



COURT HANDBOOK

Heriot-Watt University
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1 HISTORY OF THE UNIVERSITY

Heriot-Watt University is one of the oldest higher education institutions in the UK. It has a long tradition of innovative teaching, learning and research, geared to the needs of modern industry, business and society. The University specialises in the built environment, engineering and physical sciences, mathematics and informatics, computer science, business management, finance, languages and textiles.

The modern Heriot-Watt University was established by Royal Charter in 1966 and traces its origins to the School of Arts of Edinburgh, which was founded in 1821 as the first mechanics institute in Britain. In 1852, the School incorporated the funds raised by public subscription to erect a monument to the memory of the Scottish engineer and inventor, James Watt, and was renamed the Watt Institution and School of Arts.

In 1885, it merged with the trust bequeathed to Edinburgh in 1623 by George Heriot, who had been goldsmith and financier to King James VI and I, and was renamed Heriot-Watt College. The new technical college appointed its first professors in 1887. In recognition of the quality of its teaching, in 1902 the College became a Central Institution, part-funded by the Scottish Education Department. From 1928, an independent Board of Governors assumed responsibility for the College but continued to receive financial support from George Heriot's Trust. The College continued to enhance its reputation in the fields of science and engineering and, on the recommendation of the Royal Commission on Higher Education chaired by Lord Robbins, became Heriot-Watt University in 1966.

In 1969, Midlothian Council gifted the University the Riccarton estate in southwest Edinburgh. This provided the vital springboard for Heriot-Watt University to expand on a new purpose-built campus. The University's other Scottish campuses include the Scottish Borders Campus, formerly the Scottish College of Textiles, which merged with the University in 1998 and is now co-located with Borders College at its site in Galashiels, as well as a small campus in Stromness, Orkney which specialises in renewable energy.

The University's first overseas campus was opened in 2005 in Dubai, situated in the heart of the Dubai International Academic City. This provides a wide range of undergraduate and postgraduate courses in all of the broad areas of discipline offered by the University. A new purpose-built campus, designed to accommodate growing student numbers, was formally opened in 2011. Further information on the Dubai Campus is available on the campus's website at: <http://www.hw.ac.uk/dubai.htm>

In November 2011, Heriot-Watt University won a major international tender invited by the Malaysian Government and Putrajaya Holdings Sdn Bhd to establish a new international university campus in Putrajaya Malaysia. Degree programmes were offered by Heriot-Watt University Malaysia from 2013 with major expansion in programmes available from autumn 2014. Further information about the Malaysia campus is available at: <http://www.hw.ac.uk/malaysia.htm>

Heriot-Watt University Research Park was launched in 1971 as the first of its kind in Europe. In the years since, the Research Park has grown to include a wide range of established national and international companies of all sizes as well as some new spinout companies. Research Park companies focus on R&D rather than manufacture, employing in the region of 2,000, mostly graduate, staff. The Research Park joins six others in the Edinburgh area as the largest science park within the research and technology park alliance - the Edinburgh Science Triangle. This is aimed at promoting the city region's science capability and infrastructure to attract research and technology companies to the area. Further information on the Research Park is available at: <http://heriot-watt-researchpark.co.uk/>

Further information on the University's history and heritage is available via: <https://www.hw.ac.uk/about/history.htm>

A series of Campus Guides including history of the estate, campus walks, tree trail, landscape trail and bird trail are also available at: http://www1.hw.ac.uk/ppr/campus_guide.htm

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2 UNIVERSITY PROFILE AT A GLANCE

University Profile

A [Profile](https://www.hw.ac.uk/about/profile.htm) page is available on the University's webpages at: <https://www.hw.ac.uk/about/profile.htm>

Structure

The University comprises six Schools, one of which, the Edinburgh Business School, offers postgraduate level programmes only, and is established as a wholly-owned subsidiary company:

- [Energy, Geoscience, Infrastructure & Society \(includes Institute of Petroleum Engineering\)](#)
- [Engineering & Physical Sciences](#)
- [Management & Languages](#)
- [Mathematical & Computer Sciences](#)
- [Textiles & Design](#)
- [Edinburgh Business School](#)

Student population (source: Planning Office)

As at the end of the 2016/17 academic year there were approaching 29,000 students in total registered at Heriot-Watt. Of this total just over 11,000 (38%) were undergraduates, 15,800 (55%) were postgraduate taught course students, and 1,400 (5%) were postgraduate research students. The total figures exclude any visiting, exchange or non-graduating students.

10,800 (38%) of the total registered students were UK-based students with the remaining 62% non-UK based, studying at the University's overseas campuses in Dubai and Malaysia, through supported learning with an Approved Learning Partner, or by independent distance learning.

50% of the total registered population were campus-based learners at one of the University's Scottish, Dubai or Malaysia campuses (numbers were 9,420, 3,540 and 1,500 respectively), while the remaining 50% were studying through supported learning with an Approved Learning Partner, or by independent distance learning.

One-third of the University's on-campus students studying in Scotland are from outside of the UK, helping to make Heriot-Watt one of the most internationally diversified of any UK universities.

Teaching Quality Assessment

In the early part of 2015 the Quality Assurance Agency Scotland (QAAS) undertook its third Enhancement-Led Institutional Review (ELIR) at Heriot-Watt University.

The ELIR process is two part involving, firstly, submission of a Reflective Analysis, Case Study, Advance Information Set and supporting evidence and, secondly, a Review Visit which is split over two sets of dates. The scope of ELIR covers the student learning experience in all of the University's provision (degree entry, undergraduate, postgraduate taught course and postgraduate research study), all modes (including work placements) and locations of study (Dubai and Malaysia), and across all categories of student (Home/EU and overseas). ELIR also encompasses all UK and international collaborative provision, i.e. Approved Learning Partners and Joint Collaborative Partners.

The 2015 ELIR judgement on Heriot-Watt confirmed *"The institution has effective arrangements for managing academic standards and the student learning experience. These arrangements are likely to continue to be effective in the future. This is a positive judgement, which means the institution has robust arrangements for securing academic standards and for enhancing the quality of the student experience."* This is the highest level judgement possible under the ELIR quality review system. It follows an outcome judgement made at the highest level in 2011 following the University's previous ELIR.

The full ELIR report on Heriot-Watt can be viewed on the QAA website at:
<http://www.qaa.ac.uk/reviews-and-reports>

Teaching Excellence Framework (TEF) Silver Award

In 2017, Heriot-Watt received a Silver Award in the Teaching Excellence Framework (TEF). The TEF is voluntary and, while the TEF was developed by the Department for Education in England and education policy is a devolved matter, Heriot-Watt was one of several Scottish universities which opted to take part in this assessment in 2017 following a TEF pilot exercise run in 2016. Participating high education providers receive a gold, silver or bronze award reflecting the excellence of their teaching, learning environment and student outcomes. The awards relate to undergraduate teaching and are valid for up to three years. Further information about the TEF is available at: <http://www.hefce.ac.uk/it/tef/>

Research Quality and Impact

The Research Excellence Framework (REF) is a UK-wide system for assessing the quality and impact of research in higher education institutions; the REF replaces the former Research Assessment Exercise (RAE). The University was ranked 33rd by overall grade point average out of 154 assessed institutions in the first REF assessment in 2014, up from 45th position in the last RAE in 2008. In the 2014 REF 82% of the University's research was graded as 4* (world leading) or 3* (internationally excellent), putting it in 22nd position in the UK and 3rd in Scotland for research quality.

The University performed well across all subject areas and improved its Grade Point Average (the measure of research quality) across each of the twelve units of assessment for which it made a submission. Particularly strong performances were achieved in General Engineering; Architecture, Built Environment, and Planning; and Mathematical Sciences (all joint submissions with the University of Edinburgh) which were ranked 1st, 2nd, and 5th in the UK respectively.

The 2014 REF also measured research impact – i.e., the benefit that the research brings to society at large. In this category, the University was ranked 22nd in the UK and 2nd in Scotland.

Following from these strong REF results, the funding outcome has been favourable for the University with a significant increase in Research Excellence Grant funding to the University from the Scottish Funding Council, raising the University's share of the funding within the sector.

Further information on the University's REF2014 results is available at:
<https://www.hw.ac.uk/research/ref.htm>

The full [REF2014 results](http://results.ref.ac.uk/Results/SelectHei), available for each assessed institution are available on the REF2014 website at: <http://results.ref.ac.uk/Results/SelectHei>

University ranking

The University publishes a range of information on its [rankings](#) across a range of university league table, both national and international.

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3 VISION, MISSION AND STRATEGIC PLAN

The following information relates to the Strategic Plan in place until 2018. Throughout 2017/18 the University will be undertaking development of the Strategic Plan from 2018 onwards. This work will engage the support of members of the Court and its committees.

1 Vision and Mission

The University's Strategic Plan 2013 – 2018 sets out the University's Vision and Mission:

The Vision: *"Heriot-Watt's vision is to be world leading, within all its specialist areas of science, engineering, technology and business."*

The Mission: *"Our mission is to create and exchange knowledge for the benefit of society"*

"We Shall: *Strengthen research intensity in fields of economic and societal benefit; Provide truly global education while maintaining our Scottish roots; and Deliver excellent student experience and highly employable graduates."*

The Strategic Plan also highlights the importance of the set of five **Values** recognised by the University: "All Heriot-Watt endeavours will embody our shared values of:

- *Pursuing Excellence*
- *Shaping the Future*
- *Outward Looking*
- *Pride and Belonging*
- *Valuing and Respecting Everyone"*

and emphasises that: *"The **overall priorities** proposed for development in 2013 -18 are that all academic staff will be active at internationally competitive levels in research and/or scholarship and involved in research-informed teaching."*

2 The Strategic Plan

The University embarked on development of a new Strategic Plan in 2011/12 to set out the University's strategic priorities over the five year period from 2013 to 2018. The [Strategic Plan](http://www.hw.ac.uk/documents/strategic-plan.pdf) is published at: <http://www.hw.ac.uk/documents/strategic-plan.pdf>

The Strategic Plan incorporates four core areas of strategic ambition:

- *'Research Intensification',*
- *'Learning, Teaching and the Student Experience',*
- *'Internationalisation' and*
- *'Enabling Strategies'*

each with its own set of underpinning Key Performance Indicators. The Key Performance Indicators are set out in the Strategic Plan publication including the 2012 baseline positions as well as targets to be reached by 2018.

As set out in the Court's 'Statement of Primary Responsibilities', it is the responsibility of the Court to:

"approve the mission and strategic vision of the University, long-term academic and business plans, key performance indicators (KPIs) and annual budgets and ensure that these have due regard to the interests of stakeholders."

The process for development of the new Strategic Plan will involve a variety of different workshops and discussion forums including members of the Court and Court committees throughout 2017 and 2018.

3 Key supporting strategies

The Learning and Teaching Strategy received by the Court in July 2013, sets out the strategic learning and teaching ambitions of the University for the next five years (2013-18) and aims to deliver the Learning, Teaching and Student Experience objectives set out in the University's Strategic Plan. Requests from Court and Court committee members for copies of the Learning & Teaching Strategy should be directed to Lisa Herlihy, Officer to the Secretariat (L.Herlihy@hw.ac.uk).

The Research and Knowledge Exchange Strategy received by the Court in May 2013 sets out the strategic research ambitions of the University and aims to build on the traditional strengths of the University of coupling research excellence with knowledge exchange at a global level to become one of the world's top technology and business focussed research institutions. Requests from Court and Court committee members for copies of the Research and Knowledge Exchange Strategy should be directed to Lisa Herlihy, Officer to the Secretariat (L.Herlihy@hw.ac.uk).

The [International Strategy](#), 'Heriot-Watt Global' which was approved by the Court in December 2010, sets out Heriot-Watt's plans for international growth from 2010 to 2017. A summary of the Strategy is available at: <http://www.hw.ac.uk/documents/heriot-watt-international-strategy.pdf>

The most recent update of the [Human Resources Strategy](#) was approved by the Staff Committee of the Court in 2013 and sets out the strategic human resources direction until 2018 in support of the University Strategic Plan. The Strategy is available at: <http://www1.hw.ac.uk/hr/strategy.php>

The University's Edinburgh Campus Strategic Masterplan underwent major development in 2014/15 and was approved by the Court in May 2015. The underpinning Capital Plan is subject to a process of rolling review and adaptation in accordance with the University's financial performance and investment capacity. Requests for further information should be directed to Lisa Herlihy, Officer to the Secretariat (L.Herlihy@hw.ac.uk).

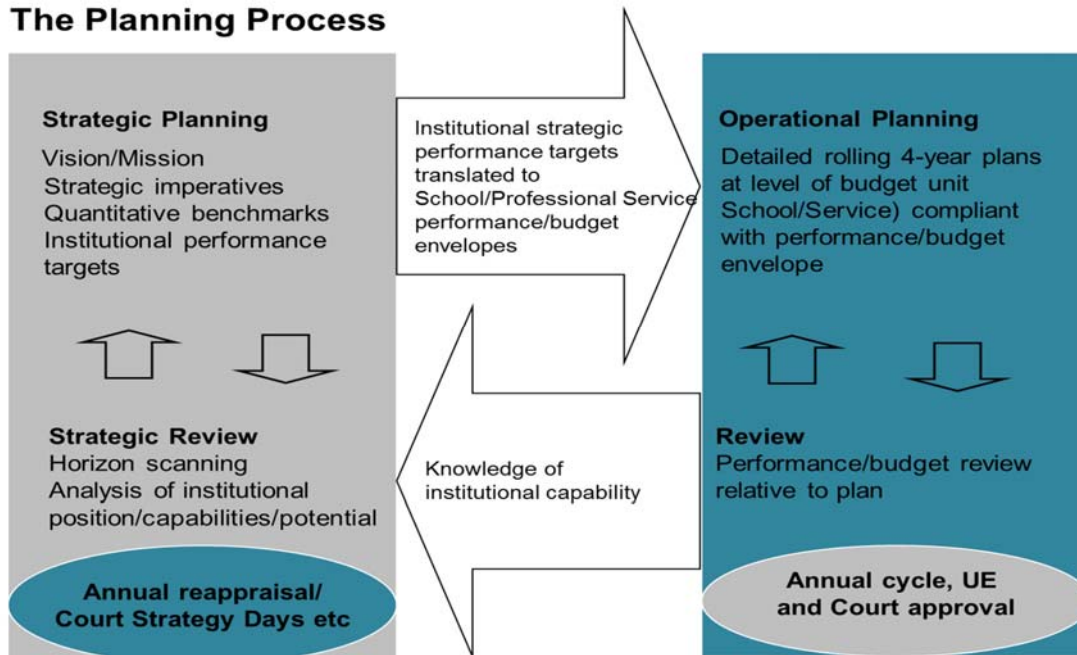
4 Strategic planning process

The purpose of the Strategic Plan is to set out concisely the shared, consensus view of the University's aspirations and the route by which they are to be achieved. Progress towards the goals of the Plan is reviewed throughout each year, with a comprehensive presentation made to the Court and Court committee members at the November 'Strategy Day'. The Strategic Plan is normally set against a five year horizon.

The Strategic Plan comprises the University's vision and mission, strategic imperatives, quantitative benchmarks and institutional performance targets, the last of which are translated into School and Professional Service budget envelopes, setting the framework for operational plans.

The following chart illustrates and explains the links between the University's strategic and operational planning processes.

The Planning Process



The Strategic Plan is centred on the academic purpose of the University. Thus the two primary sets of key performance indicators are for research, and for learning and teaching. A distinctive feature of the University's mission is the scale of its international activities, which consequently merit a specific set of performance indicators. The ability to deliver the strategy is significantly dependent on the availability of financial resources and a generally sustainable operating environment, assessed via a further set of performance indicators. The strategic targets are set out in the table below. The 'baseline' year is 2011–2012, with the targets to be achieved by the final year of the Strategic Plan in 2017–2018.

		Baseline	Target
Research intensification and knowledge exchange	Annual awards/income	£23M	£40M
	Doctoral student numbers	600	900
	Global league table rankings	~Top 500	Better than top 400
	Knowledge exchange (income)	£7.5M	£14M
Learning, teaching and the student experience	National Student Survey	2nd quartile	Upper decile
	Graduate employment	Upper quartile	Upper decile
	Entry standards (undergrad)	2nd quartile	Upper quartile
	Retention/progression (undergrad)	3rd quartile	Upper/2nd quartile
	Wider access entrants	8.5%	14%
Internationalisation	Non-EU students in Scotland	1,600	2,000
	Dubai campus students	2,100	3,300
	Malaysian campus students		2,700
	Off campus students	5,900	7,850
	Income from international student fees	£40M	£90M
Enabling strategies	Total income	£150M	£235M
	Operating surplus	3%	7%
	Academic investment fund		£4.5M
	Available to service capital investments		£5.0M
	Efficiency: Professional Services cost as % of academic income	29%	25.5%

The University's Financial Plans are designed to be consistent with the strategic plans, such that the performance indicators in the relevant year of the operational plan are aligned with the targets in the final year of the Strategic Plan. The Financial Plan from 2017 covers a four year period, with the first year of the period constituting the annual budget and the remaining years a carefully considered forecast.

Following the annual timeline set out in section 6, below, the University Executive (UE) is responsible for developing the Financial Plan. The planning cycle involves an assessment of the external and internal environments, including detailed performance review and forecasting. On that basis, the annual iteration of the Financial Plan is developed, at the level of the institution and for the individual budgets. The Plan is recommended by the Executive to the Court and its Finance Committee for approval in June each year.

The principal budgets for the University are for each academic Schools*, the Professional Services and Hospitality Services (including the student residences), with corresponding primary budget holders who are the Heads of School and the Secretary of the University, all members of the University Executive. (*excluding Edinburgh Business School which is a wholly owned subsidiary of the University).

5 Engagement of the Court and other bodies in strategic planning

Key mechanisms which, combined, support Court and University-wide involvement in strategic planning include, for example:

- Court:
 - through the Court Strategy Days each year, which focus on strategic topical issues and the University's performance;
 - through regular updates and discussion on strategic issues and the developing Four-Year Financial Plan at Court meetings;
 - responsible for approving the University's Strategic Plan and, in June each year, the supporting Four-Year Financial Plan;
 - responsible for approving the vision, mission, values, strategic goals and key targets of the university on the advice of the UE.
- the UE, which has responsibility for the overall process and structure of strategic planning and includes strategy updates as a regular feature in its meeting agenda;
- the Committees of the Senate (University Committee for Learning & Teaching and the University Committee for Research & Innovation) and the UE Boards: the Professional Services Leadership Board and the Campus Services Management Board, which have wide representation and are responsible for developing strategy in detail and the policies required to support it;
- the Planning/Budgeting team led by the Vice-Principal which, through twice-yearly planning round meetings with all planning units, agrees budget resources for the forthcoming financial year and beyond, and monitors and reports on progress against strategic targets;
- the student body, which is represented on a wide range of the University's committees and boards; and
- all of the above, with the wider staff community, through strategy development workshops and other forums in the formulation of the Strategic Plan.

6 Planning Timeline

Financial planning involves the development of detailed rolling Four-Year Plans at the level of budget Unit (Schools/Professional Services), compliant with a performance and budget envelope. Annual reviews of performance and budget relative to Plan start each autumn period, overlapping with strategy development over the winter and following spring period.

The Four-Year Financial Plan is developed through its final stages over the spring and early summer period for approval by the University Executive in late May/early June each year and subsequently the Finance Committee of the Court in June and Court itself at its annually scheduled meeting in late June.

The University is not required to provide an updated Strategic Plan annually to the Scottish Funding Council, but should ensure that the Council is in receipt of any updated Strategic Plan document as and when this is published.

Institutions are required to report to the Scottish Funding Council by 30 June each year, their Strategic Plan Forecast (SPF). This must be ratified by the Court; therefore, at the June meeting of the Court each year, the University's Four-Year Financial Plan is presented for the approval of the Court. The SPF is presented to the Scottish Funding Council on the same basis as the Four-Year Financial Plan.

The SPF, which is part of the Council's financial monitoring framework, is required to provide a forecast outturn for the current financial year and financial forecasts for the subsequent three years. Accompanying commentary must be provided to explain how the financial forecasts represent the Institution's strategic plan, and to enable proper understanding of key aspects of the financial forecasts and details of risk management strategies devised to deal with any risks identified. The University's Director of Finance is responsible for ensuring the annual submission of the SPF to the Scottish Funding Council.

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4 LEGAL STATUS AND GOVERNANCE

The University is a legally independent corporate institution established by Royal Charter. The Charter sets out the objects and powers of the University, which are further elaborated in the Statutes. The Charter also identifies particular officers and committees of the University and sets out their main functions, powers and, where appropriate, compositions. The Charter and Statutes may only be amended with the approval of the Privy Council. The [Charter and Statutes](http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm) are published on the University's website at: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

Subordinate legislation in the form of Ordinances, either in further amplification of the Statutes, or on other matters, may be enacted by the Court without reference to any external body. The procedures for amending any of these instruments or creating new Statutes or Ordinances are prescribed in the Charter. At a lower level, the Court (and the Senate – see below) can also adopt Regulations governing various matters without any special protocol.

The University's Charter and Statutes underwent major review during 2013 to 2015 and were approved by the Privy Council in summer 2015 for enactment from 1 September 2015. The main aims of the review were to modernise the Charter and Statutes to reflect the growing complexity of the University's structure including, most notably, its multi-campus international dimension, as well as ensuring alignment of the provisions within those primary constitutional documents with the governance requirements set out in the 'Scottish Code of Good Higher Education Governance'. New and revised supporting Ordinances were also enacted from 1 September 2015. These can also be accessed through the link above.

