

Approved



## UNIVERSITY COURT

### MINUTES

of the meeting of the University Court held on 17 December 2014 at 2pm in the Boardroom of the University.

Chair: Mr E Frizzell  
Vice-Chair: Professor E Wilson

Mr M Batho	Mr C Macdonald	Dr J Rees
Mrs L Baxter	Mr G MacDougall	Dr A Samuel
Ms A Boyle	Mr D McLaren	Mrs S Scott
Mr J Burt	Mr J Nicholson	Professor N Seaton
Ms R Donoghue	Professor S Olivier	Mr M Shaw
Mr R Fletcher	Right Rev Dr N Peyton	Mrs H Smith

Secretary: Mrs S Stewart  
Clerk to Court: Dr A Ramsay

In attendance: Mr S Bright  
Mrs W Grant  
Professor L Natanson  
Mr Martin Pitt  
Ms C Summers  
Mr B Yuksel

Apologies for absence were intimated on behalf of Mr D Dorward, Mr M Grossi, Mr A Macmillan Douglas and Mr J Reid.

### NON-RESERVED AREAS OF BUSINESS

#### 26 WELCOME

The Chair welcomed Mr B Yuksel, the Vice-President of the Students' Association, to his first meeting as an observer at Court.

#### 27 DECLARATION OF POTENTIAL CONFLICTS OF INTEREST

The Chair reminded members of their responsibility to indicate if they had, or could be perceived to have, a conflict of interest in relation to the items for discussion. No conflict was declared.

#### 28 MINUTES OF THE MEETING OF THE CHAIR'S COMMITTEE HELD ON 8 DECEMBER 2014

Court noted the above minutes, submitted for information as Enclosure 17.

29 MINUTES OF THE MEETING OF THE UNIVERSITY COURT HELD ON 22 OCTOBER 2014

Court approved the above minutes, submitted as Enclosure 18, as an accurate record.

30 MATTERS ARISING FROM THESE MINUTES

The Chair thanked those Court members who had attended the recent University Graduation ceremony and luncheon, where the portrait of the Chancellor had been unveiled. Court was advised that Lord Cullen had written to the University to express his appreciation of the portrait and the letter was circulated to members.

31 COURT APPOINTING MATTERS

CT/1214/19

Court accepted the recommendation of the Governance & Nominations Committee that Mr J Burt, Dr J Rees and Mr J Reid be re-appointed to the lay membership of Court for a further three-year period to 31 December 2017.

Court accepted the recommendation of the Governance & Nominations Committee that Dr A Cornish and Mr I McDonald be invited to join the lay membership of Court for a three-year period to 31 December 2017. Members also approved the recommendation of the Governance & Nominations Committee that Ms K Liddiard be approved in principle as a future lay member of Court, subject to the resolution of the conflict of interest arising from her employment.

The University Secretary apprised Court of the result of the recent election from amongst the academic staff of the University, noting that Professor D Carson would join Court with effect from 1 January 2015. Mrs Stewart further advised members that the ballot to elect the Senate nominee to Court was ongoing and that the result would be communicated electronically once known.

Members noted that vacancies in the membership of committees of Court would require to be addressed. Court was content to delegate this responsibility to the Governance & Nominations Committee.

32 SCOTTISH GOVERNMENT: CONSULTATION ON SCOTTISH HE GOVERNANCE

CT/1214/20

The University Secretary introduced the above paper, intended to provide members with information on the recently-published Scottish Government consultation. Members noted that, whilst the proposed legislation was considered desirable by the Scottish Government, the sector was generally of the opinion that there was no need to legislate in the areas identified and that some of the proposals would in fact be prejudicial to good governance.

Members considered the initial draft response prepared by Mrs Stewart and discussed the specific proposals in turn.

A) Transfer of the Privy Council's role to a new Scottish-based committee

Members noted that, although the current process involved in amending governance instruments was lengthy and cumbersome, it was unclear that moving the functions of the Privy Council to a new committee in Scotland

would ameliorate this. Additionally, Court expressed concerns regarding the proposed membership of the new committee and supported the University's position that such a committee should not comprise solely members of the Scottish Government but should include for all Scottish HEIs at least one independent member beyond the Lord President.

