

## EDINBURGH NAPIER UNIVERSITY

## UNIVERSITY COURT

**Minutes of the meeting held on Monday 17 December 2018  
at 3.45 pm in the Rivers Suite, Craiglockhart Campus**

**Present:** Dr G Forbes (Chair); Professor A Nolan (Principal & Vice-Chancellor); Mr R Adams; Mr N Ballantyne; Ms J Boyle; Mr S Brannan; Lord Brodie (Chancellor's Assessor); Mr G Cullen; Mr J Fraser; Mr C Guest; Mr C Ibanez; Dr S Jiwa; Professor A McCleery; Ms A McLean; Ms E Partyka; Professor A Sambell; Professor A Scullion; Mr S Walls; Mr N Woodcock; Professor L Yellowlees.

**Apologies:** Ms J Brown; Mr R Hare; Mr S Moir; Ms G Scholefield.

**In attendance:** Mr D Cloy (Secretary to Court); Ms K Dewar (Director of People & Services); Ms N Graham (Vice Principal (International)); Mr A McGoff (Director of Finance & Operations); Professor A Tobin (Vice Principal, Learning & Teaching); Mr S Kay (Item 5).

**1. OPENING REMARKS, WELCOME AND APOLOGIES**

- 1.1. The meeting was preceded by a Pre-Court Strategy Presentation on Student Mental Health, which members had welcomed. Members who were interested in contributing further to discussion in this area were invited to feed into the Principal or Director of People & Services.
- 1.2. The Chair welcomed members to the meeting and the apologies were **noted**.

**Part A For discussion and decision****2. MINUTES OF THE MEETING HELD ON 29 OCTOBER 2018 UC(18/19)16**

- 2.1. The minutes of the meeting held on 29 October 2018 were **approved**.

**3. MATTERS ARISING**

- 3.1. Minute 4.2. It was noted that an election for the vacant elected Academic Staff member on Court had been scheduled for January 2019.

**4. PRINCIPAL'S REPORT UC(18/19)17**

- 4.1. The Principal introduced her written report and highlighted the flat cash budget settlement for the sector, the strategic plan published by the Enterprise and Skills Strategic Board, Brexit developments and the review of Post-18

Education in England. The purpose and outcomes of a number of the Principal's other engagements were also outlined.

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

**5. EDINBURGH NAPIER STUDENTS' ASSOCIATION UC(18/19)18  
(ENSA) CONSTITUTION**

- 5.1. Stefan Kay (Change Manager supporting the ENSA Constitution Review) was welcomed for the item. Members were presented with the draft proposed revised ENSA Constitution and Schedules, and were provided with an overview of the work undertaken in its development and a number of key issues considered.
- 5.2. The considerable work which had gone into developing the proposal to date was recognised and welcomed, and it was agreed that the proposed Corporate Trustee model was appropriate and would provide the best level of protection to the ENSA trustees.
- 5.3. It was noted by the lay Court member of the ENSA Constitution Review Group, that Group members had not been provided with the complete and final set of documents and given the opportunity to submit further comments and feedback by correspondence, as agreed at the last meeting of the Review Group, before these were presented to Court and that there were a number of areas which would have been raised in advance had this happened as expected.
- 5.4. Members highlighted a number of points in relation to the proposal where they wished further consideration and revision to take place, including:
  - The matter of a lay Court member joining the ENSA Corporate Trustee Board. It was noted that this had been agreed and recommended by the Review Group, but later rejected by the Trustee Board. Members were broadly supportive of this proposal, which was considered beneficial in terms of strengthening relationships, and not unusual in terms of practice elsewhere. In response to a query it was noted that conflict of interests issues could be readily managed and resolved as they are in other situations and contexts.
  - The co-equal President proposal was understood and accepted, but it was considered that it needed to be clear and explicit in the Schedules that one of the Presidents would be the President for University contact purposes.
  - The appointment of student trustees was noted to currently be by cross campus ballot, and it was considered that this should remain the case to avoid any dilution of a key democratic provision.
  - The provisions in the schedules which introduced powers for ENSA managers to enforce disciplinary actions against elected sabbatical officers were not considered appropriate. It was considered that these responsibilities should rest entirely with the Corporate Trustee. It might be appropriate to include the appropriate code of conduct within the schedules.
  - The importance of ensuring representation for all students, including TNE and online students, was emphasised and it was considered that there

should be one category of student only. It was noted that any resource issues can be identified and addressed subsequently.

- Accountability/transparency provisions should be strengthened, including explicit requirement to publish minutes.
- It was noted that the process for changing the Constitution and Schedules currently included approval by the Student Council. It was considered that this should remain as an important democratic provision.
- It was agreed that the provision in relation to the approval of schedule amendments was ambiguous as worded and should be amended to make clear the requirement for approval by the Secretary to Court, as was currently the case.
- It was considered that the remit of the Corporate Trustee Board should go beyond governing in the interests of beneficiaries to include reference to significant stakeholders such as the University.

5.5. In view of the foregoing, it was considered appropriate that ENSA's Constitution Review Group, with continued representation on behalf of Court by Ms Partyka and the Secretary to Court, be invited to continue its work to address the points raised, and any other drafting issues arising, and bring a revised proposal back to Court at its March meeting. In the expectation that the revised draft would satisfactorily address the feedback points raised, it was hoped that Court would be able to provide agreement in principal at that point to allow the necessary referendum to take place prior to final Court approval thereafter.