In 2017/18 the Charter and Statutes are undergoing further review to ensure that they are compliant with the Higher Education Governance (Scotland) Act 2016 (see below).

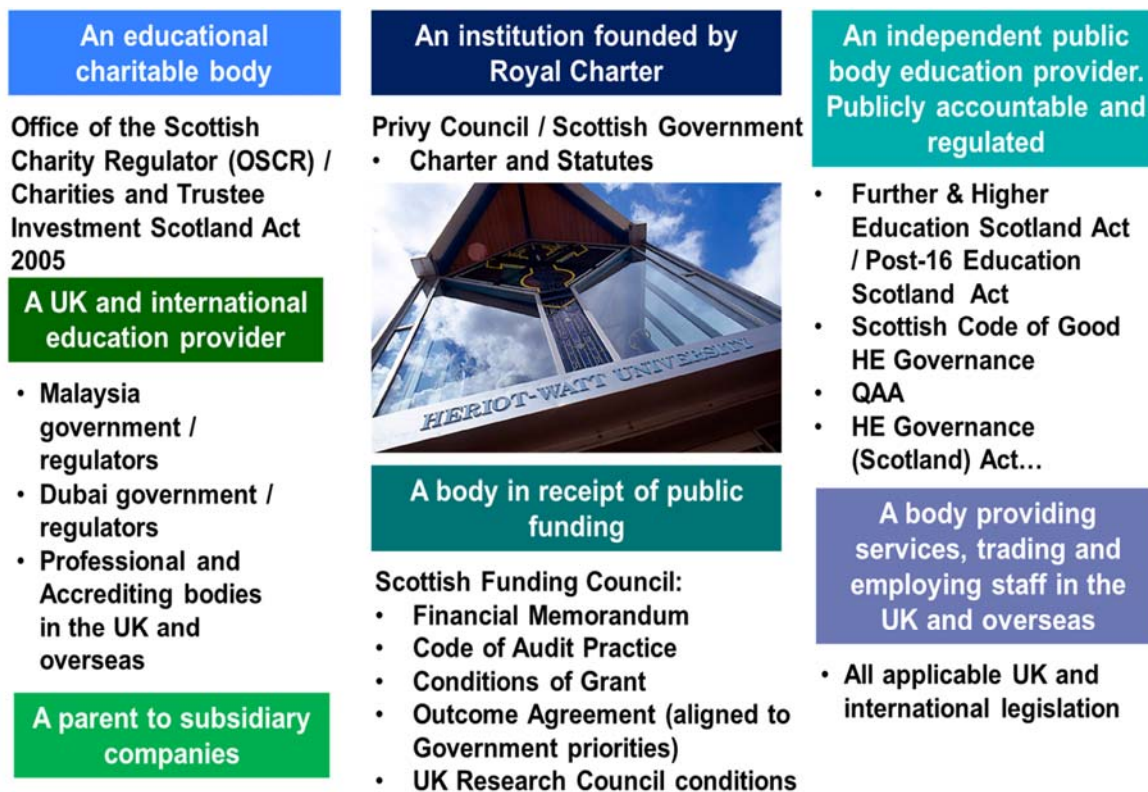
As a charitable institution, the University falls within the scope of the **Charities and Trustee Investment (Scotland) Act 2005**. Members of the Court therefore carry all of the responsibilities of Charity Trustees, as prescribed in the Act. These responsibilities are described in more detail in the next section of this handbook.

Other key pieces of legislation with relevance to Scottish Higher Education Institutions (and other regulated educational bodies) include:

- **The Post-16 Education (Scotland) Act 2013** (*covers the good governance requirement as a condition of grant, student widening access and the powers of the Scottish Funding Council to review fundable higher education*)
- **The Further and Higher Education (Scotland) Act 2005** (*covers the constitution, functions and powers of the Scottish Further and Higher Education Funding Council, and enshrines the principle among fundable bodies to ensure the protection of academic freedom*)
- **The Education Act 1994** (*covers the responsibilities of student associations and the related responsibilities of governing bodies*)
- **The Further and Higher Education (Scotland) Act 1992** (*covers the constitution, functions and powers of the Scottish Higher Education Funding Council, provisions for the establishment, closure or change of names of fundable higher education bodies, and provisions for quality assessment of higher education provision*).

The [Higher Education Governance \(Scotland\) Act](http://www.legislation.gov.uk/asp/2016/15/contents/enacted) was introduced in December 2016. The Act regulates universities' governance arrangements associated with the memberships of their governing bodies (in Heriot-Watt's case, the Court) and their academic board (the Senate). The Act prescribes certain features of the member composition of those bodies and stipulates the manner in which the governing body's "senior lay member", i.e. the Chair of Court is appointed. The Act brings in a new requirement for the Chair to be elected following a process of shortlisting of candidates who meet the required criteria for the position. The Act can be found at: <http://www.legislation.gov.uk/asp/2016/15/contents/enacted> During 2017/2018 work is being undertaken to consider the changes which will need to be made to the University's Charter, Statutes and Ordinances to support compliance with the Act. A transitional period of four years is associated with many of the provisions of the Act, i.e. up to a final date for full compliance of December 2020.

The chart below highlights the multi-faceted nature of the University, and some of the key areas of legislation and other controls which apply:



The **Court** is the governing body of the University with general control of the management and administration of the University and ultimate responsibility for oversight of the affairs of the University. The functions, powers and responsibilities are described in more detail in 'The Court' section of this handbook and are set out, along with the constitution of the Court in the University's Charter and Statutes which are available at:

<http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

The Court delegates to the **Senate** all of its powers in relation to the academic work and standards. The Senate is therefore the executive body responsible for the governance of the academic work and standards of the University, and in relation to programmes of study of the University teaching and research and the regulation and superintendence of the education and discipline of the University's students. The functions, powers, responsibilities and composition of the Senate are set out in the University's Charter and Statutes which are available at:

<http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

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5 RESPONSIBILITIES OF CHARITY TRUSTEES AND INSURANCE INDEMNITY FOR MEMBERS OF THE COURT AND COURT COMMITTEES

In common with all universities in Scotland, the University is a charity registered in Scotland with the Office of the Scottish Charity Regulator (OSCR) (*Charity Register number SC000278*). As such, the University is subject to 'The Charities and Trustee Investment (Scotland) Act 2005' (The Act). For the purposes of this legislation, members of the University Court are considered the "charity trustees".

The Act can be found at: <http://www.legislation.gov.uk/asp/2005/10/section/65>

OSCR Guidance provided for trustees of all Scottish charities, 'Guidance for Charity Trustees' can be found at: <https://www.oscr.org.uk/charities/guidance/guidance-and-good-practice-for-charity-trustees>.

The Act defines charity trustees as those who have responsibility for "the general control and management of the administration of a charity". The duties, responsibilities and liabilities of charity trustees apply to all Court members, regardless of the means of their appointment, i.e., whether elected or appointed.

OSCR guidance explains the principal duty of charity trustees to maintain general overall control of the charity, to ensure that it is administered effectively, and to be able to account for its activities and outcomes, both to OSCR and to the public.

The duties of charity trustees are set out in Section 66 of The Act (Charity Trustees: General Duties):

- "(1) A charity trustee must, in exercising functions in that capacity, act in the interests of the charity and must, in particular—*
- (a) seek, in good faith, to ensure that the charity acts in a manner which is consistent with its purposes,*
 - (b) act with the care and diligence that it is reasonable to expect of a person who is managing the affairs of another person, and*
 - (c) in circumstances capable of giving rise to a conflict of interest between the charity and any person responsible for the appointment of the charity trustee— .*
 - (i) put the interests of the charity before those of the other person, or*
 - (ii) where any other duty prevents the charity trustee from doing so, disclose the conflicting interest to the charity and refrain from participating in any deliberation or decision of the other charity trustees with respect to the matter in question."*

Section 66 further sets out the duties of charity trustees to ensure that the charity complies with any requirement or duty imposed on it by virtue of The Act, and that any breach of this requirement or the requirements set out in (1) above will be treated as being misconduct in the administration of the charity. All charity trustees are required to take reasonably practicable steps to ensure that such breaches are corrected and not repeated, and that any trustee in serious or persistent breach is removed as a trustee. Ultimately, instigation of procedures to remove a Court member for serious or persistent breach is the responsibility of the Court.

As charity trustees, members of the Court are expected to fulfil **GENERAL DUTIES** in four areas :

1. Act in the interests of the University and to put the interests of the University before their own interests or those of any other person or organisation

Individual Court members are therefore responsible for acting only in the interests of the University and avoiding conflicts of interest. Court members have a collective responsibility, by means of reasonable steps, to ensure that each member of the Court satisfies those responsibilities, and that improper actions in relation to conflict of interest are corrected and not repeated.

Court members must comply with University policy in relation to reporting and declaration of interests.

2. Operate in a manner consistent with the University's purposes

In carrying out their duties, Court members are expected to adhere to the University's constitutional documents: Charter and Statutes (and supporting Ordinances and Regulations). It is the

responsibility of the Court membership to ensure that the University's activities fall within the objects, aims or purposes stated in its constitutional documents, adhering to all the relevant terms, and ensuring that the University assets are used only for the purposes set out in the University's constitution.

3. Act with care and diligence

Court members are expected to take such care of the University's affairs as is reasonable to expect of an individual who is managing the affairs of another. OSCR guidance stipulates the expectation that a charity trustee would therefore be expected to take even more care than they would if acting on their own behalf.

It is the responsibility of the Court membership to ensure that the University is run properly, responsibly and lawfully; that it is solvent, to ensure that the Court is "fit for purpose" and operating effectively.

In meeting care and due diligence requirements Court members are expected to:

- apply a duty of care to staff of the University;
- exercise reasonable business sense and approaches in concluding any contracts on behalf of the University, and where reasonable take appropriate professional / legal advice; and
- act as guardians of the University's assets, and consider what action should be taken to protect those assets.

4. Comply with the Charities and Trustee Investment (Scotland) Act 2005 and other legislation

Court members are responsible for ensuring that the University complies with the above Act and with any other requirements imposed by other relevant legislation or regulators. Other key examples would include legislation / regulations covering health and safety, employment and data protection for example. Legislation and regulations which have applicability to the University are listed in a separate section of the Court handbook.

As charity trustees, members of the Court are expected, in fulfilling **SPECIFIC DUTIES** set out in The Act to meet requirements which relate to:

- 1. provision of charity details on the Scottish Charity Register**
This includes provision of charity details which OSCR is required to maintain and publish.
- 2. reporting to OSCR**
Besides the above, this includes making an 'Annual Return' and supplementary 'Monitoring Return'.
- 3. financial record keeping and reporting**
This includes the requirement to maintain detailed financial record keeping, independent examination/auditing of accounts, provision of a signed copy of the statement of account to OSCR at the same time as the Annual Return and Monitoring Return and maintaining accounting records for at least 6 years from the end of the financial year to which they refer.
- 4. fundraising**
This includes requirements in relation to the need for formal agreements. The Act allows Scottish Ministers to make regulations controlling collectors and the collection of funds through fundraising.
- 5. providing information to the public**
This relates to directions to charities on how they should refer to themselves on their main documents, the provision on request to anybody who asks for them of the constitutional document and their latest statement of account.

Collective or corporate responsibility

Court members are collectively and corporately responsible for the activities of the University with equal accountability. They have a collective general duty of care and must observe the requirements of The Act. Court members are expected to act together to realise the values and purpose of the University and to comply with all relevant legislative and regulatory requirements. As accountability rests with the Court it cannot delegate its responsibilities as charity trustees to any other body (although it may delegate some of the tasks and activities associated with its responsibilities).

Breach of duty and the regulator

As the regulator, OSCR has a statutory duty to act in cases of breach. OSCR's advice, as set out in its 'Guidance for Charity Trustees' is to implement the good practice guidance it provides, highlighting that misconduct is very unlikely to occur if charity trustees:

- *“understand their duties*
- *put the interests of the charity first*
- *act reasonably*
- *operate within the charity's constitution*
- *comply with the law and directions of regulators*
- *seek advice when it is needed to make good decisions*
- *seek to ensure the charity has enough money, or other resources, to meet any liabilities that might arise as part of contracts of employment or for services or goods”*

Disqualification from being a charity trustee

Section 69 of the Act specifies that the following are disqualified from being charity trustees:

- a) persons who have been convicted of an offence involving dishonesty or an offence under The Act
- b) an undischarged bankrupt
- c) someone removed under either Scottish or English law or the courts from being a charity trustee
- d) a person disqualified from being a company director

It is the responsibility of individual charity trustees to ensure they personally are not disqualified from being a charity trustee.

Further advice and guidance is provided on the [Office of the Scottish Charity Regulator](http://www.oscr.org.uk/) website at: <http://www.oscr.org.uk/>

INSURANCE COVER FOR COURT AND COURT COMMITTEE MEMBERS

The University carefully manages its insurance policies to protect its people, assets and activities. The insurance programme varies from year to year, taking account of changing University activities locally and internationally, changes in the market place, and other external and internal factors which may affect the insurance programme. In the event of a loss, or a circumstance for which the University is insured, the University will work with colleagues to minimise potential financial loss, ensure that the University's interest is protected, and appoint relevant professionals where necessary (legal advisors, loss adjusters and technical experts).

The University's Insurer is Zurich Municipal.

Members of the Court and Court Committees are indemnified under governors' liability insurance (part K of the policy).

The relevant extracts of these policies will be provided to new Court and Court committee members at the time of induction and will be posted at the Court SharePoint site. All Court and Court committee members shall have access to the Court SharePoint site.

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6 THE COURT

1 Constitution and Role

The Court is constituted by the University's Charter and by Statute 4, which forms part of the Schedule to the Charter of the University. The Court derives its authority from the Charter and Statutes, and functions within the framework of Ordinances, made by the Court to regulate its actions in pursuing the objects and purposes of the Charter and Statutes.

Charter articles 5 to 8:

“5. The Court

- 5.1. There shall be a Court of the University. The Court shall be the governing body of the University with general control of the management and administration of the University and shall act in a way that promotes the University's interests.
- 5.2. The Court shall adopt and at all times act in accordance with a Statement of Primary Responsibilities which shall include provisions relating to the performance of the Court's primary responsibilities in accordance with accepted principles of good governance for a university. The Statement of Primary Responsibilities shall be published widely.
- 5.3. Except to the extent set out herein, the constitution of the Court, the manner of election and period of office of its members and the manner of filling vacancies in its membership shall be prescribed in the Statutes.
- 5.4. The Court shall direct the form, custody and use of the Common Seal.

6. The Functions of the Court

- 6.1. In addition to the functions of the Court set out in the Statutes, the Court's functions shall be to:
 - 6.1.1. be ultimately responsible for oversight of the affairs of the University;
 - 6.1.2. set and approve the University's strategic direction, vision and mission;
 - 6.1.3. ensure the effective management and control of the University's affairs, property and finances through the establishment of systems of internal control;
 - 6.1.4. ensure the effective management and administration of the University's Staff and the Students;
 - 6.1.5. determine the structure, staffing and overall composition of the University; and
 - 6.1.6. appoint the Chancellor, Pro-Chancellor(s), Principal, Vice-Principal and Secretary.

7. The Powers of the Court

- 7.1. Subject to the Charter, and in furtherance of its role as the University's governing body, the Court shall exercise all the powers of the University, and without limiting the foregoing, the Court has the specific powers set out in the Charter, the Statutes and the Ordinances. In exercise of such powers the Court comprises the Charity Trustees of the University.

8. Delegation by the Court

- 8.1. Subject to Article 8.3 below, the Court may delegate its powers under the Charter, the Statutes and the Ordinances to:
 - 8.1.1. a member of the Court;
 - 8.1.2. a committee of the Court or an oversight board;
 - 8.1.3. a joint committee of the Court and the Senate;
 - 8.1.4. an Officer of the University;
 - 8.1.5. the Senate; or
 - 8.1.6. a member of the Heriot-Watt Group,
or such other persons or bodies as may from time to time be prescribed in the Ordinances.
- 8.2. Where the Court has delegated any powers to a member of the Heriot-Watt Group such powers shall be set out in the constitutional documents of the relevant member of the Heriot-Watt Group and shall be read and interpreted in conjunction with the Charter and Statutes.
- 8.3. Notwithstanding delegation by the Court of its power under Article 8.1 above, the Court will remain ultimately accountable for the exercise of such powers. Except to the extent set out herein, provisions governing delegation of the Court's powers are set out in the Ordinances.
- 8.4. The Court may not delegate its powers:
 - 8.4.1. to determine the Objects of the University;
 - 8.4.2. to make final decisions on issues of corporate strategy;
 - 8.4.3. to appoint and dismiss the Chancellor, the Pro-Chancellor(s), the Principal, the Vice-Principal and/or the Secretary and to approve their terms and conditions of appointment;
 - 8.4.4. to approve the annual business plan of the University recommended by the Principal;
 - 8.4.5. to review and approve the annual budget of the University and annual report of the University;
 - 8.4.6. to amend the Charter under the provisions of Article 18 below;
 - 8.4.7. to make or amend University Statutes or Ordinances;
 - 8.4.8. to adopt the University's annual accounts;
 - 8.4.9. to appoint the University's External Auditors; or

8.4.10. to decide the remuneration of members of the Court.

2 Statute 4: The Court

Statute 4: The Court, prescribes the composition of the Court and its membership arrangements, details its powers and functions, prescribes quorum, voting and appointments of the Chair and the Deputy Chair of the Court, and also prescribes arrangements for the establishment and delegation of powers to standing committees of the Court. The University [Statutes](#) are available at: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

3 Primary Responsibilities and the ‘Scottish Code of Good Higher Education Governance’

The ‘Scottish Code of Good Higher Education Governance’ (The Scottish Code) came into force in 2013 on a “comply or explain” basis, with institutions expected to comply with all the ‘Main Principles’ of the Code and to observe the supporting guidelines. Exceptions to compliance, which are expected to be rare, are disclosable through the process of audit, with statements of compliance expected to be included in institutions’ published annual accounts for 2014/15 and beyond. The University operates in compliance with the Scottish Code.

The Scottish Code describes the overarching purpose of the governance of Higher Education Institutions to promote the enduring success, integrity and probity of the Institution as a whole. A key requirement of the Code (Main Principle 5) is the adoption by each governing body of a ‘Statement of Primary Responsibilities’. The Code stipulates the provisions to be included in such Statements and the requirement for each institution to publish its Statement of Primary Responsibilities. During 2016/17 the Scottish Code has been subject to review (a three year review point was established at the time of its original publication). **Following a process of public consultation, a revised, shortened version of the Scottish Code is expected to be published towards the end of 2017.**

The [Scottish Code](#) is available at: <http://www.scottishuniversitygovernance.ac.uk/the-2013-code/>

The [draft revised code](#) is available at: <http://www.scottishuniversitygovernance.ac.uk/>

In accordance with governance advice set out in the Scottish Code, and enshrined in the University’s Charter, the Court has approved a [Statement of Primary Responsibilities](#). This is replicated in full in the following pages.

Heriot-Watt University

COURT: STATEMENT OF PRIMARY RESPONSIBILITIES

1. The Court is unambiguously and collectively responsible for overseeing the entirety of the University's activities and, as such, the Court comprises the trustees of the University for the purpose of the Charities and Trustee Investment (Scotland) Act 2005.

In observation of the first principle of the Scottish Code of Good Higher Education Governance, in discharging its responsibilities the Court shall:

- a) foster a suitable environment whereby knowledge may be advanced and the potential of students fulfilled;
 - b) ensure the University's long term sustainability;
 - c) conduct its affairs ethically;
 - d) have due regard to the interests of its stakeholders and the wider public;
 - e) determine the University's future strategic direction and determine the University's values;
 - f) ensure the protection of the academic freedom of relevant staff in compliance with relevant legislation and the University's governing instruments;
 - g) ensure that it observes good practice in regard to equality & diversity;
 - h) ensure the maintenance of Senate's authority as per the University's Charter; and
 - i) take all final decisions on matters of fundamental concern to the University.
2. The Court is the principal financial and business authority of the University. Primary responsibilities of the Court, which are specifically reserved and cannot be delegated, include:
 - a) ensuring that proper accounting records are kept;
 - b) approving the annual budget and financial statements;
 - c) approving the annual accounts of the University;
 - d) having overall responsibility for the University's assets, property and estate;
 - e) ensuring and regularly reviewing the University's long term sustainability;
 - f) ensuring the existence of and receiving regular reports from an Audit Committee; and
 - g) annually appointing the University's auditors.
 3. The Court shall act as the trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.
 4. The Court has the ultimate responsibility for safeguarding the reputation of the University and for determining in consultation and promoting, embodying and safeguarding its values.
 5. The Court shall ensure that the University has in place appropriate arrangements for engaging with the public and the wider communities which it serves.
 6. The Court shall ensure compliance with the governing instruments of the University as well as all relevant other legal obligations, including any arising in connection with the University's charitable status.
 7. The Court shall approve the mission and strategic vision of the University, long-term academic and business plans, key performance indicators (KPIs) and annual budgets and ensure that these have due regard to the interests of stakeholders.
 8. The Court shall ensure that the University adheres to the funding requirements specified in funding documents including but not limited to the Scottish Funding Council Financial Memorandum.
 9. The Court shall ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessments.

10. The Court shall ensure the establishment and monitoring of clear procedures for handling internal grievances and 'whistleblowing' complaints, and for managing conflicts of interests.
11. The Court shall ensure the quality of educational provision of the University and in discharging such responsibility shall rely on the advice of the Senate.
12. The Court shall publish its Statement of Primary Responsibilities widely, including in the Annual Accounts and on the University's website.