B) Academic Freedom

Court discussed the proposal to replace the current definition of academic freedom within the Further and Higher Education (Scotland) Act 2005 and noted that academic freedom was already enshrined within a system of rights and responsibilities and that further additions to the statutory definition might produce unforeseen and unwelcome results.

C) Role of Principals

Members considered the Scottish Government's proposal to legislate in order to describe the heads of Scottish HEIs as 'Chief Executive Officer' whilst retaining the working job title of 'Principal' to make clear that the role of the Principal also involves the leadership, administration and management of the institution. Court noted that this matter was already disposed of in the Financial Memorandum between HEIs and the Scottish Funding Council and supported the view of management that the University should disagree with this proposal.

D) Chairing of Governing Bodies

Court discussed the proposal to elect and remunerate Chairs of governing bodies, derived directly from the report of the Review of Higher Education Governance in Scotland chaired by Professor von Prondzynski. Members expressed serious concerns that this proposal was unclear and would at the very least have a deleterious effect on governance.

E) Membership of Governing Bodies

Members debated the intention set out in the Consultation to require governing bodies to provide positions for a minimum of two students, at least two directly elected staff members, one member nominated by academic and related unions, up to two alumni representatives and one member from administrative, technical or support unions.

In discussion, Court noted the potential damage to effective governance that such a proposal might effect. If, as set out in the Code, Governing bodies should have no more than 25 members, the number of independent members would be reduced and the obligation of the trade union representatives to represent its members would lead to the fragmentation of the Court as a 'body corporate'.

F) Composition of Academic Boards

Court considered the proposals for legislation regarding the membership of the academic board of the institution, noting that the University's Governing Order and Scheme of Delegation already reflected the designation of Senate as the final arbiter on academic matters.

Court commended the position taken by the University and the proposed response and agreed that the Governance & Nominations Committee should have the delegated authority to finalise the institutional response for submission before the deadline of 30 January 2015.

33 KEY PERFORMANCE INDICATORS 2014

CT/1214/21

*[Secretary's note: at this point, the Director of Strategic Planning joined the meeting]*

Court received and considered the above paper which provided an update on the University's existing Key Performance Indicators (KPIs) prior to the development of the revised set of KPIs which will accompany the new Strategic Plan 2015-2020. Members noted that the revised KPI report would address concerns previously raised regarding the format and usefulness of the existing KPIs and would include clearer information about how progress would be measured and would benchmark the University's position against comparator institutions where possible.

Thereafter, Court noted the report.

34 COMPUTER GAMES EDUCATION

*[Secretary's note: The Head of Arts, Media and Computer Games joined the meeting at this point.]*

Court received a presentation from Professor L Natanson on Computer Games education at Abertay. Members were apprised of the unique approach taken at Abertay to encourage supported, work-based learning which fostered co-operation and co-creation by staff and students alike.

Professor Natanson advised Court that the School was now enjoying the highest level of academic resource than ever before and that the new basis for curriculum design would allow the School to enhance its academic programmes, improving the computer science and the artistic core knowledge base for their degrees. Members were advised that Abertay had created a brand, realised a pedagogy for creativity, was forming new disciplines and extending the concept of "games", as well as being sought after by (UK and international) University collaborators.

Members commended Professor Natanson for this overview of a critical aspect of the University's portfolio and requested that further time be allocated to another such presentation at a future meeting.

*[Secretary's note: The Head of Arts, Media and Computer Games left the meeting at this point.]*

35 DRAFT UNIVERSITY STRATEGIC PLAN 2015-2020

CT/1214/22

The Principal introduced the above draft of the new University Strategic Plan 2015-2020, noting that the Plan was based upon the planning assumptions and outline discussed by Court at its meeting in October 2014 but had been developed further since that time in partnership with colleagues across the University and had benefitted from considerable consultation with staff and students. Professor Seaton advised Court that the Plan was high-level, articulating the overarching ambitions of the University, reflecting Abertay's values and was intended to guide the University's planning and activities over the period to 2020.

In the course of a lengthy and detailed discussion, one member sought clarification regarding the stated aims in relation to the five broad subject areas and was advised that the University intended to achieve national prominence and hoped to display excellence in all. One member sought assurance around the 2020 aims and was advised that, whilst the targets

were both challenging and ambitious, they were achievable and that Court would be able to draw reassurance from the new KPIs. Members further noted that this high-level strategy would crystallise into the detail of the School and Service Operational Plans.

