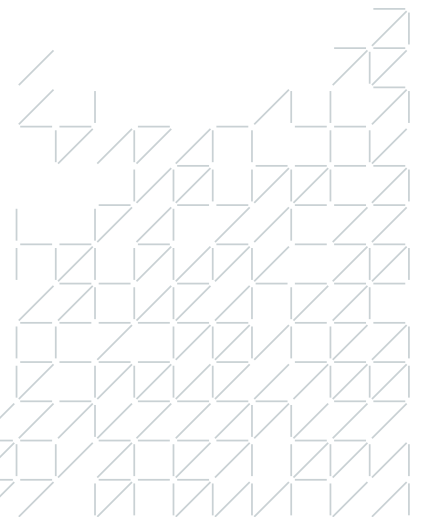




Chair of Court

Recruitment information pack



www.napier.ac.uk



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The opportunity

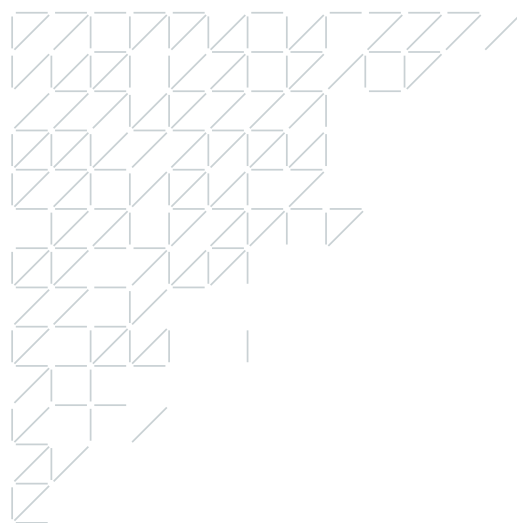
Edinburgh Napier University is seeking to appoint a new Chair of its governing body, the University Court, to take up post in August 2025.

The Chair is responsible for the leadership and effectiveness of the Court and, together with the Court and the Principal, will help shape the University's strategic direction and oversee its performance, ensuring the highest standards of corporate governance in accordance with the provisions of the Scottish Code of Good Higher Education Governance.

The Candidate:

- A senior figure with substantial experience of chairing senior bodies and working alongside Chief Executives, gained within large, complex organisations in the private, public or third sectors;
- Excellent interpersonal and communication skills, including the ability to represent the University externally and to establish good working relationships with other members of Court, the Principal and members of the University Executive;
- Personal affinity with higher education and empathy with the values, aims and objectives of Edinburgh Napier University, underpinned by an appreciation of the principles and effective implementation of good corporate governance.

The University is committed to achieving a diverse governing body and welcomes applications from all suitably experienced individuals, particularly those who would further enhance its diversity.



Edinburgh Napier
has more than

20,000
students

Our students come
from more than

145
countries

97%+

of our graduates
are in work or further
study 15 months
after graduation

HESA 2021/22

**Top university
in Edinburgh
for student
satisfaction**

five years in a row

NSS 2024

**Top modern
university in
Scotland**

for research power
and research impact

REF 2021

Edinburgh Napier University

Edinburgh Napier University is proud to be the #1 modern university in Scotland and a top 10 UK modern university (Times Higher Education World University Rankings 2025). We have been ranked as the #1 university in Edinburgh for student satisfaction five years in a row (National Student Survey 2020, 2021, 22, 2023 & 2024) and we are also the top Scottish modern university for research power and impact (Research Excellence Framework 2021).

Since our establishment as Napier Technical College in 1964, Edinburgh Napier has evolved into a bold, progressive university with a reputation and impact that stretches far beyond our shores. But while we've risen in rankings and grown in scope over the years, we've stayed true to our heritage as a technical institution. For our students and researchers, this means that learning and discovery doesn't just take place in the lab or the classroom—it happens in the real world. That's what makes us different. Year on year, we deliver personalised education, work-related learning and innovative research that matters, making positive change not just a distant goal but a daily reality.