Alongside its Statement of Primary Responsibilities the Court shall identify key individuals and a broad summary of the responsibilities that the Court delegates to these key individuals and those responsibilities which are derived directly from the University's instruments of governance.

13. The Court shall establish a Remuneration Committee to determine and review the salaries, terms and conditions (and, where appropriate, severance payments) of the Principal and such other members of staff as the Court deems appropriate.

The Court shall determine the policies and processes used by the Remuneration Committee and shall receive reports from the Committee in sufficient detail to satisfy the Court that the decisions made have been compliant with its policies.

14. The Court shall establish processes to monitor and evaluate the performance and effectiveness of the Court itself. This shall include:
 - a) An externally facilitated evaluation of effectiveness of the Court and its Committees not less than every five years;
 - b) Ensuring that a parallel review is undertaken of the Senate and its Committees;
 - c) A regular review of effectiveness, against the Scottish Code of Good Higher Education Governance and Court's Statement of Primary Responsibilities;
 - d) Where appropriate as a result of this review revising its structure and processes, and requiring the Senate to revise its structures and processes accordingly; and
 - e) Publication of the results of the effectiveness reviews including on the internet and in the University's Annual Report.
15. The Court shall review, monitor and evaluate annually the performance of the University as a whole in meeting long-term strategic objectives and short-term KPIs, benchmarking institutional performance against the KPIs of other comparable institutions.
16. The Court is the employing authority for all staff of the University and is responsible for establishing and monitoring a human resources strategy.
17. The Court shall make such provision as it thinks fit for the general welfare of students, in consultation with the Student Union where applicable.

Appointment of the Chair, Members of Court and the Chancellor

18. The Court shall appoint the Chancellor on a recommendation of a joint Committee of the Court and the Senate.
19. The Court shall adopt best practice in appointing the membership of the Court. Members of the Court shall exercise their responsibilities in the interests of the University as a whole and not as a representative of any constituency.

The University shall maintain and publicly disclose a current register of interests of members of the Court on its website.

20. The Court and its individual members shall at all times conduct themselves in accordance with accepted standards of behaviour in public life. These are set out below.

21. The Court shall meet on a periodic basis commensurate with the business requirements of the University and members of Court shall attend its meetings regularly and shall actively participate in proceedings.
22. The Chair shall be responsible for leadership of the Court, and be ultimately responsible for its effectiveness. The Chair shall ensure the University is well connected with its stakeholders, including staff and students. Further responsibilities of the Chair of Court will be set out in an Ordinance.
23. In filling vacancies which arise in the position of the Chair of the Court or in the appointed independent membership of the Court or Court Committees, the Court shall adopt good practice, and publish these widely both within the University and externally, making specific reference to the evaluation of the balance of skills, attributes and experience required and the desirability of ensuring diversity of membership.
24. When selecting a new Chair of the Court, the Court shall provide a full job specification including a description of the attributes and skills required and an assessment of the time commitment expected and the need for availability at unexpected times. The Court shall put in place arrangements to consult staff and students before the job specification is finalised..

The selection process shall include a formal interview with shortlisted candidates.
25. The Court shall establish the criteria for the Induction and further development of its members and shall report the details of training made available in the University's Annual Report.

Appointment of the Principal & Vice-Chancellor and the Secretary of the University and the delegated authority

26. The Court shall delegate authority to the Principal and Vice-Chancellor, as Chief Executive of the University.
27. The Court shall appoint the Principal and Vice-Chancellor of the University as Chief Executive of the University, and put in place suitable arrangements for monitoring his/her performance.

Both the appointment and the monitoring of performance of the Principal shall include consultation with staff members and student members of the Court.
28. The Principal and Vice-Chancellor shall be responsible for providing the governing body with advice on the strategic direction of the University and for its management, and shall be the designated officer in respect of the use of Scottish Funding Council funds and compliance with that Funding Council's Financial Memorandum.
29. The Principal shall be accountable to the Court. The Court shall make clear, and annually review, the authority delegated to the Principal, having regard also to that conferred directly by the University's instruments of governance.
30. The Court shall appoint a Secretary to the Court ensuring that, if the person appointed has managerial responsibilities in the University, there is an appropriate separation in the lines of accountability. The Court shall delegate governance responsibilities to the Secretary to the Court.

The Court shall ensure that all of its members have access to the advice and Court services of the Secretary. The appointment and removal of the Secretary shall be a decision of the Court as a whole.

THE SEVEN PRINCIPLES OF PUBLIC LIFE

SELFLESSNESS

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

INTEGRITY

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

OBJECTIVITY

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

ACCOUNTABILITY

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

OPENNESS

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

HONESTY

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

LEADERSHIP

Holders of public office should promote and support these principles by leadership and example.

4 Role of the Secretary to the Court

The Secretary of the University has a key role to play to ensure that the governing body is conducting the affairs of the institution and, where applicable, those of its related companies and other bodies, within its powers and following proper procedures. The Secretary is available to advise the Chair and members of the Court, both individually and collectively, on their responsibilities and how these responsibilities should be discharged.

The Secretary works closely with the Chair and with the Principal to ensure that Court business is efficiently discharged, and has a responsibility in particular to alert the Court if any proposed action would exceed its powers, or would be contrary to the provisions of any legislation with which the University must comply. It is also the responsibility of the Secretary to advise the Principal and the Court on the need to establish new procedures or adopt existing ones in light of changing legal requirements or other circumstances. The 'Scottish Code of Good Higher Education Governance' prescribes in further detail the role and responsibilities of the Secretary to the governing body.

5 Composition and Terms of Office

In terms of Statute 4, The Court, the composition of the Court includes 25 members as follows:-

- i. up to thirteen external and independent members appointed by the Court in accordance with the recommendation of the standing Committee of the Court charged with responsibility for nominations including the nomination of the Chair of the Court;
- ii. one member from the former Students and alumni of the University elected by the graduates' association of the University;
- iii. up to three members of the Senate elected by the Senate;
- iv. a Dean elected by the Senate;
- v. up to three members of Staff elected by the Staff at least two of whom are not Academic Staff;
- vi. the President of the Student Union (ex officio);
- vii. one member (ex officio) of the Executive Committee (or its successor body) of the Student Union nominated by the Student Union;
- viii. the Principal (ex officio); and
- ix. the Vice-Principal (ex officio).

Members in categories i. ii, iii, iv and v shall normally hold office for a period of three years commencing on the date they are appointed, their membership ending on the third anniversary of the 1 August immediately following their date of appointment. Such members shall normally be eligible for reappointment for up to two further periods of three years. Student Union members will normally hold office for a period of one year from their appointment by the Student Union and shall be eligible for reappointment for one further year. Members in categories iii through to vii are eligible to retain their membership as long as they hold the relevant positions of Senate member, Dean, member of staff, President of the Student Union or member of the Executive Committee of the Student Union, as the case may be.

An up-to-date [list of members](https://www.hw.ac.uk/about/profile/governance/court.htm) can be found at:
<https://www.hw.ac.uk/about/profile/governance/court.htm>.

6 Election and Appointment Processes

Elections to the Court in those categories of membership which are filled from a specific constituency are governed by Ordinances, namely:-

Section B: Ordinance 2	Appointment to Court of members of staff of the University
Section B: Ordinance 3	Appointment of members of the Senate to the Court
Section E: Ordinance 3	Graduates' Association

The [Ordinances](http://www.hw.ac.uk/ordinances/) set out the timescale and procedures to be adhered to in each case, and can be found at <http://www.hw.ac.uk/ordinances/>. In each case the Ordinance stipulates that the Secretary of the University, or their nominee, shall act as Returning Officer for the election.

Appointments to the Court and Court Committees of members in the independent lay member category are made according to the Policy on Court and Court Committee Membership, approved by the Court in December 2015. The Policy sets out the process for reviewing vacancies, advertising, selection and approval and can be found here: <https://www.hw.ac.uk/services/docs/court-membership-policy.pdf>

As indicated in the Policy, appointments are the culmination of open and transparent processes, overseen by the Governance and Nominations Committee. These processes establish the criteria for each appointment (on the basis of an assessment of the current and future skills' needs of the Court or a Court Committee), involve advertising in the national press and on the web pages of relevant professional bodies, and establish appointment panels to consider expressions of interest and make recommendations following interviews with short-listed candidates. The Governance and Nominations Committee makes a final recommendation regarding an appointment to the Court, for approval.

7 Induction and governor development

A two-day induction event is provided annually for new members of the Court and Court committees, although current members may also attend to refresh their knowledge. Court members who have had their term of membership renewed for a further period must re-attend a Court induction prior to embarking on their next period of membership. Topics covered at induction will normally include the profile and strategy of the University, the external and internal governance structure and the role of governor, information about strategic planning and implementation, as well as information about the core learning and teaching and research activities of the University and individual School strategic aims.

Court and Court committee members are encouraged to take up opportunities, such as attendance at seminars and training sessions provided by the Leadership Foundation for Higher Education, or by other professional bodies which are relevant to the responsibilities of those members. Funds will be provided by the Secretary of the University from a managed budget to support the cost of these development opportunities.

A programme of Court Dinner Meetings has been established for Court members. These evening events include themed presentations and discussions on matters of relevance and importance to the work of the Court. With the exception of the June meeting, Dinner Meetings are held the evening before regular or away day meetings of the Court.

Court and Court Committee members are encouraged to raise any suggestions they might have in relation to the support and information that is made available to governors to support them in their role with the Secretary of the University.

8 Court committee membership

The standing committees established by the Court are critical to the effectiveness of the Court as governing body, functioning as the working arms of the Court. Serving members of these committees are drawn from the wider community as well as the membership of the Court. In each case, the particular experience and expertise of the independent lay members are matched to the roles and responsibilities of the respective committees.

The Governance and Nominations Committee maintains a 'Skills' Register' which assists the process of membership succession planning for the Court and its committees.

Court members are expected to become involved with the work of at least one committee of the Court, membership places and the members' availability to undertake this additional commitment permitting.

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7 COURT SCHEDULE OF BUSINESS AND MEETING DATES

The Court normally meets six times each year. From 2017/18, this will be in September, November, December, February, May and June, following which there is a summer recess before the start of the next annual session. An extra meeting of the Court may be called by the Chair from time to time, if business needs demand this. In cases of extreme urgency individual issues may be dealt with on behalf of the Court by the Emergency Committee of the Court.

Recurrent items of business are scheduled for individual meetings and form the framework for the operation of the Court and its committees. The November and May meetings of the Court are Strategy Day events which will normally include discussions on performance and risk at each November Strategy Day and topical strategic discussion at the Strategy Day held each May. During 2017/18, Strategy Days will focus on development of the new Strategic Plan.

Meetings of Court committees are scheduled to permit the timely channelling of business through the process of scrutiny and reporting to the next meeting of the Court.

Meetings of the Court and its committees are normally set two years in advance according to the pattern detailed above. Ordinary meetings are normally scheduled to take place on a Friday starting at 9.30 am. Normally the meeting will end around 1.00pm, with lunch provided.

Regular attendance at meetings of the Court/Court Committees is expected of all members. However if, in exceptional circumstances, a member of the Court cannot travel to attend in person, participation can be facilitated via Skype. Telephone conference call is also available, but this is not a preferred option. It is a stipulation of the Scottish Code that *“Members of the governing body shall attend its meetings regularly and actively participate in its proceedings.”*

The Court has approved a [Court Attendance and Participation Policy](#) which is relevant to members of the Court and its committees. The Policy sets out expectations in terms of level of attendance at meetings (most Court meetings in the year should be attended *in person*) and the contribution of individual Court members to at least one of the committees of the Court. A poor level of attendance could place an individual’s membership place at risk.

The Court Attendance and Participation Policy is available at:
<http://www1.hw.ac.uk/committees/court/docs/governor-attendance-participation-policy.pdf>

Future [Meeting dates](#) are available at: <http://www1.hw.ac.uk/committees/court/> (under Related Documents at the bottom of the page). Court dates for 2018/19 are currently under review.

The usual pattern of business involving key reports is as follows. Arrangements may be subject to change, depending on changing business priorities:-

MEETING	KEY REPORTS
Court 1 September	<ul style="list-style-type: none"> • Annual report to the Scottish Funding Council on Institution-Led Quality Review (formal sign-off) • Report of the Remuneration Committee • Management Accounts (full year)
Court 2 November	<ul style="list-style-type: none"> • (Strategy Day) Annual performance and risk review
Court 3 December	<ul style="list-style-type: none"> • Annual Accounts and Financial Statements • Annual Report of the Audit and Risk Committee • External Audit - Audit Highlights Memorandum and Management Report • Internal Audit Annual Report • Internal Audit Forward Plan • University Strategic and Operational Risk Registers • Management Accounts (first quarter) • Annual Report from the Health & Safety Committee / H&S Policy

	<ul style="list-style-type: none"> • Annual report of complaints handled by the University
Court 4 February	<ul style="list-style-type: none"> • Four-Year Financial Plan: development update • Management Accounts (Period 5/6)
Court 5 May	<ul style="list-style-type: none"> • (Strategy Day) Topical strategic discussions • Annual Report from the Student Union
Court 6 June	<ul style="list-style-type: none"> • Four-Year Financial Plan for onward presentation to the Scottish Funding Council • Management Accounts (third quarter) • Report from the Remuneration Committee • Annual report for the SFC on Institution-Led Quality Review (early draft)

The routine agenda of business of each Court meeting will normally include:

- reports from the committees of Court on the business of their most recent meeting
- communications from the Chair
- communications from the Senate
- communications from the Principal/University Executive
- communications from the President of the Student Union

8 CONDUCT OF MEMBERS OF THE COURT

1 Duties of individuals

Individual members of Court must act for the benefit of the University, and must show due diligence and care in the execution of their duties. They must act honestly towards the University and they owe a duty of good faith to the University.

Individual members of Court appointed by external or internal bodies are not representatives of those bodies with any obligation to support the policies or advance the interests of those bodies; on the contrary, they must act as individuals and exercise their powers and discharge their duties in the best interests of the University.

In addition to their formal powers and duties, as set out in the Charter and Statutes, independent (lay) members of Court, in particular, have a special role to play in promoting the University in the outside world, locally, nationally and potentially internationally. For this reason the University attaches great importance to its contacts with lay members, as well as for the valuable external experience and perspectives that they bring.

The duties and responsibilities of Court members as the 'Charity Trustees' are set out in the Charities and Trustee Investment (Scotland) Act 2005 which is explained in detail in **section 5** of this handbook.

2 Communications and confidentiality

Whatever the basis of a Court or Court committee member's appointment or invitation to attend meetings, the member's contribution to Court or Court committee business is as an individual, bringing with him or her any special experience or affiliation by virtue of which the member is present. The member is not answerable to any outside constituency. It follows that Court and Court committee papers are for the personal use of recipients only.

This principle does not preclude an individual recipient from taking discreet soundings on any topic where the member's experience or affiliation is relevant. This should, however, be done if possible, without disclosing the precise nature and timing of any proposals coming before the Court or the Court committee. Actual papers should not be shown to anyone who is not personally and legitimately in receipt of papers.

Confidential information can be taken to mean any information to which the common law duty of confidence applies. The duty of confidence arises when information has been received in such a way that the person receiving the information was aware, or should have been aware, that the information was being shared on the basis of confidentiality and/or that the information, from its character, was obviously confidential.

It would be inappropriate for an individual member of Court or Court committee or other person sitting in attendance to publish or otherwise disclose decisions reached by the Court or Court committee, or to reveal the nature and content of discussions at such meetings. Apart from any decisions which it would be against the University's interests to publish (e.g. involving information given to the University in confidence or the establishment of a negotiating position), Court and Court committee decisions are communicated to those concerned in a suitable manner by the Secretary of the University. Where decisions are of general interest to the University community, information about them is given in an internal publication. Colleagues should be aware that, depending on the circumstances, unauthorised release of confidential information, whether or not it is contained within a paper marked as confidential, may be unlawful.

Any member who is in doubt about the application of these principles in any particular circumstances should consult either the Chair of Court or the Secretary of the University. Further guidance on confidential information can be found in the [Ethical Business: Conflict of Interest Policy for Governors](http://www1.hw.ac.uk/committees/court/docs/governor-conflict-interest-policy.pdf) at: <http://www1.hw.ac.uk/committees/court/docs/governor-conflict-interest-policy.pdf>

3 Register of Interests and conflicts of interests

In accordance with governance best practice, the Court keeps a Register of Interests of its members. The Register includes also the listed interests of members of Court Committees. The Register is maintained by the Secretary of the University. The Court member Register is posted on the University web-pages (via individual membership links) at:
<https://www.hw.ac.uk/about/profile/governance/court.htm>.

The Register contains disclosure of any pecuniary or other material interest having a bearing on the discharge of the member's duties. Members may seek the advice of the Secretary of the University in circumstances where any ambiguity exists. It is expected that members will declare their interest should an item on an agenda give rise to a potential conflict, whether with an interest contained in the register or with an interest not required to be formally registered.

An **Ethical Business: Conflict of Interest Policy** which is specific to Court and Court committee members was approved by the Court and introduced in 2014. This Policy, which includes a Register of Interests form, provides detailed advice on how potential conflicts of interest can be identified, and how they should be reported and managed. The Policy also provides relevant advice on the rules around giving and receiving of gifts and hospitality, use of the University's resources, conflicts that may arise for staff and student governors, and conflict affecting governors' commitment of time to their governance role.

In accordance with the terms of the Conflict of Interest Policy, Court and Court committee members are required to complete and return a completed Register of Interest Form within one month of the date that a return is requested by the Secretary of the University.

The **Conflict of Interest Policy** is available at:
<http://www1.hw.ac.uk/committees/court/docs/governor-conflict-interest-policy.pdf>

4 Attendance

To ensure the effectiveness and efficiency of business of conducted by the Court and its committees, and in compliance with the Scottish Code of Good Higher Education Governance, members are strongly encouraged to maintain an overall high level of attendance at meetings throughout the year.

5 Notification of attendance/absence

In advance of each meeting, Court members will be invited to confirm their attendance at the pre-meeting informal Court dinner, the Court lunch and the schedule Court or Court committee meeting and tender any apologies for absence. Members are encouraged to provide such notice in good time.

9 CONDUCT OF COURT MEETINGS

1 Chair and Deputy Chair

Statute 4 (a) sets out the requirement to appoint a Chair of the Court, that individual belonging to the external and independent category of the Court membership. The Main Principle 7 of the 'Scottish Code of Good Higher Education Governance' prescribes the responsibilities of the Chair of Court, to be "responsible for the leadership of the governing body, and be ultimately responsible for its effectiveness. The chair shall ensure the Institution is well connected with its stakeholders, including staff and students." The Chair is responsible for ensuring that the Court observes the principles of public life, and is ultimately responsible for the effective operation of the Court. Further information about the appointment and the responsibilities of the Chair of Court can be found in the Scottish Code, available at:
<http://www.scottishuniversitygovernance.ac.uk/wp-content/uploads/2013/07/Scottish-Code-of-Good-HE-Governance.pdf>

In 2012, the Court approved the first appointment of a Deputy Chair of the Court. In the event of absence of the Chair of the Court, the meeting shall be chaired by the Deputy Chair. In the absence of both the Chair and the Deputy Chair of the Court, the Court shall appoint from among its members a Chair for a particular meeting.

The roles and responsibilities of the Chair of the Court and the Deputy Chair of the Court are described in more detail in **section 14** of this handbook and in the Ordinances (Ordinances: Section B: Ordinance 5 and Section B: Ordinance 4 respectively). The [Ordinances](http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm) are available at: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

2 Standing Orders

The conduct of Court business is regulated by the [Standing Orders of the Court](https://www.hw.ac.uk/services/docs/court-standing-orders.pdf). These are available at: <https://www.hw.ac.uk/services/docs/court-standing-orders.pdf>

3 Quoracy

In terms of paragraph 3 (a) of Statute 4: The Court, one half of the total actual membership of the Court or the nearest whole number greater than one half if the number is not a multiple of two, shall constitute a quorum. Paragraph 3 of Statute 4 explains also the procedures to be followed in the absence of a quorum of the Court.

4 The Chancellor

In terms of Section G: Ordinance 1 – Appointment, Removal and Duties of the Chancellor, the Chancellor receives papers for, and is eligible to attend, meetings of the Court. The Chancellor, not being a member of the Court, does not have a right to vote.

5 Court papers

Court papers are normally mailed to members at least one week prior to the date of the associated meeting. Court members shall receive both an electronic set of papers and a hard copy set sent by first class general mail. Electronic papers are made available via a Court SharePoint site.

Court members may seek clarification or further advice from the Secretary of the University on any matter due to be discussed at the meeting.

Further advice on the handling of Court meeting papers is provided in the 'Conduct of Court members' section, above.

6 Court agendas

Court agendas are prepared in consultation with the Secretary of the University and the Chair of Court. The Chair shall approve the proposed agenda for each meeting.

Should any member of the Court wish a particular item of business to be included in a forthcoming agenda, he/she should contact the Secretary of the University in the first instance. Requests for agenda items should be made as early as possible and, if possible, at least two weeks before the scheduled date of the meeting at which point the agenda will be in the process of being finalised.

There shall be an opportunity to raise items under 'Any Other Business' at every meeting.

Items on the agenda which the Court is invited to note and approve without discussion are identified as starred * items. Members are reminded on each agenda sheet that should they wish to open discussion on any such item, they should inform the Secretary of the University by NOON on the day before the scheduled date of the Court meeting.

7 Court minutes

The minutes of each Court meeting will be included in the Court papers for the subsequent meeting, at which they will be presented for Court approval and a master copy presented for the signature of the Chair of Court.