Thereafter, Court commended the document as both ambitious and visionary and approved the 2015-2020 Strategic Plan, subject to the incorporation of suggestions arising from the members' deliberations.

36 SCOTTISH FUNDING COUNCIL: DRAFT 2015/2016 OUTCOME AGREEMENT

CT/1214/23

The Vice-Principal (University Services) introduced the above paper, which delineated the proposed targets for inclusion in the University's 2015-2016 Outcome Agreement with the Scottish Funding Council. Court was advised that these had been discussed with the Students' Association and with the trades unions and had been considered by the Finance & Corporate Performance Committee.

Members noted that a draft outcome agreement would be submitted to the Scottish Funding Council (SFC) shortly with a final version submitted by the end of February following Court approval.

Thereafter, Court noted the draft 2015-2016 Outcome Agreement.

*[Secretary's note: The Head of Finance and the representative of the External Auditor joined the meeting. The Director of Strategic Planning left the meeting at this point]*

37 AUDIT COMMITTEE: MINUTES OF THE MEETING HELD ON 25 NOVEMBER 2014

The minutes of the above meeting, submitted as Enclosure 24, were approved. The following matters were noted:

37.1 Business Continuity Report (paragraph 23.2 refers)  
Court noted the Committee's consideration of a review of Business Continuity. The review had identified one high-risk, six moderate and two low-risk control recommendations, all of which had been accepted by management. The review had also identified areas of good practice.

37.2 External Audit Management Letter (paragraph 26 refers)  
Court noted the Committee's consideration of the external audit management letter, which had resulted in a positive outcome and had required very few adjustments to be made. The opinion of the auditors was unqualified in respect of compliance with the Financial Memorandum.

37.3 Audit Committee Draft Annual Report (paragraph 28 refers)  
Court noted that the Audit Committee had received the draft annual report, which was dealt with as a separate agenda item.

38 AUDIT COMMITTEE ANNUAL REPORT TO COURT

CT/1214/25

The above annual report to Court for session 2013/2014 was approved.

39 FINANCE & CORPORATE PERFORMANCE COMMITTEE: MINUTES OF THE MEETING HELD ON 2 DECEMBER 2014

The minutes of the above meeting, submitted as Enclosure 26, were approved. The following matter was considered and approved:

39.1 Amendments to Financial Regulations

(Appendix 1 refers)

Court endorsed the recommendation of the Committee to approve amendments to the Financial Regulations.

The following items were noted:

39.2 Draft Capital Plan

(paragraph 23.1 refers)

Court noted that the Committee had given robust consideration to a draft capital plan which noted the University's position in terms of its financial reserves and which would inform future decisions regarding major expenditure, investment or borrowing.

39.3 Draft Strategic Plan 2015-2020

(paragraph 24 refers)

Court noted the Committee's consideration of the draft Strategic Plan 2015-2020, which had been discussed earlier as a separate agenda item.

39.4 Key Performance Indicators

(paragraph 25 refers)

Court noted that the Committee had received an interim report on the current KPIs, noting that a revised set was under development.

39.5 Outcome Agreement 2015-2016

(paragraph 26 refers)

Court noted the Committee's consideration of the 2015-2016 Outcome Agreement, which had been discussed by Court as a separate agenda item.

39.6 Corporate Information Systems

(paragraph 33 refers)

Court noted that the Committee had received and considered a proposal to invest significantly in the development of an integrated corporate information system. Members were advised that the Committee had approved in principle only the development of a more detailed business case.

39.7 Estates Projects

(paragraph 34 refers)

Court noted the Committee's consideration of a paper indicating current and proposed future Estates projects.

39.8 5-Year Capital Plan

(paragraph 35 refers)

Court noted consideration of a paper produced at the request of the Committee intended to assist with the development of a 5-year capital plan.

Members were advised that the University's Annual Report and Financial Statements and the University Students' Association's Annual Report and Financial Statements would be dealt with as separate agenda items but noted that the opinion of the auditors had been unqualified in respect of compliance with the Financial Memorandum and in respect of confirming that income from the Scottish Funding Council had been applied for the purpose for which it was intended.