Our three Edinburgh campus locations at Sighthill, Merchiston and Craiglockhart provide a diverse yet interrelated network that underpins the rich sense of belonging and identity shared by our community. With more than 250 courses on offer and over 20,000 students from over 145 countries studying on campus, online and at partner universities worldwide, we are carving out a distinct position as an enterprising and innovative institution with an unrivalled student learning experience.

From our award-winning international campaign to tackle period poverty, to our pioneering cardiovascular research on the global detection of abnormal heart rhythms, and our nationally recognised, award-winning cyber security programs, we make positive change happen. Guided by our future-focussed strategy and strong leadership, the coming years will see us continue to make significant positive differences to people's lives, the economy, the climate, and Scotland's place on the global stage.

Find out why you should join Edinburgh Napier in the video below.



Our strategy and values

Values:

- Professional
- Ambitious
- Innovative
- Inclusive



We have five diverse schools:

- The Business School
- School of Applied Sciences
- School of Arts & Creative Industries
- School of Computing, Engineering & the Built Environment
- School of Health & Social Care

Purpose and strategy

Our purpose is to deliver high quality education and research to add value to the social, cultural and economic capital of the communities we serve and shape their development. We want to be recognised as a university that acts with respect and integrity and creates an environment where everyone involved feels proud, confident, challenged and supported. In March 2020, we launched our current strategy, Shaping our Future: Driving Distinctiveness, incorporating three new strategic objectives along with a commitment to growing sustainably.

Our strategic objectives

- **Build Careers - Create Opportunities.** Our flexible and innovative delivery models will offer opportunities and routes to success for students and staff to shape their development, excel in their careers and influence future policy and practice.
- **Grow Networks - Connect Communities.** Creative collaborations, locally, nationally and internationally that support our teaching and research, we will provide an educational portfolio that both shapes and responds to the needs of business and society.
- **Advance Knowledge - Deliver Impact.** Our high-quality research and knowledge exchange will address real-world cross-disciplinary challenges and underpin our teaching, with innovation and ideas exchange linked to external partners, policy and practice.
- **Grow Sustainably.** Grow and diversify our income and take progressive action to achieve net zero carbon in our operations by 2030. We will also seek to minimise our wider and legacy carbon footprint and influence sustainable practices within and beyond our campuses.

Role of the Court

The Court is responsible for overseeing the University's activities and determining the overall strategic direction of the University. In doing so it helps ensure the continued development of a successful organisation which has been, and continues to be, effective at meeting its strategic goals. It establishes the budgetary framework, appoints the head of the institution and exercises general oversight of the University's performance and development in reference to approved plans and key performance indicators. It ensures compliance with the provisions regulating the University and its framework of governance and, subject to these, will take all final decisions on matters of fundamental concern to the University.

In addition to accountability to the Scottish Funding Council for the public funds received through it, the University is also responsible to a large number of other stakeholders including not only our students, clients and other customers but also a significant number of public bodies such as the Quality Assurance Agency (QAA), Office of the Scottish Charity Regulator (OSCR), Office of the Scottish Information Commissioner (OSIC), the Scottish Public Services Ombudsman (SPSO) and UK Visas and Immigration (UKVI).

The Court is responsible for ensuring that an effective system of internal control is maintained, monitored and reviewed. The Court is responsible for the strategic and reputational risks facing the University and has delegated to the Principal the responsibility for the management of the operational, compliance and financial risks.

The Principal is responsible for the executive management of the institution and its day-to-day direction and, subject to conditions and reservations determined by the Court, has delegated authority to act on Court's behalf in all matters affecting the well-being of the University. In particular, the Principal is Court's designated accounting officer responsible for the financial administration of the University's affairs under the terms of the Scottish Funding Council's Financial Memorandum.