Arrangements will be made for Court minutes to be web-posted on the [Court](#) page of the University's website within a few days of the meeting at which they were approved. See <http://www.hw.ac.uk/committees/court>

Further information on Freedom of Information aspects of recorded Court and Court committee business is provided in a following **section 10**.

PRACTICAL MATTERS

1 Car Parking

Car Parking is provided in Car Park E, Gait 9 at Edinburgh Campus for external members of the Court and its committees. Swipe Cards are available via the Secretariat (Contact Lisa Herlihy: L.Herlihy@hw.ac.uk)

2 Expenses

Court and Court committee members shall be reimbursed for any reasonable expenses incurred in carrying out their duties. Arrangements should be made through the Secretariat. Reimbursements must be made in accordance with the University Travel & Expenses Policy. The Policy can be viewed at: <https://www.hw.ac.uk/services/docs/HWUTravelandExpensesPolicy.pdf>

Summary guidance for governors is available through the Secretariat. Contact: Lisa Herlihy, Officer to the Secretariat (L.Herlihy@hw.ac.uk)

3 Events

Court and Court committee members will be formally invited to a number of internal University events such as lectures, church services, concerts, graduations and graduation dinners, etc. A summary of these events will be released by the Secretariat each month. Information on these events is also available from the University's Press and Public Relations Office or on the University news and events webpage at: <https://www.hw.ac.uk/uk/events/staff.htm>

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10 COURT MINUTES AND FREEDOM OF INFORMATION

The following advice, while expressed in the context of committee minutes, applies equally to handling of the University's committee papers.

1 Background

Under the Freedom of Information (Scotland) Act 2002 (FOI(S)A) – "the Act", universities and other Scottish Public Authorities are required to publish minutes of committees of governance under the auspices of their Freedom of Information Publication Schemes, i.e. they fall within a class of information which the University is obliged to make freely available on demand (within 5 working days of the request). They do not belong within the broader category of information which carries a 20 working day allowable response time to requests.

Court minutes are published on the web (minus redacted sections) as quickly as possible following approval at the subsequent meeting. Court committee minutes are not routinely web-posted; however, they are available on request from named contacts in the University's Publication Scheme.

2 'Reserved' business: FOI(S) exemptions

The purpose of highlighting the 'reserved' areas in committee minutes is to make committee members/others aware of:

- a) the information which is 'open' and therefore subject to potential immediate release on request to anybody who asks for it; and
- b) the information which, *at the time of writing*, is considered to fall within an area of exemption under the Act. By marking these sections clearly, we highlight which areas of the minutes we need to go back to and review again in detail *should* a request for the information be received in the future. It is possible that, by the time a request is received, the sensitivity associated with the recorded area of business has diminished to such an extent that we could not defend a claim of exemption and the University will simply make a decision to release the information. If an exemption was still considered to apply (through harm testing) then we would be required to apply a public interest test also.

When considering whether to maintain a claim to exemption in the event that information is ever requested, the advice of the Director of Governance & Legal Services and the Head of Heritage and Information Governance would be sought. The University would also consider information/guidance from the Scottish Information Commissioner's Office.

By designating confidential business as 'reserved' in this way, we are following the Scottish Information Commissioner's advice to the sector that minutes should be produced in separate parts: the Executive (reserved) section which is private, and the Management section to be made publicly available. Any confidential information which is exempt from disclosure should be redacted at the point of publication. If the University redacts reserved business from minutes, and provides the redacted copy on demand, if someone subsequently makes a request for the redacted material the University will review it to consider whether the exemption still applies.

The Senior Officer in the University with overall responsibility for the University's compliance with Freedom of Information legislation is the Secretary of the University.

3 Commonly applied FOI(S)A exemptions

Two areas of exemption which most commonly apply to our minutes are: **Section 30 'Prejudice to effective conduct of public affairs'** and **Section 33 'Commercial Interests and the Economy'**

These are explained below:

FOI(S)A Exemption – Section 30 ‘Prejudice to effective conduct of public affairs’

In terms of the Act:

Information is exempt information if its disclosure:

- a) *would, or would likely to, prejudice substantially the maintenance of the convention of the collective responsibility of the Scottish Ministers;*
- b) *would, or would likely to, inhibit substantially –*
 - (i) the free and frank provision of advice; or*
 - (ii) the free and frank exchange of views for the purposes of deliberation; or*
- c) *would otherwise prejudice substantially, or be likely to prejudice substantially, the effective conduct of public affairs.*

Section 30 is not an absolute exemption which means that its application is subject to harm testing and also the application of a ‘public interest test’.

In terms of 30(b)(i & ii), the University must assess whether its officers or other parties would be deterred from providing advice or views for deliberation in the future if information was released, and consider whether this would cause significant harm to the way in which they carry out their business. In applying this exemption, the University should be able to provide evidence of reasonable grounds for anticipating that disclosure would cause substantial inhibition.

In terms of 30 c) the University must assess whether the information, if disclosed, would otherwise be likely to have a significantly disruptive effect on the way in which it conducts its business.

Each of the exemptions under section 30 is subject to the FOI(S)A public interest test, i.e. even where it is covered by an exemption, the information should be disclosed unless it is judged that the public interest in withholding the information outweighs the public interest in disclosing it.

Some examples of where we might cite this exemption in committee minute reporting:

- a) *30 b) i/ii) Recorded details of the findings of internal audit reports or other reports of reviews which are/or are due to be the subject of agreed actions towards resolution/improvement.*
- b) *30b) i/ii) Recorded details of the University’s current financial operating position (e.g. details drawn from monthly Management Accounts) or discussions on these.*
- c) *(30 c)) Recorded details of conversation or decision-making about an HR policy or changes to contractual conditions where these have yet to be, or are in the process of being, negotiated with the relevant trade unions.*
- d) *(30 c)) Recorded details of conversation or decision-making about an ongoing dispute, subject of negotiation, developing contractual agreement or tender bid involving an external party.*
- e) *(30 c)) Recorded details of current or planned arrangements in relation to some aspect of the University’s security.*

In certain of the examples given above, Exemption 33, ‘Commercial Interests and the Economy’, might also be judged to apply.

FOI(S)A Exemption – Section 33 ‘Commercial Interests and the Economy’

In terms of the Act:

(1) Information is exempt information if:

- a) *it constitutes a trade secret*
- b) *its disclosure would, or would likely to, prejudice substantially the commercial interests of any person (including without prejudice to that generality, a Scottish public authority).*

(2) Information is exempt information if its disclosure would, or would likely to, prejudice substantially –

- a) *the economic interests of the whole or part of the United Kingdom, or*
- b) *the financial interests of an administration in the United Kingdom.*

Section 33 is not an absolute exemption which means that its application is subject to harm testing and also the application of a 'public interest test'.

Most frequently, Section (1)b is cited in relation to governance committee minutes. In terms of this area of exemption, the relevant questions to ask would be

- a) Do commercial interests exist: whose and what is the nature of these?
- b) Would disclosure cause the level of harm required (the 'harm test') i.e. 'substantial'; in what way; is there evidence to support this; and how likely is this to occur ?

After considering these questions, it is judged that the exemption does apply, then a third question must be asked (the public interest test): Where does the public interest lie in relation to the information?

The passage of time must be considered when assessing whether the release of information will cause the required degree of harm. Frequently, the potential that certain information may have to cause harm will frequently diminish over time.

Examples of where we might apply this exemption in committee minute reporting:

- a) *Recorded details about a particular policy or strategic initiative aimed at increasing the University's share of recruited student numbers, where it is considered that the commercial interests of the University could be substantially prejudiced within a competitive environment if the information were to be released.*
- b) *Recorded details about a current tendering process involving supply of goods or services to the University by competing companies.*
- c) *Recorded details of discussions relating to a business expansion opportunity, e.g. through a campus development or a commercially based partnership, where it is considered that the commercial interests of the University could be substantially prejudiced if the information were to be released.*

FOI(S)A Exemption – Section 38 'Personal Data' (covered by the Data Protection Act)

Most commonly this is applied as an absolute exemption.

Examples of where we might apply this exemption in committee minute reporting:

- a) *Recording of individuals' promotions, appeals etc where the individual is identified or could be identified through the recorded information.*
- b) *Personal contact details*

FOI(S)A: List of all exemptions under the Act

Part 2 of the FOI(S)A details 17 areas of exemption on total. Outlined in broad terms, exemptions include information which:

- (section 25) is otherwise accessible (e.g. through the University's own Publication Scheme)
- (section 26) is prohibited by or under an enactment, is incompatible with a Community obligation or would constitute or be punishable as a contempt of court
- (section 27) is being held with a view to its being published by the authority or any other person (defined conditions apply)
- (section 28) if disclosed would or would be likely to prejudice substantially, relations between any administration in the UK and any other such administration
- (section 29) relates to formulation of Scottish Administration Policy
- (section 30) if disclosed would be likely to prejudice substantially the effective conduct of public affairs
- (section 31) needs to be exempt for the purpose of safeguarding national security and defence

- *(section 32)* if disclosed would prejudice substantially international relations
- *(section 33)* constitutes a trade secret or if disclosed would prejudice substantially the commercial interests of any person or public authority or the economic or financial interests of whole or part of the UK
- *(section 34)* relates to investigations by Scottish public authorities and proceedings arising out of such investigations e.g. civil or criminal proceedings
- *(section 35)* if disclosed would or would be likely to prejudice substantially law enforcement
- *(section 36)* if disclosed would constitute a breach of confidence actionable by that person or any other person
- *(section 37)* is a record relating to Court, formal enquiry proceedings etc
- *(section 38)* is personal information covered by the Data Protection Act
- *(section 39)* relates to health, safety and the environment where disclosure would, or would be likely to, endanger the physical or mental health or the safety of an individual
- *(section 40)* if disclosed would, or would be likely to, prejudice substantially the exercise of a Scottish authority's functions in relation to the audit of the accounts of other Scottish public authorities; or the examination of the economy, efficiency and effectiveness with which such authorities use their resources in discharging their functions
- *(section 41)* relates to communications with Her Majesty and other members of the Royal Family/Household or the exercise by Her Majesty of Her prerogative of honour

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11 STANDING COMMITTEES OF THE COURT AND STANDING JOINT COMMITTEES OF THE COURT AND THE SENATE

1 Standing Committees of the Court

The Court, as Governing Body of the University, is supported in its work by a number of standing committees, each of which is chaired by a lay member of the Court. These committees are all formally constituted with terms of reference. Statute 4 (paragraph 6), provides for the establishment of committees of the Court and the appointment of full members (Court members) and co-opted lay members who are not members of the Court to such committees.

Current Standing Committees of the Court include:

- **Audit and Risk Committee**
- **Campus Committee** (reports to the Finance Committee of the Court)
- **Finance Committee**
- **Global Student Liaison Committee**
- **Governance and Nominations Committee**
- **Remuneration Committee**
- **Staff Committee**
- **Emergency Committee of the Court** (exists to deal with Court business for consideration and approval during vacations or, when necessary, between meetings of the Court.)

In addition to the Campus Committee, three further committees report to the Finance Committee: the Endowments Committee, the University Collections Committee and the Fees Working Group.

Further information about the above committees, including their Terms of Reference, is available via the following link: <http://www.hw.ac.uk/committees>

The Court may also establish short-life committees from time to time to fulfil a specific function. For example, from 2011 until 2014, a Malaysia Campus Project Oversight Board was responsible on behalf of the Court for providing oversight of the project to establish the Heriot-Watt Malaysia Campus.

Ordinance 8 in Section B: The Court, regulates the workings of standing committees of the Court. (<http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>)

2 Standing Joint Committees of the Court and the Senate

Statute 4 (paragraph 6), also provides for the establishment of Joint Committees of the Court and the Senate, and the appointment to such committees of full members of the Court and the Senate. In addition, the Court and the Senate may appoint co-opted lay members to such committees persons who are not members of the Court or the Senate.

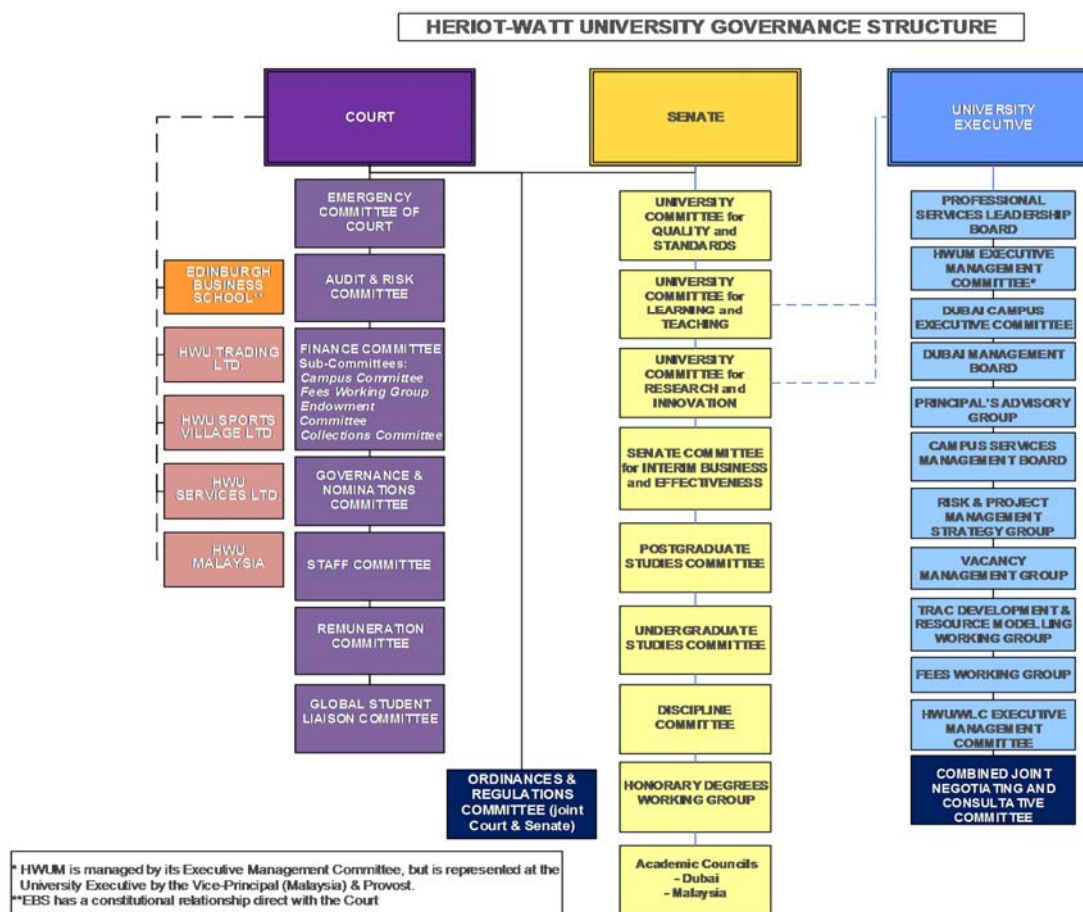
The Ordinances and Regulations Committee is presently the only Joint Committee of the Court and the Senate. Further information about this committee, including its terms of reference is available via the following link: <http://www.hw.ac.uk/committees>

Ordinance 9 in Section B: The Court, regulates the workings of Joint Committees of the Court and the Senate. (<http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>)

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12 UNIVERSITY COMMITTEE STRUCTURE

The following chart provides an overview of the current structure of the University's main committees showing the inter-related links and reporting lines:



1 The Senate

Article 9 of the University Charter stipulates that there shall be Senate and that, subject to the powers reserved to the Court, the Court shall delegate to the Senate all of its powers in relation to academic work and standards. The Senate is therefore the executive body responsible for the academic work and standards of the University and in relation to programmes of study, to teaching and research, and to the regulation and superintendence of the education and discipline of students. The Senate, which normally meets five times each year, is chaired by the Principal & Vice-Chancellor.

Statute 5: The Senate, prescribes the powers and functions, composition, membership terms and rules of governance which apply to the Senate. Further information on the powers and functions of the Senate is available via: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

In a similar way to the Court, the Senate may establish committees of the Senate and may appoint as members of such Committees persons who are members of the Senate and persons who are not members of the Senate. After an in-depth review in 2016-17, the Senate agreed in May 2017 that its standing committees will comprise:

- **The University Committee for Quality and Standards (UCQS)**
- **The University Committee for Research and Innovation (UCRI)** (which jointly reports to the UE)
- **The University Committee for Learning and Teaching (UCLT)** (which jointly reports to the UE)

- **The Senate Committee for Interim Business and Effectiveness (SCIBE)**
- **The (Student) Discipline Committee**
- **The Studies Committees (Postgraduate and Undergraduate)**
- **The Honorary Degrees Working Group (HDWG)**

In addition, two **Academic Councils (in Dubai and in Malaysia)** report to the Senate.

The purpose of the Senate Committee for Interim Business and Effectiveness is to co-ordinate the business of the Senate and monitor its effectiveness, as well as to deal on behalf of the Senate any business requiring immediate attention.

The process of reviewing the standing committees of the Senate is not yet complete, and in 2017/18 further recommendations will come forward regarding the Studies Committees, the Discipline Committee, and the Honorary Degrees Working Group.

Further information about the above committees, including their Terms of Reference, is available via: <http://www1.hw.ac.uk/committees/>

2 University Executive (UE)

The University Executive (UE) reports directly to the University Court and is the formal body established by the Principal to support him in the delivery of the responsibilities delegated to him by the Court. The UE is responsible for all aspects of operational management decision-making to the full extent of the authority delegated to it and is responsible and accountable for relaying decision-making and other relevant information to the Court in accordance with the governing body's responsibilities, powers and authority. The authority of the UE does not extend to academic matters which fall within the powers and functions of the Senate. However, in the interests of informed decision-making, two of the standing committees of the Senate (dealing with Learning and Teaching and Research and Innovation) jointly report to the University Executive.

The membership of UE, which is chaired by the Principal, includes the senior executive officers of the University: the Vice-Principal, the Vice-Principals (Dubai) and (Malaysia), the Deputy Principals, Heads of Schools, the Secretary of the University and the Director of Finance. The Director of Human Resource Development and the Director of Planning are normally in attendance at meetings, and other senior officers attend, as and when required.

Further Information about the **UE** including its Terms of Reference is available via: <http://www.hw.ac.uk/committees/>

Two key Boards report directly to the UE: the Professional Services Leadership Board (PSLB) and the Campus Services Management Board (CSMB). The Boards are chaired in each case by the Secretary of the University. Membership of the PSLB includes representation at Director level from each School.

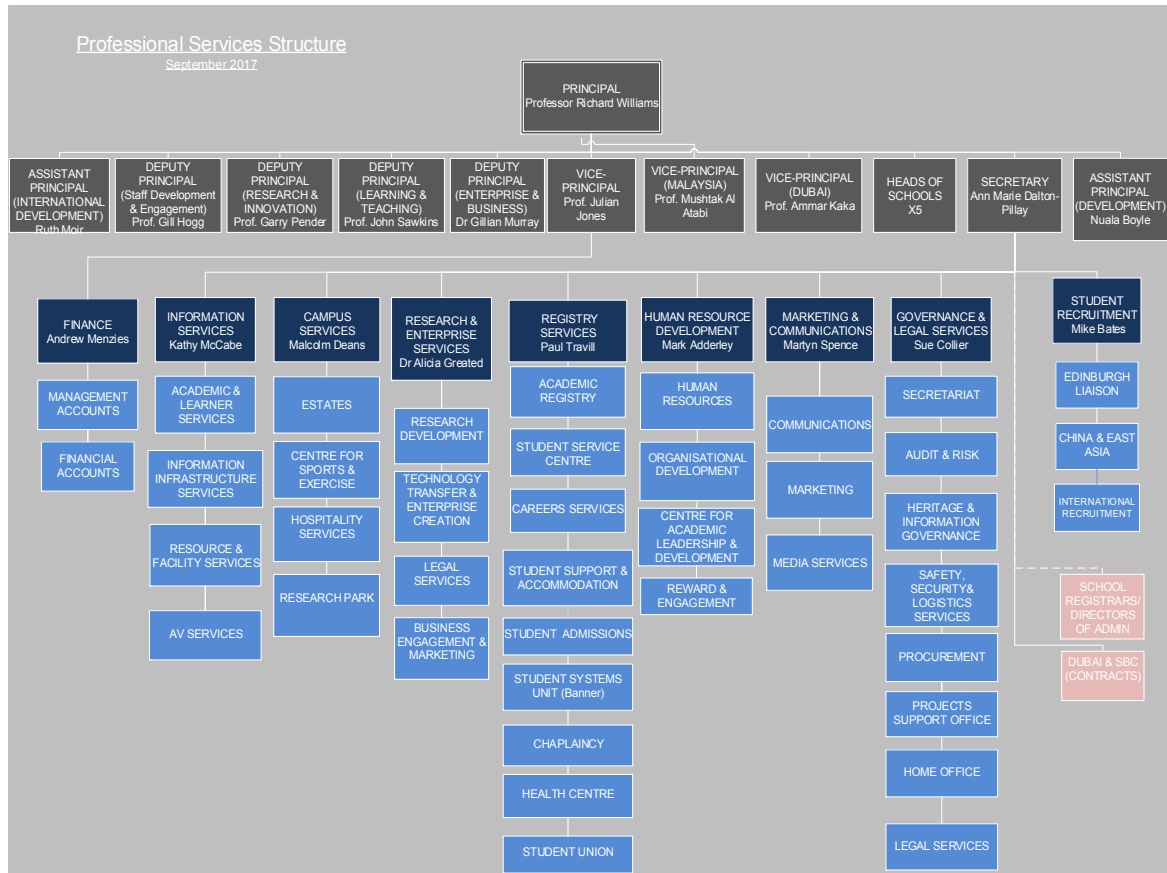
Both the UE and its Boards may, as the need arises, establish forums or working groups to take forward various strands of strategy or policy development. The Boards present regular reports on their activities to the UE.