40 DRAFT UNIVERSITY FINANCIAL STATEMENTS TO 31 JULY 201

CT/1214/27

Court accepted the Committee's recommendation that the University's Annual Report and Financial Statements be approved.

41 DRAFT UNIVERSITY STUDENTS' ASSOCIATION FINANCIAL STATEMENTS TO 31 JULY 2014

CT/1214/28

Court accepted the Committee's recommendation that the Students' Association Annual Report and Financial Statements be approved.

42 ASSUR: ANNUAL SUSTAINABILITY REPORT<sup>1</sup>

CT/1214/29

Court received and considered the above paper detailing the requirements of Annual Sustainability Reporting, including KPIs determined to allow the assessment of financial sustainability and also the model Annual Sustainability Report.

Thereafter, Court approved the report.

43 GOVERNANCE & NOMINATIONS COMMITTEE: MINUTES OF THE MEETING HELD ON 11 NOVEMBER 2014

The minutes of the above meeting, submitted as Enclosure 30, were approved.

The following matters were noted:

43.1 Scottish Code of Good HE Governance: Implementation Plan update

(paragraph 15 refers)

Court noted the Committee's commendation of progress made towards the implementation of the Code of Good HE Governance.

43.2 Appointing the Chair of Court: Proposed Approach

(paragraph 16 refers)

Court noted the Committee's consideration of a proposed new process for appointing the Chair of Court, taking into account good practice at other institutions and in line with the requirements of the Code.

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<sup>1</sup> Annual Sustainability Reporting Assurance (ASSUR)

43.3 Scottish Code of Good HE Governance: One year into implementation  
(paragraph 17 refers)  
Court was advised that the Committee had reviewed the University's compliance with the Code and commended Abertay's advanced position in relation to other universities in Scotland.

43.4 Standing Orders of Court: Minor revisions  
(paragraph 19 refers)  
Court noted the Committee's approval of minor revisions to the Standing Orders of Court to include reference to the role of the Intermediary and to reflect Court's approval of the proposal to allow the Vice-President of the Students' Association to attend Court and its committees as an observer.

44 PEOPLE, HEALTH & EQUALITY COMMITTEE REPORT

CT/1214/31

Court received and approved the minutes of the above meeting as a correct record. The following matter was noted:

44.1 Athena Swan university bronze application and action plan

Court noted the Committee's consideration of the University's application and action plan for the Athena Swan Bronze award.

45 REF 2014: INITIAL REPORT ON RESULTS

Oral Report

*[Secretary's note: at this point the Director of REIS joined the meeting]*

Court received a report from the Vice-Principal (Academic) on the results of the Research Excellence Framework (REF) 2014. Professor Olivier advised members that the University had submitted more units and more individuals than other comparator institutions and that early assessments of the results were encouraging. Members noted that a detailed analysis of the University's performance would be presented to the next meeting of Court.

Thereafter, Court congratulated management and commended the work of the Director of REIS.

*[Secretary's note: at this point the Director of REIS left the meeting]*

46 SENATE: REPORT OF THE MEETING HELD IN DECEMBER 2014

CT/1214/33

Court received and noted a report on issues discussed at Senate's meeting in December 2014. In particular, Court noted that Senate had supported the draft Strategic Plan 2015-2020, subject to the inclusion of some minor matters.

47 STAKEHOLDER ENGAGEMENT REPORT: JULY-DECEMBER 2014

CT/1214/33

Court received the above report, submitted for information.

48 DEPARTURE OF MEMBERS

Court noted that this was the last meeting to be attended by Mr D McLaren, Mr J Nicholson and Dr A Samuel who between them had served Court for 25 years.

Members noted that Dr Samuel had joined Court as the elected member of Academic staff in 2009 and was re-elected in 2011 for a second three-year term. Mr Nicholson, as the member nominated by Senate, had served for three periods of three years since January 2006.

Mr McLaren became a lay member of Court in June 2005 and so had served nearly ten years on Court, 9 years of which had also been as Chair of the Audit Committee.

The Chair, on behalf of Court, thanked these three individuals most warmly for the distinctive contribution they had made to the work of Court over many years of membership and wished them well for the future.

49 DATE OF NEXT MEETING

Court noted that the next scheduled meeting would take place on Wednesday 18 February 2015.

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**CHAIR**