In addition to the Principal and Vice Chancellor, the Court is also responsible for the appointment and, if necessary, dismissal of the Secretary to Court and Vice-Principals and for determining the terms and conditions, salary and benefits of these senior staff. The Court is also responsible for the appointment of the University Chancellor.

Role of the Chair

The Chair of Court is responsible for the leadership and effectiveness of the governing body and, together with the governing body and the Principal, helps provide the strategic direction to the University to ensure the delivery of its key objectives. The Chair is responsible for ensuring there is an appropriate balance of authority between the Court and the Principal.

The Chair's duties include promoting the wellbeing and effective operation of Court, ensuring that its members work together effectively, take collective responsibility for its decisions and have confidence in the procedures that have been laid down for the conduct of business. They ensure that Court applies the highest standards of corporate governance and observes the accepted principles of public life applicable to all public bodies.

The Chair ensures that Court fully discusses all issues necessary, draws on the experience and skills of its members and discharges its responsibilities in a business-like way. They ensure that the sub-committees which conduct Court's business, report appropriately.

The Chair also ensures that the University is well connected with its stakeholders and represents the University externally and, where appropriate, uses personal influence and networking skills on behalf of the University. They work with the Principal to position and promote the University regionally, nationally and internationally with key stakeholders including alumni, industry and government.



Chair of Court: Role Description

1. Leadership

- a) The Chair is responsible for the leadership and effectiveness of the University Court. As Chair of its meetings, they are responsible for ensuring that the necessary business of the Court is carried on efficiently, effectively, and in a manner appropriate for the proper conduct of public business.
- b) The Chair shall ensure, inter alia through a good working relationship with the Convenors of the Committees of the Court that Committee business is carried on in a proper manner, efficiently and effectively, and that regular and satisfactory reports are presented to the Court.
- c) The Chair shall ensure that the Court acts in accordance with the instruments of governance of the University and with the University's internal rules and regulations, and should seek advice from the Secretary in any case of uncertainty.
- d) The Chair shall ensure that the Court exercises collective responsibility, that is to say, that decisions are taken corporately by all members acting as a body. The Chair will encourage all members to work together effectively, contributing their skills and expertise as appropriate, and will seek to build consensus among them.
- e) The Chair shall command the trust and respect of the other members of the Court, the Academic Board and the University's staff and students.
- f) The Chair shall be formally and informally involved in the process for the recruitment of new members of the Court.
- g) The Chair shall be responsible for the appraisal/ review of the performance of the Principal and Vice-Chancellor and, having sought the views of representatives of students and staff of the institution, including representatives of recognised trade unions will make recommendations to the Remuneration Committee accordingly.
- h) The Chair will be responsible for the appraisal/ review of the performance of the Secretary to the Court, taking care to ensure that any other duties the Secretary may perform for the institution are excluded from consideration, and will make recommendations accordingly.
- i) The Chair will be subject to annual appraisal by members of the Court through a process facilitated by the Vice Chair of Court.

2. Standards

- a) The Chair shall ensure that the Court conducts itself in accordance with accepted standards of behaviour in public life, embracing selflessness, integrity, objectivity, accountability, openness, honesty and leadership.
- b) The Chair shall ensure that the Secretary maintains an up-to-date register of the interests of members of the Court, and shall make a full and timely personal disclosure. The Chair shall ensure that any conflict of interest is identified, exposed, and managed appropriately, in order that the integrity of Court business shall be, and shall be seen to be, maintained.
- c) The Chair shall be responsible for ensuring that the Court complies with its obligations under the Scottish Code of Good Higher Education Governance and as a Charity in Scotland, exercises efficient and effective use of the resources of the University for the furtherance of its charitable purposes, maintains its long-term financial viability, and safeguards its assets, and that proper mechanisms exist to ensure financial control and for the prevention of fraud.