Notable among other committees which report to the UE is the Risk and Project Management Strategy Group, which is responsible for reviewing the University's policies and processes for managing and reporting risk, and providing an objective review of, and assurances in relation to, risk and project governance, systems of internal control, risk exposure, and compliance with best practice governance and regulatory standards and benchmarks.

Through the UE and its Boards, the University achieves an integrated and inclusive framework for strategy and policy development, consultation and decision-making. Further information on the University's committees and boards, including Terms of Reference information, is available via: <http://www.hw.ac.uk/committees/> [Back to the top](#)

13 UNIVERSITY MANAGEMENT STRUCTURE

The following chart sets out the University's current management structure:



14 WHO'S WHO AND SENIOR ROLES

1 Contact details

Names, photographs and profile information on current **Court members** are available at: <https://www.hw.ac.uk/about/profile/governance/court.htm>.

Names and photographs of current **University Executive** members are available at: <https://www.hw.ac.uk/about/profile/governance/university-executive.htm>.

Names, designations and contact details of **key personnel** including Heads of Schools/Professional Services, Deans, Financial Controllers, School Directors of Learning & Teaching, Research and Administration are available at: <http://www.hw.ac.uk/documents/management-structures.pdf>

2 The Chancellor

The Chancellor is the titular head of the University. One of the Chancellor's most public roles is as presiding officer, conferring degrees at the University's main degree ceremonies in June and November/December each year. The Chancellor may also attend University events, provide counsel to the officers of the University and engage in other duties. The Chancellor is chosen as an individual

with stature, who will stand as a good role model for and representative of the University in its relationships with the student body, other stakeholders and bodies with whom the University has engagement, both nationally and internationally. Information about the University's Chancellor, Dr Robert Buchan, is available at: <https://www.hw.ac.uk/about/profile/governance/chancellor.htm>

Article 12 of the University Charter provides that there shall be a Chancellor of the University. In accordance with Statute 2, the Chancellor may hold office for a period of not more than five years and is eligible for re-appointment for a further period of not more than five years. Ordinance 1 of Section G of the Ordinances: 'The Chancellor of the University' sets out the duties of the Chancellor. This is accessible via: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

3 Pro-Chancellor

Article 13 of the University Charter prescribes that there shall be one or more Pro-Chancellor of the University, who in the absence of the Chancellor, or during a vacancy in that office, shall exercise and perform such duties of the Chancellor as shall be agreed by the Court and further prescribed in the Ordinances. The position of Pro-Chancellor was introduced as a new provision in the revised Charter which came into effect from 1 September 2015. Ordinance 2 of Section G of the Ordinances: 'The Chancellor of the University', prescribes the duties of a Pro-Chancellor. This is accessible via: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

At the time of writing a first appointment to the role of Pro-Chancellor has yet to be made.

4 Chair of the Court

In terms of Statute 4 (Paragraph 4 a), "The Court shall appoint a Chair who shall be or who shall become one of the external and independent members of the Court referred to in paragraph 1(a) i of this Statute 4 and who shall hold office for three years and shall be eligible for reappointment for up to two further periods of three years, provided that a person appointed as Chair of the Court shall not serve as a member of the Court, whether as Chair or as an external and independent member of the Court referred to in paragraph 1(a) i of this Statute 4, for longer than nine years in total.

The role of the Chair of the Court carries with it a range of responsibilities and delegated authority by the Court. Section B: Ordinance 6 – Delegation by the Court, details the delegated authority to the Chair:

- 6.2.1 authority to lead the Court and to develop strategic level proposals so that the Court fulfils its obligations to ensure that the University is run in accordance with the decisions of the Court and ensure that those decisions are implemented;
- 6.2.2 authority to promote well-being and efficiency in the operation of the Court, to ensure that members work together effectively in fulfilment of the Court's responsibilities, as laid down in the Statement of Primary Responsibilities and with a shared confidence in the procedures which underpin the conduct of University business;
- 6.2.3 authority to ensure that the Court observes the principles of public life and conducts itself in accordance with expected standards of behaviour to ensure that business is conducted and reported on appropriately by the Court and all of its committees;
- 6.2.4 authority to ensure that the Court exercises efficient and effective use of the resources of the University for the furtherance of its charitable purposes, maintains its long term financial viability, safeguards its assets, and that proper mechanisms exist to ensure financial probity and for the prevention of fraud;
- 6.2.5 authority to ensure that the University is well connected with its stakeholders, including Staff and Students;
- 6.2.6 authority to ensure that effective induction, training and development opportunities and succession planning are in place to support the membership and work of the Court and its committees, and that there are appropriate financial resources available to support governor development in accordance with criteria established by the Court;
- 6.2.7 authority to conduct an annual review of the performance of the Court as a whole;
- 6.2.8 authority to chair meetings of the Court and meetings of committees of the Court (subject to the terms of reference of the relevant committee);
- 6.2.9 authority to act on behalf of the Court between Court meetings in respect of routine matters which would not merit discussion at a meeting of Court;

- 6.2.10 authority to act as an ambassador for the University and to represent the University externally; and
- 6.2.11 authority to further delegate any of the responsibilities of the Chair of the Court to the Deputy Chair of Court.

The Chair of the Court is also the Chair of the Court Emergency Committee and the Governance and Nominations Committee.

The University adheres to the governance good practice prescribed in the 'Scottish Code of Good Higher Education Governance', which advises on the responsibilities associated with role of Chair of a higher education governing body. The University is required also to comply with the Higher Education Governance (Scotland) Act 2016, which stipulates at a high level what should be expected of this role and prescribes a process for electing an individual to the position of Chair.

5 Deputy Chair of Court and 'Intermediary' role

In terms of Statute 4: The Court (Paragraph 5 a), the Court shall elect from among such of its members as are independent members of the Court a Deputy Chair of the Court who shall deputise by delegation from the Chair of the Court as and when appropriate in the circumstances prescribed in the Ordinances. All members of the Court form the electorate for the appointment of the Deputy Chair.

The Deputy Chair of Court is expected to preside at meetings of the Court at which the Chair is absent. In the case of a vacancy occurring in the office of the Chair of the Court, the Deputy Chair of the Court is expected to hold office as the Chair until such time as a new Chair is appointed.

Section B 'The Court': Ordinance 4, confirms that the regular duties of the Deputy Chair of the Court may, with the agreement of the Chair of the Court, include but will not be limited to the following:

- assisting the Chair of the Court in carrying out individual bilateral discussions with members of the Court, which would contribute to the annual effectiveness process;
- acting as an ambassador for the University, sharing responsibility with the Chair of the Court to represent the University externally when required; and
- engaging with internal stakeholders and sharing with the Chair of the Court a duty, subject to availability, to attend significant events or celebrations in the life of the University.

The Deputy Chair of Court assumes the role required by the 'Scottish Code of Good Higher Education Governance' of "intermediary" for other members of the Court. In this role the Deputy Chair of Court serves as an intermediary for other Court members who might wish to raise concerns about the conduct of the Court or the Chair of the Court. In this role the Deputy Chair of Court will also lead an annual discussions with members of the Court, without the Chair of the Court being present, to appraise the performance of the Chair.

6 The Principal and Vice-Chancellor

The appointment of the Principal and the Principal's responsibilities are prescribed in Statute 2 (paragraph 3), with further detail provided in the Ordinances (Section H: The Principal, Ordinances 1, 2 and 3, and Section B: Ordinance 6 Delegation by the Court – each of which is available via: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

The Principal and Vice-Chancellor is the designated Chief Accounting Officer and Chief Executive Officer of the University with overall responsibility for the executive and academic management of the University. The Principal is an ex officio member of the Court and is Chair of the Senate, the body responsible for governing the academic affairs of the University.

The Principal is appointed by the Court on the recommendation of a Joint Committee of the Court and the Senate, in a manner prescribed in the Ordinances. The remuneration and the conditions of service of the Principal are determined by the Court, and the Chair of Court is responsible, in consultation with other members of the Court, for conducting an annual appraisal of the Principal's performance.

7 Vice-Principal

The appointment of the Vice-Principal is prescribed in Statute 2 (Paragraph 4) of the University's Statutes and described further in Section J: Ordinance 1 - Appointment of the Vice-Principal of the University, both available via: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

The Vice-Principal, who is also the Deputy Vice-Chancellor of the University, is appointed by the Court on the recommendation of a joint committee of the Senate and the Court in a manner prescribed in the Ordinances. The appointment of Vice-Principal may be made either from among the members of the full-time staff who are members of the Senate or members of academic staff, or by external appointment. The Vice-Principal holds office for a period of five years, commencing on the first day of August in the year in which he or she is appointed and is eligible for reappointment for a further consecutive period of not more than five years.

The Vice-Principal is an ex-officio member of the Court.

8 Vice-Principals (Dubai) and (Malaysia)

The means of appointment of the Vice-Principals (Dubai) and (Malaysia) are prescribed in Section J: Vice-Principal, Ordinances 2 and 3. Both are appointed by the Court on the nomination of the Senate – in the case of the Dubai Campus - from among the members of the full-time academic staff. Each holds office for a period of five years with eligibility for appointment for a further consecutive term of not more than five years.

The Vice-Principals (Dubai) and (Malaysia) act with the delegated authority of the Principal to manage the affairs of the respective Dubai and Malaysia Campuses and carry no University responsibilities beyond those campuses. The responsibilities delegated by the Principal to each role holder are detailed in a memorandum of agreement.

9 Secretary of the University

The appointment of the Secretary of the University is prescribed in Statute 2 (Paragraph 5) and in Section K, Ordinance 1: Appointment of the Secretary. The Secretary of the University is appointed by the Court on the recommendation of a Joint Committee of the Senate and the Court, with the conditions of service of the Secretary determined by the Court.

The Secretary is responsible for the administration of the University, compliance with all procedures, and the provision of governance and administrative services for the Court and the Senate in accordance with the Charter and Statutes. The Secretary, as clerk to the governing body, has a key role to play in the operation and conduct of the work of the Court.

'Main Principle 13' of the Scottish Code requires that, "The secretary to the governing body shall be responsible for ensuring compliance with all procedures and ensuring that papers are supplied to members in a timely manner containing such information, and in such form and of such quality, as is appropriate to enable the governing body to discharge its duties. All members shall have access to the advice and services of the secretary to the governing body, and the appointment and removal of the secretary shall be a decision of the governing body as a whole."

It is a requirement of the 'Scottish Code of Good Higher Education Governance' that an appropriate separation in the lines of accountability exists in the role of the Secretary between their direct responsibilities and accountability to the Court and their managerial role within the University. In fulfilling her responsibilities to the Court, the Secretary works in close liaison with the Chair of the Court. Members of the Court should refer to the Secretary as and when necessary for advice about any rules and procedures that may apply in relation to the work of the Court and the discharge of its responsibilities.

The relevant Charter and Statutes are available at: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

Further information about the role of the Secretary to higher education governing bodies, as set out in the Scottish Code, is available at:

<http://www.scottishuniversitygovernance.ac.uk/wp-content/uploads/2013/07/Scottish-Code-of-Good-HE-Governance.pdf>

10 Deputy Principals

Deputy Principal (DP) appointments are made by the Principal. Appointments are usually made for a fixed term which may be renewable. DPs, who report directly to the Principal, are members of the University Executive (UE), and are the heads of the co-ordinating function to which they have been assigned on behalf of the UE. There are currently four Deputy Principal roles: the Deputy Principal (Learning and Teaching), the Deputy Principal (Research and Innovation), the Deputy Principal (Enterprise and Business) and the Deputy Principal (Engagement and Staff Development).

11 The Deans

The appointment of University Deans is prescribed in Statute 2 (Paragraph 6). The Deans are appointed by the Senate from among the members of the academic staff in a manner prescribed in the Ordinances. The responsibilities of the Deans are prescribed in Section L: Ordinance 1 – *Deans of the University and Associate Deans*. The Ordinance permits the appointment of three Deans: two of whom represent agreed constituencies with the third carrying pan-University responsibilities. These two Deans represent, broadly, Arts/Humanities/Social Sciences and Science/Engineering respectively. Deans are elected by the Senate for a period of three years and are eligible to stand for reappointment for a further period of up to three years. The composition of the Court, as stipulated in Statute 4: The Court, includes an elected position for a University Dean.

12 Heads of School

The means of appointment of Heads of School are prescribed in Section F: Ordinance 8: Head of School. Heads of School (of which there are currently six), are appointed by the Court on the recommendation of the Senate Committee for Interim Business & Effectiveness. On appointment, Heads of School are appointed as permanent professors of the University. Heads of School are responsible directly to the Principal, with responsibilities delegated by the Principal to each Head detailed in a memorandum of agreement from the Principal to the Head of School. Heads of School appointments are for a period not exceeding five years with eligibility for reappointment.

The relevant Ordinance on Heads of School is available via:

<http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

13 Assistant Principals

'Assistant Principal' appointments are made at the discretion of the Principal. Such appointments need not be held by academic staff. Currently there are two Assistant Principal roles with responsibilities for international development; and development and fundraising.

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15 THE STUDENT UNION

1 Background

The existence of the Student Union is prescribed the University Charter (Article 11) which states that:

- “11.1. There shall be a Student Union of the University.
- 11.2. The constitution and the bye-laws of the Student Union, its powers and functions and all other matters which it may be thought proper so to regulate shall be prescribed in the Ordinances.
- 11.3. The University shall in no way be liable for the debts, liabilities and other obligations incurred for any act done or omitted to be done by the Student Union.”

Whereas previously the Student Union was an unincorporated body and charity, it recently sought incorporation and became a Company Limited by Guarantee in 2015.

The Student Union Articles of Association make provision for various requirements including membership, elections and powers. The accompanying Bye-Laws make provision for various operational aspects of the Student Union.

The stated objects of the Student Union are:

- The advancement of education of students at Heriot-Watt University by representing, supporting, advising and promoting the interests, health and welfare of students within the University during their course of study and within the wider community, and by promoting student participation in, facilitating, co-ordinating and developing, the services, projects and activities of the Union;
- The provision of recreational activities through the services, projects and activities of the University providing social, cultural, and recreational activities and forums for discussions and debate for the personal development of its Students;
- The advancement of community development within the University and within the wider community through student participation in the Union and its services, projects and activities, and by facilitating the involvement of students in the wider community; and
- The relief of the student needs by being the recognised representative channel between Students and Heriot-Watt University, other academic organisation, the general public and any other external bodies and promoting social and academic unity among students of the University.

Section E: Ordinance 2 – Student Union regulates the operation of the Student Union and is available at: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

[The Student Union Articles of Association and Bye-Laws](http://www.hwunion.com/governance) can be found at: <http://www.hwunion.com/governance>

The Court receives an annual report from the Student Union.

2 Legislative requirements

"Students' Union" is defined in section 20 of the Education Act 1994. It includes a body representing or promoting the general interests of students at a university or at a college or hall of a university.

Section 22 of part II of the Act sets out the requirements to be observed in relation to students' unions specifying in subsection (1):

"The governing body of every establishment to which this Part (of the Act) applies shall take such steps as are reasonably practicable to secure that any students' union for students at the establishment operates in a fair and democratic manner and is accountable for its finances."

In furtherance of these aims, the Act states that the governing body shall take steps as are reasonably practicable to ensure that the following (set out in subsection (2) of the Act) are observed in relation to any students' union:

- a) the union should have a written constitution that is approved by the governing body and reviewed at intervals of not more than five years. (The Court approved an updated Constitution for the HWU Student Union at its meeting in June 2014 and the Constitution is due for review in February 2019);
- b) that a student should have the right not to be a member of the union and that such students should not be unfairly disadvantaged with regard to provision of services or otherwise. The Act states that the governing body shall bring to the attention of all students, and include in information available to prospective students, information on this student right as well as details of any arrangements it has made for services of the kind which a students' union provides for its members to be provided for students who are not members of the union);
- c) appointments to major union offices should be by election in a secret ballot in which all members are entitled to vote and the elections themselves are fairly and properly conducted;
- d) that a person should not hold sabbatical office, or paid elected union office, for more than two years in total at the establishment;
- e) that the financial affairs of the union should be properly conducted and appropriate arrangements should exist for the approval of the union's budget and monitoring of its expenditure by the governing body;
- f) that financial reports of the union should be published at least annually and should be made available to the governing body and to all students. Each such report should contain in particular a list of the external organisations to which the union has made donations in the reporting period and details of those donations;
- g) the procedure for allocating resources to groups or clubs should be fair and should be set down in writing and freely accessible to all students;
- h) if the union decides to affiliate to an external organisation, it should publish notice of its decision stating the name of the organisation and details of any subscription/similar fee/donation paid or proposed to be paid. Any such notice should be made available to the governing body and to all students;
- i) where the union is affiliated to any external organisations a report should be published at least annually containing a list of those organisations and details of subscriptions or similar fees paid or donations made since the last report. Any such report should be made available to the governing body and to all students;
- j) there should be procedures for the review of affiliations to external organisations under which the current list of affiliations is subjected for approval by members at least annually, and at intervals of not more than one year, as the governing body may determine, that the question of continued affiliation to any particular organisation be decided upon by a secret ballot in which all members are entitled to vote;
- k) there should be a complaints procedure available to all students or groups of students who are dissatisfied in their dealings with the union or claim to be unfairly disadvantaged by reason of their having exercised the right not to be a member. This should include provision for an independent person appointed by the governing body to investigate and report on complaints and also enable complaints to be dealt with promptly and fairly and, where a complaint is upheld, an effective remedy. (The process for dealing with complaints is set out in the HWU Student Union Constitution and bye-laws).

Subsection (3) of the Act also states that:

"The governing body of every establishment to which this Part (of the Act) applies shall for the purposes of this section prepare and issue, and when necessary revise, a code of practice as to the manner in which the requirements set out above are to be carried into effect in relation to any students' union for students at the establishment, setting out in relation to each of the requirements details of the arrangements made to secure its observance."

In furtherance of these aims, the Act states in subsection (4) that the governing body shall bring to the attention of all students at least annually:

- a) the code of practice currently in force under subsection (3)
- b) any restrictions imposed on union activities by the law relating to charities

- c) provisions for freedom of speech (with reference to section 43 of the M7Education (No.2) Act 1986) and any code of practice issued under it which are relevant to the activities or conduct of the union.

[The 1994 Education Act](http://www.legislation.gov.uk/ukpga/1994/30/contents) is available at: <http://www.legislation.gov.uk/ukpga/1994/30/contents>

Further information about the Heriot-Watt University Student Union and its activities can be found on the Student Union website at: <http://www.hwunion.com/>

3 The Student Union and the Court

Statute 4: The Court, makes provision for two student representatives to be included in the membership of the Court:

- the President of the Student Union; and
- one member of the Executive Committee of the Student Union nominated by the Student Union.

(Arrangements are being made to modify the University's constitutional documents in accordance with the Higher Education Governance (Scotland) Act 2016 requirement that governing bodies should include in their number "2 persons appointed by being nominated by a students' association of the institution from among the students of the institution.")

Student representative members of the Court may hold office for a period of one year and are eligible for re-appointment for one further year. Elected Officers of the Student Union take up office from 1 June each year and can remain in their elected positions until 31 May in the following year.

4 Representation on other University committees

The Student Union is represented on a number of key University committees. In addition to provision being made in Statute for two student representatives within the membership of the Court, such provision is also made in relation to membership of the Senate, which includes in its membership the elected President of the Students Union and one member of the Council of the Student Union of the University appointed by the Council of the Student Union. In the future, the student member category on the Senate will increase in accordance with the requirements of the Higher Education Governance (Scotland) Act 2016.

Representation is also included within a number of committees of the Court and the Senate and on other committees concerned with student support and welfare.

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16 GENERAL STRUCTURE AND LEGAL FRAMEWORK OF HIGHER EDUCATION IN SCOTLAND

1 Background

The universities and colleges which receive funding from the Scottish Funding Council (SFC) have diverse backgrounds and traditions which are reflected in the constitutional arrangements that determine the structures and powers of their governing bodies. Although there are variations within the groups, each university and college can be placed according to its form of governance into one of the following three groups:

- **The ‘Ancient Universities’** - Aberdeen, Edinburgh, Glasgow and St. Andrews.

The Courts of the Ancient Universities derive their status and powers from Acts of Parliament and from Ordinances of Court approved by the Privy Council.

- **The ‘Chartered Universities’ of the 1960s** - Dundee, Heriot-Watt, Stirling and Strathclyde.

The Courts of the Chartered Universities derive their status and powers from Royal Charters and Statutes approved by the Privy Council.

- **The ‘Designated Institutions’ (Post 1992)** - University of Abertay Dundee, Edinburgh College of Art, Glasgow Caledonian University, Glasgow School of Art, Edinburgh Napier University, University of the West of Scotland, Queen Margaret University, Robert Gordon University, Royal Conservatoire of Scotland and University of Highlands & Islands.

Most of the Courts and other governing bodies of the Designated Institutions (so described as they are institutions designated in a Statutory Instrument as eligible to receive funds from the SFC) derive their constitutional authority from the Privy Council by Orders of Council (also known as Statutory Instruments) made under the terms of the Further and Higher Education (Scotland) Act 1992. The three former Colleges of Education, which operated under the terms of The Colleges of Education (Scotland) Regulations 1987, were subsumed by University institutions. These institutions had, until 1992, been ‘Central Institutions’ funded directly by the Scottish Office Education Department.

Scotland’s Rural University College (formerly the Scottish Agricultural College) and the Open University in Scotland also form part of the Scottish higher education sector.