## **6. REVIEW OF THE CURRENT FINANCIAL POSITION\* UC(18/19)19**

6.1. Court received and **noted** the report which provided the financial position as at the end of October 2018.

## **7. APPROVAL OF ANNUAL REPORT AND AUDITED ACCOUNTS 2016/17\* UC(18/19)20**

7.1. Court received the paper which was presented to enable Court to discharge its statutory responsibilities in respect of the Financial Statements for 2017/18. It was noted that the statements had previously been considered and recommended for submission to Court by the Finance & Property Committee and the Audit & Risk Committee.

7.2. It was noted that a short one page summary of key messages from the annual report would be helpful to Court members to use for advocacy purposes, and it was agreed that this would be taken forward.

7.3. Thereafter Court **approved** the Annual Report and Financial Statements for 2017/18, **authorised** the Chair of Court and the Principal to sign the Financial Statements on its behalf and **authorised** the Principal and the Finance Director to sign the Management Letter of Representation on its behalf.

**8. ANNUAL REVIEW OF STRATEGY AND ACADEMIC KEY PERFORMANCE INDICATORS UC(18/19)21**

- 8.1. Court received the paper and presentation which reported on the agreed set of University Key Performance Indicators (KPIs), which are used to monitor progress towards the University Strategy 2020. The indicators were presented with indicative trajectories for each of the measures to 2020 using 2013/14 as a baseline.
- 8.2. Discussion followed during which resource tensions in the achievement of KPI targets were noted, and developments in relation to the international KPIs were outlined. The importance of securing growth in business engagement was recognised, and it was agreed that commentary around Equality, Diversity and Inclusion could be usefully included in future reports. The achievability of some targets was questioned, and it was recognised that whilst certain targets were challenging, they were appropriately aspirational and ambitious and should not be downgraded.
- 8.3. Thereafter, Court **noted** the report.

**9. DRAFT SCOTTISH FUNDING COUNCIL OUTCOME AGREEMENT 2019/20 UC(18/19)22**

- 9.1. Court received the paper which presented a well-developed draft of the University's Outcome Agreement with the Scottish Funding Council for 2019/20 to 2021/22. It was noted that the targets with regard to NSS performance were the same as the Strategy 2020 KPI.
- 9.2. Thereafter Court **approved** this draft as the final submission subject to incorporation of further feedback and any necessary updating of data, and **delegated authority** to the Chair of Court to approve the final submission.

**10. REVIEW OF THE STAKEHOLDER ENGAGEMENT PLAN UC(18/19)23**

- 10.1. Court received the paper which presented a report of stakeholder engagement activity on the part of the ULT during academic year 2017/18 and advised on ULT's thinking on the future development of the University's Stakeholder Engagement Plan following recent changes in ULT portfolios and the appointment of a new Director of Marketing and External Relations.
- 10.2. Discussion followed during which it was noted that it might be helpful to incorporate Court member engagement within the plan.
- 10.3. Thereafter Court **noted** the report.

**11. MINI REF HEADLINE OUTCOMES UC(18/19)24**

- 11.1. Court received the paper which presented an update on progress towards the University's next Research Excellence Framework Submission (REF2021).

11.2. Discussion followed during which it was noted that units of assessment without impact case studies should be areas of particular focus, and the importance of increasing the overall number of staff submitted was recognised rather than maximising the number of units of assessment to which submission would be made.

11.3. Thereafter Court **noted** the update.

**12. INTERNATIONAL DEVELOPMENT UPDATE\* UC(18/19)25**

12.1. Court received the paper and presentation which provided an update on developments relating to the University's Online and TNE Strategy which outlined the development of "International Centres" as a new model of TNE delivery for the University. The update focussed particularly on progress on International Centre opportunities in East Africa and Vietnam, and highlighted the risks associated with these opportunities. It was noted that a number of discussion sessions with staff were scheduled to take place in the New Year to explore these further.

12.2. Discussion followed during which members considered the opportunities and risks presented, noted the possibility of joint working with established institutions and recognised the opportunity of learning from commercial organisations that were already operating in these areas. It was agreed that a fuller paper would be developed and brought back for consideration either at the February Strategy Day or March Court meeting. Court members would be invited to workshop sessions.

12.3. Thereafter Court **noted** the update.

**13. AUDIT & RISK COMMITTEE ANNUAL REPORT 2018\* UC(18/19)26**

13.1. Court received and **noted** the paper which presented the Audit & Risk Committee's annual report to Court for 2017/18. A number of issues from the report were highlighted.

**14. NOMINATIONS FOR HONORARY AWARDS\* UC(18/19)27**

14.1. Court **approved** the proposals for Honorary Awards, as recommended by the Honorary Awards Committee and approved by Academic Board.

**Part B For information**

**15. ACADEMIC BOARD MEETING 30 NOVEMBER 2018 UC(18/19)28**

15.1. Court **noted** the minutes from the meeting of the Academic Board of 8 December 2017.

**16. REPORT FROM REMUNERATION COMMITTEE UC(18/19)29**

16.1. Court **noted** the report from the meeting of the Remuneration Committee held on 8 November 2018.

**17. TOP RISKS MONITORING SCHEDULE (1 of 3)\* UC(18/19)30**

17.1. Court **noted** the Top Risks monitoring schedule.

**Part C Not intended for discussion**

**18. REPORTS FROM COURT COMMITTEES**

**18.a Finance & Property Committee meeting on 19 November 2018\* UC(18/19)31**

18.1. The report was **noted**.

**18.b Audit & Risk Committee meeting on 28 November 2018\* UC(18/19)32**

18.2 The report was **noted**.

**19. DATE OF FUTURE MEETINGS AND EVENTS**

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

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