3. The Business of the University

- a) The Chair shall ensure the Court exercises control over the strategic direction of the University and that the performance of the University is adequately assessed against the objectives which the Court has approved.
- b) The Chair shall act at all times in accordance with established protocols for the use of delegated authority or Chair's Action. All instances of the use of delegated authority or Chair's Action shall be reported in line with the University's Standing Orders.
- c) The Chair will ensure that there is an appropriate balance of authority between the Court and the Principal. Accordingly, the Chair shall endeavour to establish a constructive and supportive but challenging working relationship with the Principal & Vice-Chancellor, recognising the proper separation between governance and executive management, and avoiding involvement in the day-to-day executive management of the University.

4. The External Role

- a) The Chair shall represent the Court and the University externally. The Chair will be a member of the Committee of University Chairs (CUC) and the Committee of Scottish University Chairs (CSC).
- b) The Chair may be asked to use personal influence and networking skills on behalf of the University.
- c) The Chair shall be asked to play a role in liaising between key stakeholders and the University, or in fund-raising. This role in particular should be exercised in a carefully co-ordinated fashion with the Principal and other senior officers and staff of the University.

5. Personal

- a) The Chair shall demonstrate a strong personal commitment to Higher Education and the values, aims and objectives of the University.
- b) The Chair shall at all times act fairly and impartially in the interests of the University as a whole, using independent judgement and maintaining confidentiality as appropriate. The Chair will act in accordance with the responsibilities of governing body members as set out in the Scottish Code of Good Higher Education Governance.
- c) The Chair shall attend all meetings of which they are Chair.
- d) The Chair shall make themselves available to attend induction/training events organised by the University or other appropriate bodies.
- e) The Chair will take part in a review process on their performance as Chair as determined by Court.



Chair of Court: Criteria for Appointment

Personal Competencies

Essential

- Excellent interpersonal and communication skills, including the ability to establish good working relationships with other members of Court, the Principal and other members of the University Executive;
- Ability to command the trust and respect of the other members of the Court, the Academic Board and the University's staff and students;
- Personal affinity with higher education, strong sectoral awareness and empathy with the values, aims and objectives of the University;
- Diplomacy and demonstrable authority including the ability to deal with conflict in a constructive manner;
- Strong political awareness;
- Skills of networking, influencing and advocacy including the ability to represent the University to a range of stakeholders including ministers, civil servants, students, staff, the local community and potential funders and donors;
- Ability to lead and persuade;
- High level negotiating skills.

Knowledge and Experience

Essential

- Substantial experience of chairing senior bodies and working alongside Chief Executives gained within large, complex organisations in the private, public or third sectors;
- Considerable knowledge and expertise in matters relevant to the successful operation of a large, diverse organisation;
- Experience of leading strategic change;
- Strong understanding of the principles and effective implementation of good corporate governance and how these apply in the context of Higher Education;
- Significant experience of representing an organisation in an ambassadorial role to external bodies and stakeholders;
- Strong understanding of Higher Education in the Scottish context;
- Experience of interacting with politicians, civil servants and senior business people in Scotland.



Chair's estimated annual participation

It is estimated that the Chair will need to devote time in the region of 50 days per year in aggregate to effectively fulfil the responsibilities outlined above and in the role description.

There will be occasional requirements to attend events in the evening and for the Chair to be flexible and to be available to attend meetings in Edinburgh at relatively short notice.

The University also needs to be able to contact the Chair at all times.

