convenor)

Vice-Convenor to be designated from the Committee membership

Dean of School

School Research Degrees Leader

School Research Integrity Leader

School Public Engagement Leader

Member of support staff responsible for Research Degree administration

A representative of RIO, nominated by the Dean of R&I

Research Centre Directors (or equivalent)

Two Postgraduate Research Students appointed by the Convenor

Up to three additional academic staff members appointed by the Convenor

In attendance: Clerk to the Committee

Approved by Academic Board 12 June 2015

Research Integrity Committee

Terms of Reference

Purpose: To consider the ethical dimension of research & innovation and to determine and oversee governance policies, procedures and practices in relation to research proposals at all levels including undergraduate students, postgraduate students and staff.

Remit

1. To oversee the University's arrangements for considering the academic ethics and governance of research & innovation activities.
2. To oversee the University's policies, procedures and practices for ensuring probity and integrity in the conduct of its research & innovation.
3. To work to promote good practice in the conduct of research & innovation in the University and best practice in researcher development.
4. To receive annual reports from School Research & Innovation Committees on their handling of research & innovation ethics and governance issues.
5. To consider those research & innovation proposals referred from Schools and give or withhold permission accordingly.
6. To report routinely through Committee minutes and formally annually to Research & Innovation Committee on the fulfilment of its remit.

Constitution

Research Integrity Leader (Convenor)

Vice-Convenor: to be designated from the committee membership

Research Degrees Leader

School Research Integrity Leaders

Professional Support Lead for Researcher Development

Senior Officer Responsible for External Funding

Senior Officer Responsible for Information Services, or nominee.

A representative of RIO, nominated by the Dean of R&I

Up to three additional academic staff members appointed by the Convenor

(note 2)

One external person with relevant expertise and experience to be nominated by the Convenor

In attendance: Clerk to the Committee

Notes:

1. The term 'research' for the purpose of this Committee is broadly defined to reflect research understood in its widest sense, incorporating innovation, public engagement, innovation, enterprise etc.
2. It is expected that one of these members will have knowledge of ethics issues in the NHS.

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or a designated Vice-Convenor

Frequency of Meetings

At least three per annum

Reporting Line

Research and Innovation Committee

Minutes

Copies of all minutes and an annual report will be forwarded to the Research and Innovation Committee. Minutes and papers will be held electronically by the RIO.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

Research Degrees Committee

Terms of Reference

Purpose: To monitor research students' programmes and academic progression, approve examination arrangements and recommend awards. To monitor and evaluate research degree quality and provision. To ensure appropriate research student and supervisor training is provided.

Remit

1. On behalf of Academic Board, as a formal sub-committee of the University R&I Committee, and working with Schools, to monitor research postgraduate degree students' programmes of study.
2. To monitor research postgraduate students' academic progression.
3. To approve research degree examination arrangements.
4. To recommend research degree awards.
5. To ensure the academic standards of the University's research degrees.
6. To undertake an annual review of regulations and procedures.
7. To promote best practice in RPG supervision, assessment and examination.
8. To monitor research postgraduate completion rates and student satisfaction levels for comparison with sector norms.
9. To monitor and evaluate the delivery of appropriate supervisor development and training to increase supervisory capacity.
10. To monitor and evaluate the delivery of RPG student development and training according to appropriate external benchmarks.
11. To annually review the provision of Research Degrees and develop new routes for doctoral education to grow the University RPG base.
12. To receive reports from School Research & Innovation Committees on progress of Research Degree students.
13. To report routinely through Committee minutes and formally annually to Research & Innovation Committee on the fulfilment of its remit.

Constitution

Research Degrees Leader (Convenor)
Researcher Development Leader (Vice-Convenor)
Dean of Research and Innovation
School Research Degrees Programme Leaders
A representative of RIO, nominated by the Dean of R&I
Senior officer responsible for RPG admissions
Up to three additional academic staff members appointed by the Convenor

In attendance: Clerk to the Committee

Quorum

One-third of the total membership (excluding co-options) which must include either the Convenor or a designated Vice-Convenor

Frequency of Meetings

Five per annum: 2 focussing on research student monitoring, 2 on researcher development, 1 on research degrees graduation

Reporting Line

Research & Innovation Committee

Minutes

Copies of open minutes will be forwarded to the University R&I Committee.
Open minutes and papers will be held electronically by the RIO.
Closed minutes will be held by RIO.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

University Academic Conduct Committee

Terms of Reference

Purpose: To receive and consider cases of serious breaches of academic conduct as referred by Academic Conduct Officers. To reach and impose an appropriate penalty in cases which are proven.