2 Ancient Universities

Although three of the Ancient Universities were established by Papal Bull in the fifteenth century and the fourth, Edinburgh, by Royal Charter in the sixteenth century, their Courts were not legally instituted until the Universities (Scotland) Act of 1858 was passed. A second Universities (Scotland) Act in 1889 redefined and extended the powers of the University Courts. As well as specifying the composition of the Court and periods of office for its members, the 1889 Act invested in the Court the administration of all property and revenues of the University, and gave the Court powers to review the decisions of the Senatus Academicus. The 1889 Act, therefore, made the Court unequivocally the governing body of the University. In the Ancient Universities, the Rector presides at meetings of the Court. Under the terms of the 1889 Act, the approval of the Privy Council would be required for new or amended Ordinances passed by the University Courts.

The Universities (Scotland) Act of 1966 defined the composition of enlarged Courts and redefined their powers. It also redefined the procedure whereby Ordinances passed by the Court would proceed to approval by the Privy Council. The 1966 Act had been drawn up to confer upon the Courts of the Ancient Universities powers similar to those defined in the Royal Charters of the Chartered Universities of the 1960s. The Ancient Universities decided to have their constitutions amended through another Act of Parliament rather than obtain their own Royal Charters.

3 Chartered Universities of the 1960s

Each of the four universities created in the 1960s was granted a Royal Charter, with statutes which, *inter alia*, specified the membership of the Court and defined the Court's powers. The Charters and Statutes vested in the Courts of the Chartered Universities powers which were similar to those of the Courts of the Ancient Universities. However, a key difference was that they limited the powers which the Court had over the Senate or its equivalent and, unlike the Ancient Universities, created the post of Chair of Court. The creation of the post of Chair of Court meant that, with the exception of Dundee, no provision was made in the Chartered Universities for the post of Rector.

4 Designated Institutions

The Further and Higher Education (Scotland) Act 1992 gave to the Privy Council the power to make provision for the constitution of the governing body of each of the Designated Institutions and to prescribe their general functions. This replaced provisions made for these institutions in the Education (Scotland) Act 1980. The Privy Council issued an Order of Council for each of the institutions in this category (with the exception of the Colleges of Education), which, *inter alia*, specified the membership and functions of each institution's Court or Governing Body. In many respects the Order of Council gave to the Court or governing body powers similar to those vested in the Courts of the Ancient and Chartered Universities, but in the Designated Institutions all of the powers of the University, including academic powers such as, where relevant, the award of degrees, are vested in the Court or governing body. In practice most of the academic work of the University is delegated to the Senate, Academic Board or its equivalent.

5 Representative Bodies in Scottish Higher Education

Before the 1992 Act created a unified higher education sector in Scotland and a separate Funding Council, the universities and colleges formed separate sectors, funded by different agencies. Some of the representative bodies reflect this previous separation, while others have been created since the Scottish higher education sector was unified. The four Ancient and the four Chartered Universities of the 1960s had previously been funded by the Universities Funding Council, a body which distributed funding to all the universities in Great Britain. The Central Institutions had been funded directly by the Scottish Office Education Department.

6 Universities Scotland

Universities Scotland (US) represents and promotes the higher education sector in Scotland and campaigns on its behalf, working for the Principals or Directors of higher education institutions. This body is a forum for discussion on matters of common interest and it is also used by the SFC as a channel for communication on collective issues between the Funding Council and the institutions in Scotland which it funds.

7 Committee of University Chairmen (CUC)

The CUC is the representative body for the Chairs of UK universities. The CUC, which is open to all university institutions in England, Scotland, Wales and Northern Ireland, operates as a unified body and engages with a wide range of stakeholders including, in particular, Universities UK. The CUC aims to ensure that its membership is kept informed of relevant issues and developments, is an influencing body which seeks to address issues of policy with government and a forum and network to facilitate sharing of common issues and concerns. An equivalent body, the Committee of Scottish Chairs (CSC) represents the Scottish sector.

8 Higher Education Governance (Scotland) Act 2016

The Higher Education Governance (Scotland) Act 2016 prescribes certain aspects of Scottish universities; universities' governance (excluding The Open University). Key features of the legislation include prescribed rules for the composition of governing bodies and academic boards and the manner in which the Chair of a governing body is appointed.

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17 UK HIGHER EDUCATION REPRESENTATIVE BODIES

Review of Higher Education Agencies

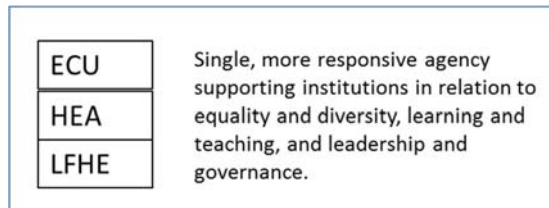
A review group was established by Universities UK in February 2016 to consider the effectiveness and the responsibilities of the following sector agencies that support higher education institutions:

Equality Challenge Unit (ECU), Higher Education Academy (HEA), Leadership Foundation for Higher Education (LFHE), Higher Education Careers Services Unit (HECSU), Higher Education Statistics Agency (HESA), Joint Information Systems Committee (Jisc) - a not-for-profit digital solutions provider for UK education and research, Office for the Independent Adjudicator for Higher Education (OIAHE), Quality Assurance Agency (QAA), Universities and Colleges Admissions Service (UCAS), and the Universities and Colleges Employers Association (UCEA).

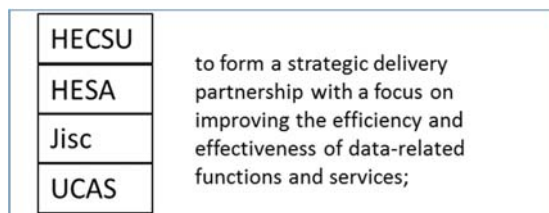
The review identified a clear need for reform to: reduce duplication; improve value for money; and improve coordination between agencies as the sector has undergone significant policy reforms and funding changes in recent years. Most sector agencies have been in place for many years, so it was considered important to ensure that they adapt to the new environment and meet the needs of a dynamic and increasingly diverse sector.

The recommendations included:

1. the number of core agencies taking subscriptions from institutions (particularly in England) reduced from nine to six over the next two years;
2. the creation of a merged body of the ECU, HEA and LFHE (via a transitioning group);



3. a strategic delivery partnership relating to data functions and services between:



4. the Higher Education Careers Services Unit (HECSU) to move towards a subscription-free funding model over the next two years; and
5. a forum to be established for chairs of sector agencies, with senior representation from both Universities UK and GuildHE.

It is planned to implement the framework of recommendations with the Higher Education Agencies and other stakeholders to create a more robust and effective sector agency landscape which meets the needs of its users.

Scotland: Enterprise and Skills Review

The Cabinet Secretary for Economy, Jobs and Fair Work commissioned a review of enterprise and skills support, with the Phase 1 report published in October 2016. This outlined the preliminary work and framework for the shape of enterprise and skills services in the future.

A central proposal is the establishment of a new Scotland-wide statutory Board to co-ordinate the activities of Scottish Enterprise and Highlands & Islands Enterprise, and including Scottish Development International (SDI), Skills Development Scotland (SDS) and the Scottish Funding Council (SFC). A new South of Scotland Enterprise Agency has been created. The Phase 1 **Enterprise & Skills Review** report can be viewed at: <http://www.stf.org.uk/wp-content/uploads/Enterprise-Agencies-Review-Phase-1.pdf>

The current Higher Education representative bodies are as follows:

- **Universities Scotland (US)** is the representative body of Scotland's 19 higher education institutions as an autonomous national council of Universities UK (UUK). The organisation is financed through subscriptions from member institutions. The US develops policy on behalf of the Scottish university sector and campaigns publicly on higher education issues, working closely with UUK on matters which are reserved to Westminster but which directly affect universities in Scotland.
- **Universities UK (UUK)** is the representative organisation for UK universities. Its role is to act as a consultative body for the formulation and dissemination of a sectoral viewpoint on matters of consequence to universities. Composed of the executive heads of university institutions, it functions as the essential voice of all universities, reporting and promoting their work by influencing stakeholders, co-ordinating sector agencies and providing informal policy analysis. UUK works with a wide variety of organisations and representative groups across the sector to achieve its aim of encouraging and sharing good practice.
- The **UK Higher Education International Unit**, as the international arm of Universities UK, initiates and delivers high profile projects and activities to support and develop the breadth and depth of the UK higher education sector's international activities.
- **The Association of Commonwealth Universities (ACU)** is a UK-registered charity with member institutions across the Commonwealth. It is the world's oldest international university network, established in 1913. The ACU administers scholarships, provides academic research and leadership on issues in the sector, and promotes inter-university co-operation and the sharing of good practice.
- The **Association of Heads of University Administration (AHUA)** is the representative body for senior university managers in the UK and Ireland.
- The **British Universities Finance Directors Group (BUFDG)** is the representative body for finance staff in the UK higher education sector.
- The **Equality Challenge Unit (ECU)** works to further and support equality and diversity for staff and students in higher education across all four nations of the UK, and in colleges in Scotland.
- **GuildHE** is one of the two recognised representative bodies for Higher Education in the UK and positioned alongside UUK as a formal representative body of the sector.
- The **Higher Education Academy (HEA)** was established to provide a central focus to support the enhancement of learning and teaching in higher education. It is an independent organisation funded by the four UK HE funding bodies and, by subscriptions and grants, contracts income from a number of sources.
- **The Higher Education Careers Services Unit (HECSU)** is an independent research charity specialising in higher education and graduate employment. It supports and assists careers advisory services in UK higher education institutions as they guide students and graduates through university and into the labour market.
- The **Higher Education Statistics Agency (HESA)** is a charitable company which is funded by the subscriptions of the higher education providers from whom it collects data. HESA is the main UK provider of published official UK higher education statistics which are used by a wide range of

organisations and individuals for a variety of purposes. HESA also provides an information service for the procurement of expertise, analysis and bespoke information.

- The [Leadership Foundation for Higher Education \(LFHE\)](#) was launched in 2004 with the aim of offering world-class development programmes in leadership, governance and management to current and future leaders in higher education. The LFHE publishes a 'Governance' website which provides key resource information of particular help to members of governing bodies and others who are new to higher education. The LFHE provides a range of conferences, events and development programmes for higher education professionals and members of governing bodies and provides publications, briefing notes and research outputs of use to higher education professionals and members of governing bodies.
- The [Quality Assurance Agency \(QAA\)](#) was established to assess institutional programmes of quality audit, to conduct work on maintenance of standards in academic awards and to promote the improvement of those standards. To ensure this, the QAA publishes a range of reference points and guidance. Providers use the Quality Code to design their respective policies for maintaining academic standards and quality. The QAA operates on a UK-wide basis.
- The [Universities and Colleges Admission Service \(UCAS\)](#) operates the central admissions systems for undergraduate entry to universities and colleges in the UK.
- The [Universities and Colleges Employers Association \(UCEA\)](#) is the principal employers' organisation for the higher education sector.

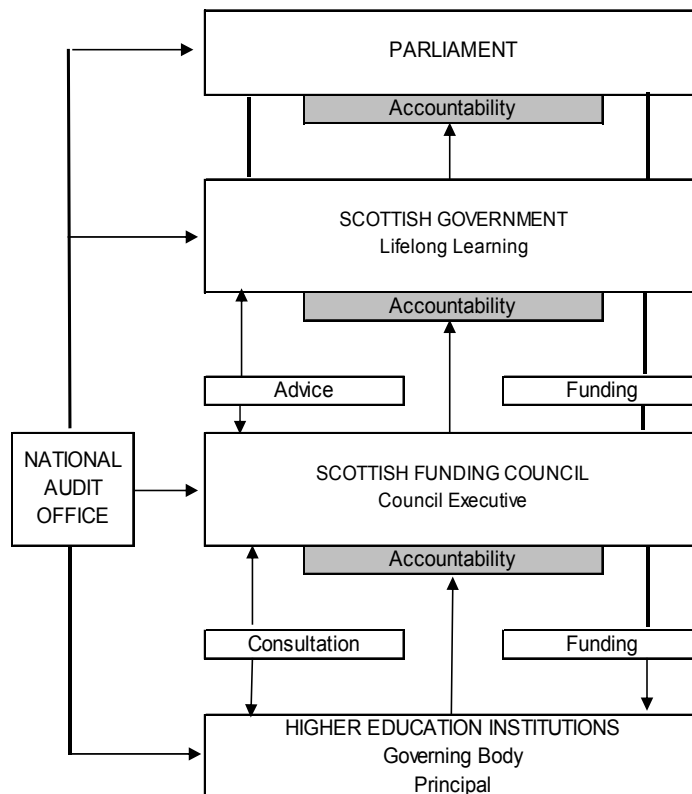
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18 FUNDING OF HIGHER EDUCATION IN SCOTLAND AND FRAMEWORK OF ACCOUNTABILITY

1 Framework

The following diagram outlines the basic framework for accountability in the Scottish publicly funded higher education sector.

The basic principle is that funds flow downwards from Parliament while accountability flows upwards from institutions. The overall framework is supported by various arrangements to ensure that responsibilities are clearly defined and procedures are in place so that accountability is fully and properly discharged.



The roles and responsibilities of bodies which are the component parts of these arrangements are detailed in the following sections.

2 Role of the Scottish Government

The Scottish Government is accountable to Parliament for the activities of the Scottish Funding Council and the First Minister will answer questions raised by Members of Parliament, and respond to debates about the Council and its activities. The Scottish Government must be satisfied that the Council's activities are consistent with its functions under the [Further & Higher Education \(Scotland\) Act 2005 \(The Act\)](#), and with the Government's general aims.

The Act is available at: <http://www.opsi.gov.uk/legislation/scotland/acts2005/20050006.htm>

3 The Scottish Funding Council

The Scottish Funding Council (SFC) is designated as a Non-Departmental Public Body (NDPB) of the Scottish Government and was established under The Act in 2005.

As a NDPB, much of the Council's work is governed by the terms of a Management Statement and Financial Memorandum agreed with the, Scottish Government, in the case of the SFC, specifically with the Scottish Government's Employability, Skills and Lifelong Learning Directorate.

The Council is financed by grant-in-aid from its sponsor Directorate's Parliamentary account and is directly accountable to Scottish Ministers and through Ministers to the Scottish Parliament. Ministers are ultimately accountable to Parliament for the functions and performance of the SFC and the Council's published three year plan is approved by the Scottish Ministers. The SFC is expected in its planning to support Scottish Government priorities. The Council's Annual Report and Accounts are presented to Ministers and laid in front of Parliament.

The SFC Corporate Plan and most recent set of Annual Accounts are published on the Council's webpages at <http://www.sfc.ac.uk>

4 Strategic priorities

The Scottish Ministers set out their strategic policy priorities for the Scottish Funding Council (SFC) in key strategy documents and draw these to the attention of the Council.

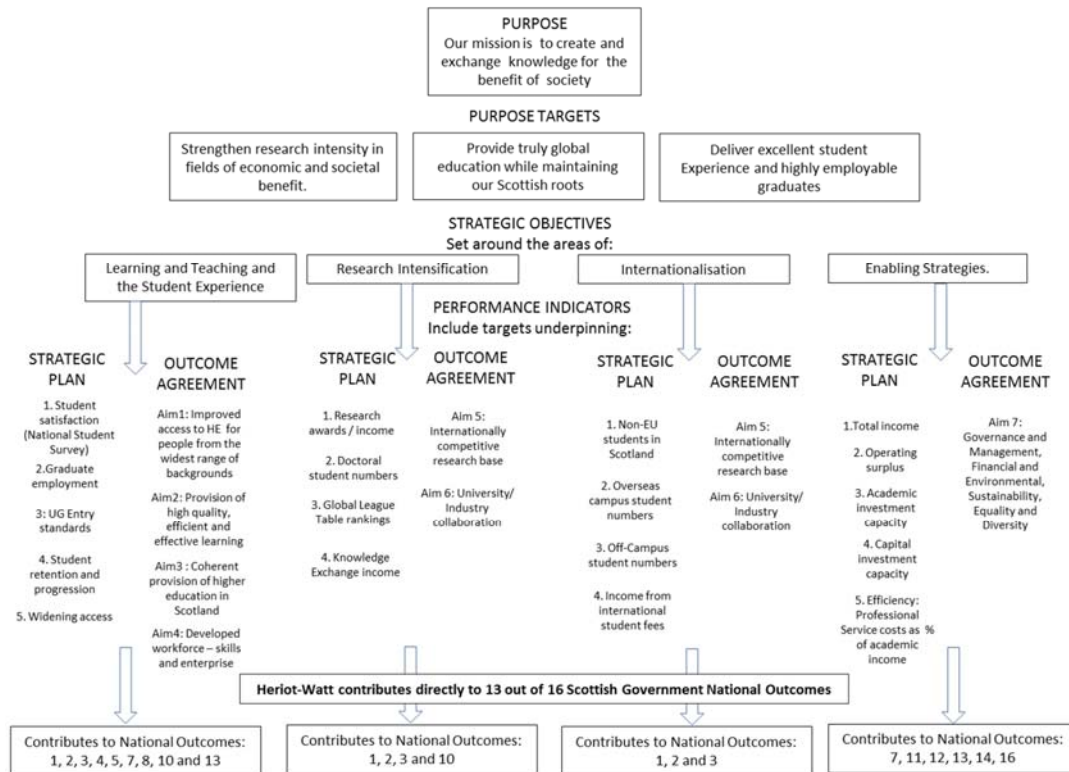
The starting point for Government is its National Performance Framework with a single overarching 'Purpose' of creating a more successful country with opportunities for all of Scotland to flourish, through increasing sustainable economic growth. The expectation of the Scottish Government is that the allocation of public funds will support its Purpose and associated 5 Strategic Objectives for Scotland (Smarter, Wealthier & Fairer, Healthier, Safer & Stronger, Greener) and 7 Purpose Targets. For delivery against these objectives are 16 National Outcomes with progress measured through 55 National Indicators which cover key areas of health, justice, environment, economy and education. Together all of these things make up the Scottish National Performance Framework. Further information is available at: <http://www.scotland.gov.uk/About/Performance/scotPerforms>

'Outcome Agreements', which were introduced in 2012, are the means by which universities and colleges demonstrate what they will deliver, both individually and collectively in return for the >£1 billion investment in funding from the Scottish Government each year. The focus of Outcome Agreements is on the contribution that institutions will make to improving life chances, supporting world-class research and creating sustainable economic national growth.

The Outcome Agreements, negotiated by institutions on an individual basis with the Scottish Funding Council, are structured around five key priority areas: 1) widening access; 2) high quality learning and teaching; 3) world-class research; 4) greater innovation in the economy; and 5) high performing institutions.

Further information about [Outcome Agreements](#) with links to the most recently published Heriot-Watt University Outcome Agreement with the Scottish Funding Council is available at: <http://www.sfc.ac.uk/funding/OutcomeAgreements/OutcomeAgreementsOverview.aspx>

The following chart illustrates how the Heriot-Watt University Strategic Plan and Outcome Agreement targets maps to the Scottish Government's National Performance Framework. The University contributes to 13 out of 16 'National Outcomes' (the remaining 3 relating to longer/healthier lives, safety from crime, and independence of/services for the elderly):



Governance matters and the ‘Scottish Code’

In its 2011 *‘Putting Learners at the Centre’* paper, the Government announced commissioning of independent reviews of college and university governance. In relation to the latter, the review body was chaired by Professor Ferdinand von Prondzynski and the Report of the [Review of Higher Education Governance in Scotland](http://www.scotland.gov.uk/Resource/0038/00386780.pdf) was presented to the Scottish Ministers in January 2012. The report is available at: <http://www.scotland.gov.uk/Resource/0038/00386780.pdf>

One of the recommendations made on governance arrangements was the drafting of a Code of Good Governance for Scottish higher education institutions. Subsequently, the Committee of Scottish Chairs (CSC) established a Steering Group to oversee the drafting of a ‘Scottish Code of Good Higher Education Governance’ (the ‘Scottish Code’).

Meanwhile, part 2 of the Post-16 Education (Scotland) Act 2013 confirms the insertion within the Further and Higher Education (Scotland) Act 2005 of a section: ‘Higher education institutions: good governance’ with provision such that, “The Scottish Ministers may, under section 9(2), impose a condition that the Council must, when making a payment to a higher education institution under section 12(1), require the institution to comply with any principles of governance which appear to the Council to constitute good practice in relation to higher education institutions.”

The Scottish Code, came into force from August 2013 for adoption on a ‘comply or explain’ basis. Higher Education Institutions are expected to include a statement of compliance with the Scottish Code in their published Annual Report publications. The Scottish Code can be viewed at: <http://www.scottishuniversitygovernance.ac.uk/the-2013-code/> The Code is undergoing revision and has been the subject of public consultation in 2017. A revised (shorter) version of the Code is due to be published in late 2017.

5 National Audit Office (NAO)

Parliament exercises oversight and scrutiny through the Auditor General for Scotland who has responsibility for auditing the accounts of the SFC. The Auditor General, who has a statutory right of access to relevant documents and information held by relevant persons, audits or appoints auditors to audit the SFC annual accounts and passes them to Scottish Ministers who will lay them before Parliament together with the SFC annual report before 31 December each year. The Auditor General may carry out examinations into the economy efficiency and effectiveness with which the Council has used its resources in discharging its functions.

6 Accountability by institutions

The Financial Memorandum between the Scottish Ministers and the SFC requires that a Financial Memorandum be established between the Council and each body it funds for the purposes of regulating their relationship on financial and related matters, setting out the terms and conditions on which payment of grant will be made by the Council and any other terms and conditions which will apply as a consequence of the Council making payments to them. The Financial Memorandum between the Council and an institution is a key mechanism through which the latter is accountable to the former. The Financial Memorandum is detailed in **section 22**.