The estimate of the time that you will be asked to devote to the University as Chair of Court is based upon preparation for, travel to and participation in, the meetings and other events taking place over the course of the year. These are normally:

- Four meetings of Court
- Two meetings of the Nominations Committee
- One or two meetings of the Remuneration Committee
- Occasional attendance at Court committees which the Chair is entitled to attend ex-officio
- Two meetings per year of the Edinburgh Napier University Development Trust
- Regular scheduled meetings with the Principal and Secretary to Court
- Regular scheduled meetings with the Vice Chair of Court
- Annual performance review and feedback for the Principal (including meetings with ULT and input from Court members) (2 days)
- Court members' annual review (2 days)
- Up to two Court/Executive strategy conferences
- Attendance at Committee of University Chairs (CUC) and Committee of Scottish University Chairs (CSC) meetings (2 one day events in London for CUC meetings, and around 3 two-hour meetings for the CSC meetings)
- Court member recruitment activities and attendance at Court induction event
- The annual Graduation Ceremonies (taking place on three days in July and three days in October)
- Irregular lectures, exhibitions, dinners and other social events, taking place at any point during the year, usually in the evening
- Annual Stakeholder Event
- Twice yearly meetings with ENSA Chair, attend ENSA AGM and annual meeting with ENSA CEO, Chair and Principal
- Provide mentoring and support to the ULT and extended leadership teams as requested
- The conduct of other duties or involvement in Court and University business between meetings.



Terms of appointment

Eligibility

As prescribed in the HE Governance (Scotland) Act 2016 (section 9(2)) a person appointed to the position of Chair of Court may not be a student of, or one of the staff of, the University during the period of the person's appointment.

Period of Office

The initial period of appointment of the Chair will be for four years. At the expiry of that period the Chair will be eligible for re-appointment, as determined by the Court and subject to the provisions of Court's Standing Orders, for one further period of up to four years.

Remuneration and Expenses

The Chair is entitled to non-pensionable remuneration of £22,000 per annum fixed for the initial 4-year appointment term and reviewed at the commencement of a second term. The Chair is eligible to claim travel and other incidental expenses related to the conduct of Court business and in accordance with the University's financial regulations.

Appointment process

The appointment process, which conforms to the requirements of the Higher Education Governance (Scotland) Act 2016, comprises three stages: application; interview and election.

1. Application

Interested parties should apply by completing the application form and submitting this (along with their CV and completed equality and diversity monitoring form) electronically to court@napier.ac.uk, or in hardcopy to:

David Cloy
Head of Governance & Risk
Edinburgh Napier University
9 Sighthill Court
Edinburgh, EH11 4BN

Applications submitted without the completed application form will not be accepted.

The forms to be completed are:

- [Application form](#)
- [Equality and diversity monitoring form](#)

The closing date for applications is **3 February 2025**.

Interviews are currently expected to take place in **March 2025**.

The appointing committee, consisting of members of Court's Nominations Committee, will review all applications and determine which of those appear to meet the criteria for appointment. Those applicants so shortlisted will be invited for interview.

2. Interview

Those applicants invited for interview will meet the panel for a traditional interview which will explore each candidate's qualities, attributes and experience to determine whether they can demonstrate that they fulfil the criteria for appointment. Following interview, the appointing committee will reach a decision on whether the interviewed applicants have met the criteria for appointment. Those that it considers to have met the criteria will be declared candidates in an election.

3. Election

The final stage of the process involves an online election between those individuals declared as candidates following interview. As prescribed in the HE Governance (Scotland) Act 2016, candidates must confirm their intention to stand in an election and there must be more than one candidate before an election will be held. The appointment can only be made following a contested election. The electorate comprises students, staff and Court members of the University and will be conducted in accordance with the University's [Election Regulations](#). Voting in the election will take place over a period of 7 calendar days. Candidates will be given the opportunity to provide an election message which will be distributed electronically to the electorate as part of the voting process. Candidates will be invited to participate in a question-and-answer session with

Further information

Further information relating to Court membership including current members, roles and responsibilities of membership, committees and the key documents comprising the University's governance framework are contained in the [Court Handbook](#).

Information on the University, its history, structure, leadership, strategy and values, activities and achievements is available on the University's website at:

www.napier.ac.uk/about-us

Requests for informal discussions on the role and process should be directed in the first instance to the Secretary to Court, Michael Greenhalgh: m.greenhalgh@napier.ac.uk