Remit

1. To receive and consider all cases of alleged academic misconduct by undergraduate and taught postgraduate students referred by School Academic Conduct Officers.
2. To determine whether academic misconduct has taken place and, in proven cases, to arrive at an appropriate penalty as described in the University *Student Disciplinary Regulations*.
3. To take into account the requirements of professional bodies in the treatment of academic misconduct and to follow those requirements where professional registration is concerned.
4. To request and follow procedural guidance from the Student and Academic Services Department as appropriate.
5. To report the decisions of the Committee to the appropriate Board(s) of Examiners.
6. To make an annual report to Academic Board on the work of the committee and on any general issues which may assist in the University's developmental approach to academic misconduct.

Constitution

Convenor (appointed by the Convenor of Academic Board from amongst the membership of the Board)
 One Dean of School (not associated with any case being considered)
 One Academic Conduct Officer (not associated with any case being considered)
 One student member nominated by Edinburgh Napier Students' Association

To be co-opted for each meeting:

One subject specialist member of academic staff nominated by the relevant Dean of School for each case under consideration

Notes:

The membership of the Committee will need to be drawn from a pool of Deans of School and Academic Conduct Officers as appropriate to the cases being considered by the Committee.

The Committee should be clerked by and draw on the expertise of a member of staff from the Student and Academic Services Department.

Specific Policy Responsibilities

None

Co-options

Discipline experts as required for the proper consideration of cases.

Quorum

Three members which must include either the Chair or a designated Vice-Chair

Frequency of Meetings

As required

Reporting Line

Academic Board

Minutes

Given the nature of the work of the Committee, minutes will be confidential. An annual report on the work of the Committee will be submitted to Academic Board.

Equality Issues

Those officers with responsibility for nominating or appointing members to the committee as prescribed by the constitution should, in doing so, have due regard to the desirability of achieving an equal balance of either gender within the committee's membership.

Fitness to Practise Panel

Terms of Reference

Purpose: To ensure that applicants meet the defined Nursing Midwifery Council (NMC) requirements for entry to and continued maintenance on any approved programme leading to registration by considering any health or character issues and whether the person has the capability for safe and effective practice without supervision thus ensuring public protection is maintained.

Remit

1. To ensure that students self-declare their 'fitness to practise' on application, at the end of each academic stage, for entry to the register, on re-registration and when returning to the register.
2. To ensure that students, on application for first entry to a part of the register, or when returning to the register, provide a supporting declaration from Edinburgh Napier University.
3. To ensure that staff from both academic and practice learning are aware of their responsibilities and the implications of the Disability Discrimination and Data Protection Acts.
4. To ensure that the NMC registration process operated by the University is fair and does not discriminate against disabled people, while at the same time safeguards the health and wellbeing of persons using or needing the services of nurses, midwives or specialist community public health nurses.
5. To consider a person's character to ensure that it is sufficiently good for them to be capable of safe and effective practice without supervision. For this purpose, good character is based on a person's conduct, behaviour and attitude, as well as any conviction and cautions that are not considered compatible with professional registration and that might bring the profession into disrepute.
6. To consider all applicants as individuals and assess each of them to decide what the effect a conviction or caution might have on the person's ability to meet the NMC requirements for entry to a programme leading to registration. If an applicant has a conviction or caution, the relevance, seriousness and circumstances in which the offence was committed must be taken into account.
7. To consider a person's health at pre-admission and while the student is on the

Quorum

* At least one member of each group must be in attendance

** It is mandatory for the Lead Midwife for Education to be in attendance if midwifery students' good health are being considered.

*** The employer representatives should be from the same field of practice in nursing or midwifery as the student(s) being considered. For midwifery, this person must be a Supervisor of Midwives.

Frequency of Meetings

Four per annum (to link to UCAS application process) and as required to hear individual cases relating to good health.

Reporting Line

School Learning, Teaching & Assessment Committee; School of Health & Social Care.

Current Sub-committees

Admissions sub group

Membership

Convenor

SHSC Dean of School or nominee

*Members**

A registrant from each field of practice (or nominated deputy)

Lead Midwife for Education**

Four employer representatives (who must be from each field of practice) and one Supervisor of midwives***

SHSC Lead with responsibility for Admissions

Representative from Academic Conduct Officers within SHSC

Members term of office 3-5 years

In attendance

Clerk to the Committee

programme, to ensure that they are capable of safe and effective practice without supervision.

8. Where a student declares a disability or health condition at pre-admission and/or while the student is on the programme, to consider their case on an individual basis to determine whether their fitness to practise is impaired. Where appropriate, consider any reasonable adjustments that may be required to be implemented to enable a nurse, midwife or specialist community public health nurse to be capable of safe and effective practice without supervision.

9. To ensure that all staff (including mentors, practice teachers and teachers) involved in selection, recruitment or making a decision related to the good health of a student, have attended disability equality training.

10. To approve and evaluate an admissions policy which demonstrates that applicants are adequately screened for their fitness to practice.

11. To approve and evaluate a policy which ensures that all students returning to the programme will be screened for their fitness to practice

12. To provide advice and guidance on fitness to practice issues generally