7 Governing body accountability and responsibilities

It is the governing body of an institution, and not the SFC, which is responsible for ensuring that funds from the Council are used only in accordance with the Further and Higher Education (Scotland) Act 2005, the Financial Memorandum and any other conditions that may be prescribed by the Council. The governing body is also responsible for ensuring that the financial and other management controls applied by the institution are sufficient to safeguard funds provided by the Council.

The governing body needs to ensure that, in conducting its affairs, discretion is exercised reasonably and takes into account any relevant guidance on accountability or propriety issued by the Council, National Audit Office, sector representative bodies or other relevant authority. In addition, the governing body is responsible for delivering value for money from public funds and it should keep under review its arrangements for managing the resources under its control.

The governing body is required to designate, subject to acceptance by the Council, a principal officer of the institution who is required to satisfy the governing body that there is compliance with all such conditions about financial management accounting and application of funds. The designated officer may be required to appear before the Public Accounts Committee alongside the Chief Executive of the Council on any matters relating to grant to the institution which arise before that Committee. In practice, an institution's Principal/Director is the designated officer.

The designated officer of the institution has the responsibility for advising the governing body if, at any time, any action or policy under its consideration is incompatible with the terms of the Financial Memorandum. In the situation where the governing body decides to proceed with such action, the designated officer is required to inform the Chief Executive of the Council in writing.

Charitable status

As an educational charity, the University and its governing body fall within the scope of the [Charities and Trustee Investment Scotland Act 2005](#). This is available to view at: <http://www.legislation.gov.uk/asp/2005/10/contents> Further information about this legislation and the specific responsibilities of Court members as charity 'trustees' under the Act is set out in **section 5** of this handbook.

8 The Scottish Public Service Ombudsman

The Scottish Public Service Ombudsman (SPSO) was established by the [Scottish Public Services Ombudsman Act 2002](#). The Act is available at: <http://www.opsi.gov.uk/legislation/scotland/acts2002/2020011.htm>

In 2005, colleges and higher education institutions came under the jurisdiction of the Scottish Public Services Ombudsman (SPSO), giving new rights to students, staff and members of the public to bring to the SPSO complaints about further and higher education institutions.

Complaints may be brought to the Ombudsman as a last resort, where the complaint has already been through the institution's complaints procedure and no further mechanisms exist within the institution for its resolution.

Information about the [University's Complaints Policy and Procedures](#) is available via: <http://www1.hw.ac.uk/registry/complaints.htm> Information about complaints received by the University and steps taken to resolve these is reported on a regular basis to the University Executive and the Court. The procedures for complaint handling which are followed by the University are structured with the requirements of the SPSO to provide a streamlined and quick process with a strong focus on early resolution by empowered and well-trained staff.

The Policy applies to all services provided by Heriot-Watt University, including the Edinburgh Business School, and Dubai and Malaysia Campuses. A complaint can be made by **anyone** who receives, requests or is affected by HWU's service provision no matter where or how this service is provided as long as the complaint does not involve questioning academic judgement.

All higher education institutions are required by the Public Services Reform (Scotland) Act 2010 to comply with the Complaints Handling Procedures 'model' produced by the SPSO, to ensure a common, standardised procedure across the whole of the Scottish higher education sector.

9 Partnership and dialogue: SFC and institutions

The SFC seeks partnership working with the institutions it funds. Approaches are varied, including, for example, quarterly meetings with representative bodies, strategic dialogue, joint working groups, formal and informal consultations, and meetings with new Chairpersons of Governing Bodies and Principals.

The Funding Council operates a programme of Strategic Dialogue Meetings (SDMs) with funded institutions. These structured meetings aim to provide mutual benefits including: a better appreciation of how each institution contributes and might contribute to the delivery of the Scottish Government's and the Council's strategies and policies; and a strengthening of the relationship between the Council and the Governing Body and senior management team of the institution. Typically, SDM programmes include discussion on the institution's approach to governance, discussion on strategic challenges, topics suggested by the institution and sessions engaging with the University's staff and students.

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19 AUDIT PRACTICE

1 Scottish Funding Council requirements

The Scottish Funding Council (SFC) expects institutions to comply with good audit practice. Requirements are prescribed in the Financial Memorandum between the SFC and the institutions which the Council funds. Further information about and a link to the Financial Memorandum is included in **section 22** of this handbook.

2 Responsibilities of the Governing Body

It is the responsibility of the University Court for ensuring that funds from the SFC are used only in accordance with the Further and Higher Education (Scotland) Act 2005, the institution's Financial Memorandum with the Council, and any other conditions which the Council may prescribe.

The Financial Memorandum sets out the expectations of the SFC in relation to internal and external audit practice for which the governing body is accountable. The SFC requires the governing body to ensure that:

- the institution has a sound system of internal management and control, including an audit committee, an effective internal audit service, and adequate procedures to prevent fraud or bribery;
- the institution has an effective policy of risk management and risk management arrangements;
- an audit committee is appointed, and that the governing body ensures also the establishment and maintenance of effective internal and external audit arrangements; and
- the audit committee produces an annual report to the governing body of the institution (this report is submitted to the SFC along with the Annual Accounts and Financial Statements by the end of December each year).

The Financial Memorandum requires also that the operation and conduct of the internal audit service conforms to the professional standards of the Chartered Institute of Internal Auditors. It is a requirement that the institution informs the SFC when an internal auditor is appointed and informs the SFC immediately if the internal auditor is removed or departs before the end of their contracted term. The internal audit service is required to provide both the governing body and University management with an objective assessment of the adequacy and effectiveness of risk management, internal controls, governance, and value for money. Further requirements include extension of the internal audit service reviews to cover all financial and other management control systems identified by the audit needs assessment process, and cover all activities in which the institution has a financial interest, whether or not that area of interest is funded by the SFC.

Under the terms of the Financial Memorandum, the Head of the Internal Audit Service is required to produce an annual report to the Audit Committee and the governing body on its activities during the year. The report must include an opinion on the adequacy and effectiveness of the institution's risk management, internal control and governance. A copy of this report must be submitted annually to the SFC.

The Financial Memorandum requires that the SFC has free access to the institution's external auditors, with the expectation that, notwithstanding responsibilities to their client, the external auditor will co-operate with any enquiries or routine monitoring undertaken by the SFC. The external auditor must be entitled to receive all notices or any other communications relating to any meeting of the governing body which its members are entitled to receive, and must be entitled to attend, and be heard at, any such meeting on matters which concern them as auditors.

The entitlement to attend extends to the governing body or other appropriate committee at which the institution's annual report and financial statements are presented. As a minimum, the external auditor is expected to attend any meetings of the audit committee where relevant matters are being considered. In practice, at Heriot-Watt, the University's internal and external auditors are invited to attend every meeting of the Audit and Risk Committee and to receive the papers for every meeting.

Statute 3: The Auditors, and Section N Ordinance 1: The Auditors, prescribe the appointment, rights, responsibilities and removal of the University's internal and external auditors. Statute 3 prohibits any person from holding office as an External Auditor of the University if he or she, or any member of his or her organisation, is a member of the Court or a member of University staff.

The University's internal and external auditors are appointed by the Court on the recommendation of the Audit and Risk Committee.

Statute 3: The Auditors, prescribes the appointment of Internal and External Auditors. The appointment and removal of Auditors is prescribed further in the Ordinances:- Section N: Ordinance 1: The Auditors. Both are available at: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

3 Audit and Risk Committee

The Audit and Risk Committee is a Standing Committee of the Court, independent of the executive management of the University and also independent of the Finance Committee of the Court.

The Audit and Risk Committee provides advice directly to the Court, and the University is required to ensure that the Committee is given sufficient resources and authority in its relationships with the Court, management and other appropriate parties, including external and internal auditors, to fulfil its responsibilities.

The Audit and Risk Committee has written terms of reference, approved by the Court, which prescribe its membership, authority, duties and aims. The membership of the Audit and Risk Committee comprises only independent lay members. Membership of the Committee by the Chair of the Court and the Chair of the Finance Committee is prohibited. The terms of reference of the Committee are normally reviewed annually to ensure that they remain relevant and appropriate. The current terms of reference are available via: <http://www1.hw.ac.uk/committees/>

The Audit and Risk Committee produces an annual report to the Court, including the Committee's assessment on the adequacy and effectiveness of the Institution's internal control systems. The Committee's annual report is one of the documents which the SFC stipulates must accompany the Annual Accounts and Financial Statements when these are submitted to the Council by the end of December each year.

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20 INTERNAL AUDIT

1 Role of Internal Audit

The Chartered Institute of Internal Auditors provides this description, “The role of internal audit is to provide independent assurance that an organisation's risk management, governance and internal control processes are operating effectively.” The Internal Auditor, unlike the External Auditor, who is concerned primarily with the financial risks and statements, considers wider issues, such as: the organisation's reputation; strategic ambitions; growth; impact on the environment; compliance requirements; and the way its treats its employees. It is the responsibility of the Internal Auditor to evaluate and improve the effectiveness of the relevant governance, risk management and control processes in place within the organisation. The Internal Auditor will report their recommendations for improvements based on the findings of Internal Audit Reviews they have conducted through each year.

The characteristics of Internal Audit therefore differ from those of External Audit in a few other ways. The Internal Auditor reports to the governing body and management within an organisation's governance structure, while the reporting of the External Auditor is designed for an external stakeholder (shareholder) audience. Achieving improvement (through advising, coaching and facilitating) is fundamental to the purpose of the Internal Auditor, while the External Auditor has a duty to report problems, but has no responsibility to support improvement.

Organisations may choose either to establish their own in-house internal audit service or contract with an external firm to provide this service.

2 Provision of Service

To maintain independence and objectivity, the same firm does not provide both internal and external audit services to the same organisation.

The Court, advised by its Audit and Risk Committee, has chosen, as the most suitable and cost-effective way of obtaining the required service, to contract directly with an external provider. The Internal Audit Service (IAS) is provided by PricewaterhouseCoopers LLP (contracted until July 2019).

The IAS determines its own priorities within a plan prepared after consultation with senior management and approved by the Court, on the recommendation of the Audit and Risk Committee. Audit plans are derived from a comprehensive Audit Needs Assessment (ANA) prepared by the IAS. The ANA is a systematic aid to planning, the main output from which is an analysis of all financial systems and management systems concerned with the wider aspects of internal control.

All parts of the Institution and all of management's objectives are considered when identifying systems and assessing audit need generally, including the audit of all control systems. Internal Auditors consult with management at appropriate levels to identify and define systems and sub-systems and to confirm Internal Audit's understanding of the University's objectives and systems. The ANA will make provision for specific value-for-money studies, in which the IAS is to participate or to lead. The ANA is prepared without regard to constraints such as available time and other resources.

Once all systems have been identified, an assessment of risk associated with the systems will be performed by the IAS to determine the audit priorities to be proposed to the Audit and Risk Committee.

The forward Internal Audit Plan is provided to the Court at its meeting in December each year.

3 Additional services

The provision by the Internal Auditor of additional services beyond the scope of their responsibilities to provide the Internal Audit Service is generally a matter for individual institutions to decide upon. Statute 3: The Auditors, includes the stipulation that any non-audit services to the University by the Internal Auditor during the period of their appointment as Internal Auditor shall be reported by the Internal Auditor to the Court. [↑ Back to the top](#)

21 EXTERNAL AUDIT

1 Role of External Audit

The primary role of external audit is to report on the financial statements of organisations. However, the audit of public funds extends further than that of the commercial sector, since the auditors must also be concerned with the requirements of the Scottish Funding Council (SFC) and other funding bodies. This reflects the need for the relevant organisations to be publicly accountable for the public funds which they receive. Therefore, the external auditor's report also covers whether, in material respects, there has been compliance with all the terms and conditions attached to the public funds provided. The External Auditor also conducts a statutory audit of the University's subsidiary companies.

The Court has appointed KPMG as the University's External Auditor (contracted until December 2018).

2 Audit Report

The External Auditors shall report whether:

- the financial statements give a true and fair view of the state of the University's affairs and of its income and expenditure and its cash flows for the year, taking into account relevant statutory and other mandatory disclosure and accounting requirements, including the Statement of Recommended Practice: Accounting in Higher Education Institutions (SORP), and any additional requirements of the SFC;
- funds, from whatever source, administered by the University for specific purposes have, in all material respects, been properly applied to those purposes and managed in accordance with any other terms and conditions attached to them; and
- income has, in all material respects, been applied in accordance with relevant legislation and with the Financial Memorandum with the SFC.

3 Reporting arrangements

The External Auditor provides a 'Management Representation Letter', within one month of issuing an opinion on the financial statements, highlighting any significant matters arising from the audit. The Letter testifies to the accuracy of the financial statements and confirms that all material information has been disclosed to the Auditor. The Letter, with management's responses, is made available to the Audit and Risk Committee in time to inform the Committee's annual report. The University is required to send a copy of the External Auditor's final Management Representation Letter to the SFC along with the Annual Accounts and Financial Statements by the end of December each year.

The External Auditor's report confirms the Auditor's "opinion" based on whether the information presented is correct and free from material misstatements. There are several categories of opinion that the Auditor might choose to report, depending on their findings. An "Unqualified Opinion" (the best outcome) denotes that the Auditor has concluded that the financial statements give a true and fair view in accordance with the financial reporting framework used in the preparation and presentation of the financial statements and that the Auditor has no significant reservations in respect of matters reported within the statements.

The External Auditor is required to report in writing serious control weaknesses, significant frauds or irregularities or any major accounting breakdown to the Principal, the Chair of the Court, the Chair of the Audit and Risk Committee and the Chief Executive of the SFC without delay. This process is necessary to assist the Chief Executive of the Council in fulfilling his responsibilities under the Financial Memorandum as the Accounting Officer.

The SFC stipulates that universities must comply with the 'Statement of Recommended Practice: Accounting for Further and Higher Education' ([SORP](#)) (updated in 2016), in preparing their annual report and accounts. The SFC also provides accounts directions advice and other finance related guidance on its 'Institutional finance and governance' page at:

<http://www.sfc.ac.uk/guidance/Governance/InstitutionalFinanceGovernance.aspx>

4 Reappointment and review of External Auditors

The Audit and Risk Committee assesses external audit work each year to ensure that the University is receiving a service of sufficiently high standard at a reasonable price, taking account of the level of fees, number of audit hours provided, quality of service, including the content and timing of reports received, and the approach adopted by the external audit team.

A formal review of the external audit arrangements, including the quality and the extent to which they provide value for money, is conducted by the Audit and Risk Committee at least every three years and a market testing exercise of the external audit service every five years, at least. The outcome of both exercises is reported to the Court for its endorsement.

5 Relationships with other Auditors

The External Auditors liaise with the University's Internal Audit Service (IAS) to review and discuss the work of the IAS to determine the extent to which the external auditors will rely on the results of this work.

6 Additional services

To enable the objective review of internal audit by external audit, the same firm must not provide both internal and external audit services to the same institution.

The provision by the External Auditor of additional services beyond the scope of the statutory audit, other than internal audit, is generally a matter for individual institutions to decide upon. Statute 3: The Auditors, includes the stipulation that any non-audit services to the University by the External Auditor during the period of their appointment as External Auditor shall be reported by the External Auditor to the Court. Any additional work must not impair the independence of the external audit.

In order to provide a basis on which to judge the relationship between an institution and its external auditors, the institution must disclose separately, by way of a note to its financial statements, the fees paid to its external auditor for other services.

7. Further reading

Publications relating to audit and risk of include two in the 'Getting to Grips' range of publications by the Leadership Foundation for Higher Education (LFHE): 'Getting to Grips with Audit: resources for governors of UK universities and higher education colleges'; and 'Getting to Grips with Risk: resources for governors of UK universities and higher education colleges'. Both are available via the LFHE webpages at: <http://www.lfhe.ac.uk> Copies can be requested via Lisa Herlihy, Officer to the Secretariat (L.Herlihy@hw.ac.uk)

The Committee of University Chairs published a [Handbook for Members of Audit Committees in Higher Education Institutions](http://www.universitychairs.ac.uk/publication/handbook-for-members-of-audit-committees-in-higher-education-institutions/) in 2008 which is aimed at members of audit committees of higher education institutions in the UK. The publication is available at: <http://www.universitychairs.ac.uk/publication/handbook-for-members-of-audit-committees-in-higher-education-institutions/>

The Financial Reporting Council (FRC) is responsible for promoting high quality corporate governance and reporting. The FRC established the UK Corporate Governance and Stewardship Codes as well as UK standards for accounting, auditing and actuarial work. Further information is available via the FRC website at: <http://www.frc.org.uk>

A lighter read is available at [WonkHE](#)

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22 SCOTTISH FUNDING COUNCIL FINANCIAL MEMORANDUM WITH HIGHER EDUCATION INSTITUTIONS

The Scottish Funding Council (SFC) is a Non-Departmental Public Body of the Scottish Government with responsibility for funding further and higher education, research, and other activities in Scotland's colleges, universities, and other higher education institutions. The Financial Memorandum sets out the formal relationship between the SFC and individual institutions and the requirements with which institutions must comply as a condition of their grant from the SFC. If an institution fails to comply with the requirements of the Financial Memorandum, and any other specific terms and conditions attached to the payment of their grant from the SFC, it may be required to repay the SFC any sums received from it.

The current Financial Memorandum was published in December 2014 replacing Financial Memorandum and accompanying Mandatory Requirements rules which had been in place since 2006.

The responsibility for ensuring that the institution complies with the Financial Memorandum rests with the institution's governing body – i.e., the Court in the case of the University. The SFC requires the governing body of each institution to comply with the principles of good governance set out in the Scottish Code of Good Higher Education Governance. The SFC also requires the governing body to ensure that:

- a) public funds are used in accordance with relevant legislation, the requirements of the Financial Memorandum, and only for the purpose(s) for which they were given. Strategic, Capital, or other grant funding must only be used for the purpose for which it is provided by the SFC;
- b) subject to any legal requirements to observe confidentiality, the institution is open and transparent with the SFC and other stakeholders and will give, or be prepared to give, a public justification of its decisions in relation to the use of public funds;
- c) the institution strives to achieve value for money and is economical, efficient, and effective in its use of public funding;
- d) there is effective planning and delivery of the institution's activities in accordance with its mission and its Outcome Agreement agreed with SFC;
- e) the institution plans and manages its activities to remain sustainable and financially viable;
- f) the institution has a sound system of internal management and control, including an audit committee, an effective internal audit service, and adequate procedures to prevent fraud or bribery, and the institution has an effective policy of risk management and risk management arrangements;
- g) the institution has regular, timely, accurate, and adequate information to monitor performance and account for the use of public funds; and
- h) the institution is engaged actively in continuously enhancing the quality of its activities and involves students and other stakeholders in these processes.

The Financial Memorandum also requires that:

- a) institutions must use SFC Research Excellence Grant funds for research purposes only, targeting their Grant allocations predominantly on world-leading and internationally excellent research;
- b) research capital funding from the UK Department of Business, Innovation, and Skills and matched funding from the SFC should be used by institutions to focus on maintaining excellent departments with the critical mass to compete globally and the expertise to work closely with business, charities, and public services. All expenditure should be aligned to the institution's estate strategy;
- c) the institution must have regard to public sector pay policy set by the Scottish Ministers;
- d) where applicable, the institution must charge student tuition fees at the levels set by the Scottish Ministers;

- e) the governing body must appoint an audit committee and ensure the establishment and maintenance of effective arrangements for the provision of internal and external audit. The Audit Committee must produce an annual report to the governing body of the institution;
- f) the institution must follow the SFC's current Accounts Direction in the preparation of its annual financial statements;
- g) the institution must have in place an effective internal audit service. The operation and conduct of the internal audit service must conform to the professional standards of the Chartered Institute of Internal Auditors. The internal audit service must provide the governing body and senior management of the institution with an objective assessment of adequacy and effectiveness of risk management, internal control, governance, and value for money. The institution must inform the SFC when an internal auditor is appointed and must inform the SFC immediately if the internal auditor is removed or departs before the end of their term of office;
- h) the head of internal audit must produce an annual report for the governing body on its activities during the year. The report must include an opinion on the adequacy and effectiveness of the institution's risk management, internal control, and governance. The report must be presented to the institution's audit committee and a copy sent to the SFC;
- i) the institution must have a strategy for reviewing systematically management's arrangements for securing value for money;

As well as being accountable directly to the governing body for the proper conduct of the institution's affairs, the chief executive officer of the institution – i.e., the Principal and Vice-Chancellor in the case of the University – is accountable to the SFC for the institution's proper use of funds and its compliance with the requirements of the Financial Memorandum. The chief executive officer of the institution must inform the SFC without delay of any circumstance that is having, or is likely to have, a significant adverse effect on the ability of the institution to deliver its education programmes, research, and other related activity, including delivery of its Outcome Agreement with SFC. They must also notify the SFC of any serious weakness, such as a significant and immediate threat to the institution's financial position, significant fraud or major accounting breakdown, or any material non-compliance with any requirement of the Financial Memorandum.

The SFC recognises that each institution is an autonomous body. The Financial Memorandum confirms that the SFC will not substitute its judgements for those which are properly at the discretion of the institution and that, in particular, the SFC will seek to maximise the discretion of the institution to use grants provided to it by the SFC. The SFC is accountable to the Scottish Parliament for ensuring that funding is used economically, efficiently, and effectively. The SFC will therefore seek financial management and other information from each institution but, as far as possible, will rely on data and information that the institution has produced to meet its own needs. Where the SFC has concerns or insufficient information to provide the assurance required it will, in the first instance, seek to resolve matters with the chief executive officer of the institution. Where this has not proved possible, or in the case of significant concerns, the SFC will inform the chair of the institution's governing body and the institution's chief executive officer in writing and will specify what action is needed to address these concerns. Where circumstances warrant it, the SFC may suspend the payment of any or all grants to the institution; the SFC may also use its powers to attend and address a meeting of the governing body.

The full Financial Memorandum is available at:

<http://www.docs.sasg.ed.ac.uk/GaSP/Governance/FinancialMemo.pdf>

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23 HOW FUNDING IS ALLOCATED AND GRANTS FOR 2017/18

1 Funding policy and priorities and 'Outcome Agreements'

Government grant funding for higher and further education is disbursed through the Scottish Funding Council (SFC), which normally announces indicative funding allocations to institutions for the forthcoming academic year in the early part of the calendar year. The 'main grant' funding letters are available in the Council's web-posted information for institutions at: <http://www.sfc.ac.uk> Further information and analysis relating to the University's main awards is also available from the University's Director of Planning.

Each year the SFC receives a 'Letter of Guidance' from the responsible Government Minister which outlines the budget the Council be given for disbursement in the following academic year along with a list of strategic priorities. The SFC then distributes the available funding between institutions in accordance with specific priorities and targets confirmed in the Letter of Guidance.

As a condition of receiving SFC grant, higher education institutions in Scotland are required to conclude annual 'Outcome Agreements' with the SFC, showing how the institution is addressing a number of priorities for higher education, as identified by the Scottish Government. The Outcome Agreement is developed and documented through a process of discussion and "negotiation" between relevant officials of the SFC and the institution over the period October-December and, subject to approval by the Council of the SFC and the institution's governing body in the following March, it usually published on the SFC website by April each year.

The Heriot-Watt University core "negotiating" team comprises the Principal, Deputy Principal Learning & Teaching and the Director of Planning in consultation with a wide range of colleagues and with representatives of the student body.

The SFC introduced university Outcome Agreements in academic year 2012/13. They are the key means of enabling individual institutions to demonstrate how they are fulfilling and improving their contributions to Scottish Government priorities, and of assisting the SFC to allocate funding to higher education in ways which support the different missions of a diverse group of autonomous institutions.

Detailed SFC guidance on the most recent Outcome Agreements agreed can be viewed at: http://www.sfc.ac.uk/web/FILES/GUI_SFCGD222016_UniversityOAGuidance1718/SFC_GD_22_2016_University_OA_guidance_2017-18.pdf

The Heriot-Watt Outcome Agreement for 2017/18, which was approved by the Court in spring 2017, is available at: <http://www.sfc.ac.uk/funding/OutcomeAgreements/OutcomeAgreementsOverview.aspx>

2 SFC funding in 2017/18

In May 2017 the Higher Education Resource budget for financial year 2017/18 was announced as £1.014 million with a Capital budget of £45.5 million. Heriot-Watt's combined grants for teaching, research and innovation amount to just under £42 million, or 4.5% of the sector share. For teaching funding only, the University's sector share is £4.2% - with the University having been successful in recent years securing additional funded places which are part of the Governance drive to widen access. For research and innovation funding, the University's sector share is 5.4% - reflecting the favourable outcome for Heriot-Watt University in the last Research Excellence Framework (REF2014).

More detailed information about funding from the SFC for 2017/18 is available at: <http://www.sfc.ac.uk/communications/Announcements/2017/SFCAN092017.aspx>

3 How funding is determined

Teaching grant

The Teaching Grant is calculated by applying the FTE student number which the Council intends to fund by a given gross unit of resource which has been determined for the subject and the level of study. After calculating an institution's gross main teaching grant the assumed tuition fee income is then subtracted.

The SFC distinguishes between "controlled" and "non-controlled" funding subject groups. Controlled groups, in line with government policy, are there to ensure sufficient entrants to key professions (e.g. medicine, dentistry, education). Other "non-controlled" subject groups are classified either as "priority" or "non-priority" subjects – a classification which is mainly for the purpose of considering requests from HEIs for the transfer of funded student places. STEM (science, technology, engineering and mathematics) subjects are classified as "non-controlled priority" areas.

The Scottish Government's 'consolidation' policy limits the number of full-time Scottish and EU undergraduate students. Institutions are not permitted to exceed their indicated numbers allocated for non-controlled subjects by more than 10%. A system of financial penalties exists to control breaches in excess of the allowable limits.

Recent investment schemes to create additional funded student places within the Scottish higher education sector have focused on widening access, increased articulation between the FE and the HE sector and increasing skills aligned to key sectors in the economy.

General Fund for Research

The SFC allocates most of its resources for research selectively using a method of calculation based on the results of the last Research Excellence Framework (previously the Research Assessment Exercise (RAE)). From 2009/10 to 2014/15 inclusive Research Excellence Grant (REG) funding reflected the results of the RAE conducted in 2008. Institutions are expected to manage their research effectively achieving key policy aims which the Council shares with the Scottish Government for research and knowledge transfer.

Distribution of research funding through REG is through a process whereby allocations are based on the whole REF score, including the new "impact" measure which was introduced in REF 2014. The factors driving the allocations include volume, quality (informed by REF2014), cost and recognition of other 'activity indicators' (formerly known as 'minor volume indicators').

The REG is made up of three separate component grants, each a fixed proportion or amount, allowing the SFC to vary the size of the different components, either within a fixed total, or through an increase in one component in response to policy drivers or ministerial guidance. The formula applied is:

REG = REGa + REGb + REGc where:

- REGa: supports quality and is allocated on volume, quality and a weighting (previously the cost factor which reflected the variable non-staff resources required to carry out research in different subject areas). This is calculated at each of the 36 units of assessment for each institution and then summed.
- REGb is a contribution towards meeting full economic costs (fEC) for Research Council UK (RCUK) and other competitively funded research and is allocated in proportion to the amount of **non-Charity** income each institution receives (i.e. if an institution secured 10% of Scotland's research income they would be allocated 10% of this element of the REG grant).
- REGc is a contribution towards meeting fEC for **charity** funded research and, as in REGb, is allocated in proportion to the amount of competitively-won charity research income each institution receives.

The REGa element is worth £167 million to the sector in 2017/18, with the REGb worth £40 million, and the REGc worth £25 million.

REGa explained

As the two major drivers of REG distribution, a fixed proportion of the REG is allocated on the basis of 'Quality and Volume' – with appropriate subject weights (previously known as 'cost factor' weights):

- the Volume factor, which is a key element in funding distribution, is determined by the number of academic staff active in the research;
- the Quality factor informs distribution of funds based on the research quality profile of departments including 1*, 2*, 3*, 4* and unrated (unclassified) submissions. Quality ratings are weighted in a non-linear funding formula to give preferential reward to high quality research and uses 5 weighted bands. Unclassified, 1* and 2* research have no weighting in funding terms while 4* and 3* research weightings are applied at 3.11:1 (a change from the 3:1 differential which applied in 2014/15).

4 Research Excellence Framework (REF)

The Research Excellence Framework (REF) is the new system for assessing the quality of research in UK higher education institutions. The outputs of REF inform the selective allocation of research funding to higher education institutions, and provide benchmarking information which establishes institutions' reputation in research, as well as providing a means of demonstrating accountability and relevance of public investment in research.

The Research Excellence Framework (REF2014) replaced the Research Assessment Exercise (RAE). The REF, which was developed by the four UK funding bodies, assessed the research quality of UK higher education institutions covering the period from 2008 to 2013 with the assessments to inform the distribution of research funding to institutions from 2015/16 onwards, until the period of the next REF exercise in around 2020.

In REF2014, institutions were invited to make submissions across 36 Units of Assessment (subject areas) and the REF results were published nationally in December 2014. The REF results were based on three measures: 'Outputs' (accounting for 65% of the overall result); Impact (accounting for 20% of the overall result); and Environment (accounting for 15% of the overall result).

Output, assessed through a process of peer review, is assessed for quality against the criteria of '*originality, significance and rigour*' and included review of the products of any form of research, including publications and other forms of dissemination (e.g exhibited material). Impact is judged to be the effect on, change or benefit to the wider economy, society and culture etc beyond academia and was assessed in terms of '*reach and significance*' of those impacts. The Environment measure refers to the strategy, resources and infrastructure that support research. The research environment was assessed in terms of its '*vitality and sustainability*' *assessing information on research income, infrastructure and facilities, collaborations, support for research staff and students etc.*

Institutional REF results set out for each relevant Unit of Assessment and, within those, for each of the three measures of Output, Impact and Environment, the percentage of the submission meeting the standard for 4*, 3* 2* 1* and unclassified.

Further information on the REF is available at:

<http://www.sfc.ac.uk/research/REsearchExcellence/ResearchExcellenceFramework.aspx>

Information about Heriot-Watt University's REF2014 results is available at:

<https://www.hw.ac.uk/research/ref.htm>

5 Research funding: the 'dual support' system

Research in the higher education sector is funded primarily by the Government, with additional funding provided via charities, international sources and the private sector. The bulk of public funding comes from the Department for Business, Innovation and Science (BIS), which funds research from its science and higher education budgets.

A system of what is known as 'dual funding support' exists to support higher education research in the UK. Funding is provided by the twin routes of institutional block grants from the relevant main grant awarding body (in Scotland, the Scottish Funding Council) – based on periodic quality assessment reviews (REF) and from UK Funding Councils - through funding won in peer reviewed competition. The UK Research Council system comes under the statutory control of the Department for Business Innovation & Skills.

This division of funding between main grant funding bodies and Research Councils in the UK has its origins in the 'Haldane Principle' which is based on the idea that decisions about the allocation of funding to support research ought to be made by researchers independently from government. Research Council funding is won through open competition, supported by expert peer review on the basis of grants to support specific research projects and programmes of research.

There are seven Research Councils that fall under the strategic partnership grouping represented by Research Councils UK (RCUK):

- Arts and Humanities Research Council (AHRC),
- Biotechnology and Biosciences Research Council (BBSRC),
- Economic and Social Research Council (ESRC),
- Engineering and Physical Sciences Research Council (EPSRC),
- Natural Environment Research Council (NERC),
- Medical Research Council (MRC) and
- Science and Technology Facilities Council (STFC).

The EPSRC is by far the largest Research Council funder of competitively won research grants to Heriot-Watt University.

The RCUK homepage is at: <http://www.rcuk.ac.uk/>

The Research Information Network, which is a policy unit funded by the UK higher education funding councils, the seven research councils and the three national libraries publishes information which explains research policy and practice in the UK: <http://www.rin.ac.uk> This includes a publication explaining the dual support system in more detail:

<http://www.rin.ac.uk/our-work/research-funding-policy-and-guidance/making-sense-research-funding-uk-higher-education>

6 Transparent Approach to Costing (TRAC)

'Transparent Approach to Costing' (TRAC) was introduced across the higher education sector in 1999 as a government accountability requirement. TRAC has continued to develop over the years since its introduction and it has become the standard method adopted in the UK for costing higher education. It was introduced in order to calculate the full economic cost (fEC) of research and consultancy projects undertaken in UK higher education institutions, thus helping to ensure that these activities are undertaken on a financially sustainable basis. TRAC was later extended to include costing of teaching activity (TRAC(T)) – which enables analyses of publicly and non-publicly funded teaching activity.

The outputs of TRAC and TRAC(T) inform the value of grants made by funding councils and other government sources and inform the prices that institutions set for work undertaken for their sponsors.

Higher education institutions are required to make annual TRAC and TRAC(T) returns to their respective Funding Councils annually. Returns are normally made at the end of January each year. The University's TRAC and TRAC(T) returns are informed by the outputs of annual collection of information from academic units (in the case of Heriot-Watt, each School) on how academic staff time is utilised across the relevant categories of teaching, research, other income earning activities (e.g. consultancy/other commercial work) and general activities (administrative support that cannot be related to just one of the other categories).

Further information on TRAC is available on the HEFCE website at:
http://www.hefce.ac.uk/funding/finsustain/trac/#TRAC_Guidance

A guidance document '[TRAC – A guide for senior managers and governing body members](#)' published by the TRAC Development Group in 2015 is available at:
<http://www.hefce.ac.uk/funding/NEWFINSUSTAIN/finsustain/pubs/02062015/>

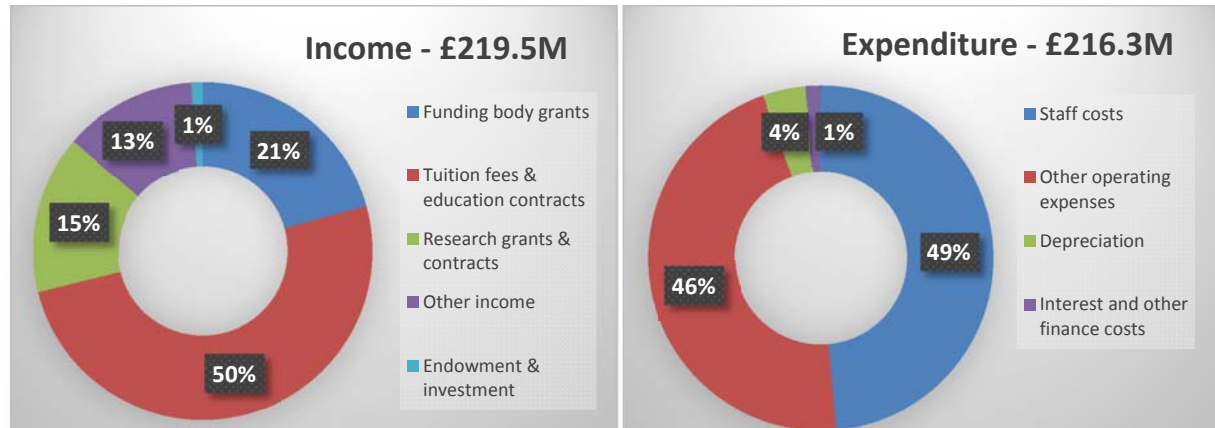
The Heriot-Watt TRAC Development and Resource Modelling Group reports to the University Executive and has oversight of TRAC implementation within the University.

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24 UNIVERSITY FINANCE

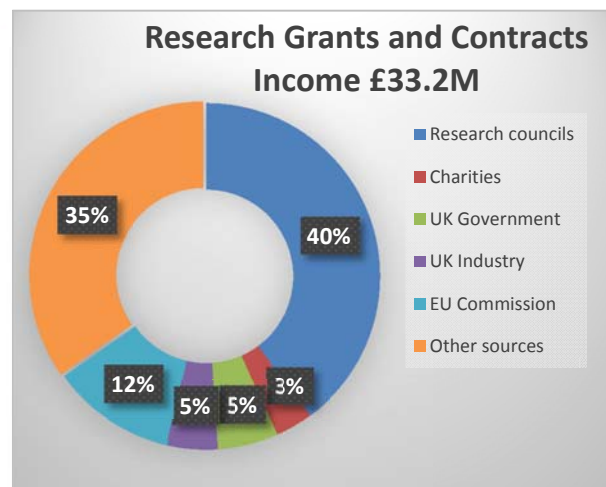
1 Income and Expenditure

The following charts show overall income and expenditure, and a breakdown of income from Research Grants and Contracts for the financial year 2015-16 (Source: published Annual Accounts and Financial Statements).



'Other income' includes income from residences, catering and conferences, other commercial income, royalties, donations, release of deferred capital grants and income from governments and other funding bodies.

'Tuition Fees and education contracts' income includes tuition fees from UK/EU students (£17.4M), tuition fees from Rest of UK students (£12.2M), non-European students (£61.0M) and income from higher education contracts, research training support grants, short course fees, examination and graduation fees (£3.6M).



The Court approves the Annual Accounts and Financial Statements report at its meeting in December. The approved accounts must be submitted to the Scottish Funding Council by the end of December each year. The most recently approved and published report and earlier reports can be found at:

<https://www.hw.ac.uk/services/docs/annual-accounts-2016.pdf>

2 Budget planning/monitoring

Budgets are set in the context of the University's strategic and operational planning processes. These are described in **section 3** of this handbook.

The Planning/Budgeting team, led by the Vice-Principal, undertakes twice-yearly planning round meetings with all planning units to develop the budget for the coming year and planning assumptions for the subsequent four years. The University's financial year runs from 1 August until 31 July and the budget for the forthcoming financial year and financial forecasts/plans are finalised and approved by the Court in June. The budget and financial plans are approved by the University Executive, the Finance Committee and Court before being submitted to the Scottish Funding Council at the end of June each year in the form of the Strategic Plan Forecast (SPF).

The University's financial position is reviewed monthly by the Professional Services Leadership Board, with full Management Accounts being reviewed on a quarterly basis by the University Executive, and at each

meeting of the Finance Committee. In addition to ongoing monthly monitoring and revision to projected outturns, all Planning Units, with the support of their respective Financial Controllers undertake and report on more detailed quarterly reviews of financial performance including budget phasing and out-turns.

3 Financial Regulations

The University's current [Financial Regulations](http://www.hw.ac.uk/reference/financial/regulations.pdf) are available at the following link.
<http://www.hw.ac.uk/reference/financial/regulations.pdf>

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25 FREEDOM OF INFORMATION

Universities are designated “public authorities” under the terms of the Freedom of Information (Scotland) Act 2002 (The Act). The Act gives a general statutory right of access to all types of recorded information in all formats and of any age held by the University.

Under the terms of the Act, the University must maintain a ‘Publication Scheme’. This sets out those classes of information that the University commits to publish routinely, and advises on how the information can be accessed. This guide to information also contains details of the environmental information that the University routinely makes available under Environmental Information (Scotland) Regulations 2004 (the EI(S)Rs).

Heriot-Watt University has adopted the Model Publication Scheme for public bodies produced by the Scottish Information Commissioner, who is responsible for enforcing FOISA.

The Secretary of the University has overall responsibility for meeting the University’s Publication Scheme and other FOI obligations. The University’s Director of Governance and Legal Services, and the FOI Co-ordinator, Ms Ann Jones, Head of Heritage & Information Governance, are responsible for ensuring, on behalf of the Secretary, that the University is in compliance with the Act.

Information about the Court including, inter alia, Court agendas and minutes and the Register of Interests of Governors which is maintained by the Secretary of the University, form part of the University’s Publication Scheme, and are therefore freely available on request.

The minutes of court are written with public access in mind and arrangements are made as soon as possible following the meeting of Court at which these are approved to post them on the University’s website. It may be determined on occasion that an item in the minutes is exempt from public disclosure because it falls within one of the 17 areas of exemption provided for in the Act. These “reserved” sections will be clearly highlighted in the minutes and will be excluded from the web-published version. The decision as to whether the minutes of a meeting of Court prior to these reaching an approved status or papers of Court at any stage in their lifespan may be released in response to an FOI request, rests with the Secretary of the University. Court members should treat Court papers as confidential and refer to the guidance provided in the 'Conduct of Court members' section in this handbook and the section on confidentiality contained within the Ethical Business: Conflict of Interest Policy for Governors.

An earlier section of the Handbook 'Court minutes and Freedom of Information' provides more detailed guidance on the management of committee documents in the context of Freedom of Information legislation.

Further information on Freedom of Information and access to the University’s [Publication Scheme](#) is available at:

<https://www.hw.ac.uk/services/heritage-information-governance/access/foi/publication-scheme-.htm>

[The FOI \(Scotland\) Act](#) is available at:

<http://www.opsi.gov.uk/legislation/scotland/acts2002/20020013.htm>

See also information published by the [Office of the Scottish Information Commissioner](#) at:

<http://www.itspubliknowledge.info/home/ScottishInformationCommissioner.asp>

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26 DATA PROTECTION

The University needs to obtain and process certain information about its employees, students and other users to allow it to register students, organise courses, recruit and pay staff and comply with its legal obligations to funding bodies and the government etc. Information must be collected and used fairly, stored safely and not disclosed to any other person unlawfully. To do this the University must apply with the Data Protection Principles which are set out in the Data Protection Act 1998. In summary these state that personal data shall:

- be obtained and processed fairly and lawfully and shall not be processed unless certain conditions are met;
- be obtained for a specified and lawful purpose and shall not be processed in any manner incompatible with that purpose;
- be adequate, relevant and not excessive for those purposes;
- be accurate and kept up to date;
- not be kept for longer than is necessary for that purpose;
- be processed in accordance with the data subject's rights;
- be kept safe from unauthorised access, accidental loss or destruction;
- not be transferred to a country outside the European Economic Area unless that country has equivalent levels of protection for personal data.

The University's [Data Protection Policy](#) is available at:

<http://www.hw.ac.uk/documents/heriot-watt-university-data-protection-policy.pdf>

The [Data Protection Act](#) is available at: <http://www.legislation.gov.uk/ukpga/1998/29/contents>

The [Malaysia Personal Data Protection Act 2010](#) is available at:

<http://www.kkmm.gov.my/pdf/Personal%20Data%20Protection%20Act%202010.pdf>

The University is currently working to ensure that it is ready to comply fully with the new General Data Protection Regulation (GDPR) which will be introduced from 25 May 2018 and establishes a new benchmark for international privacy laws. The regulation sets higher standards around consent, the rights of consumers to data portability, establishes mandatory data breach reporting and introduced much larger fines for organisations who are found to be in breach.

The Information Commissioners Office provides guidance on GDPR at:

<https://ico.org.uk/for-organisations/data-protection-reform/overview-of-the-gdpr/>

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27 EQUALITY AND DIVERSITY

1 Equality Outcomes

Heriot-Watt University embraces a positive attitude towards the promotion of equality and diversity and takes pride in its efforts to create a working, educational and social atmosphere which is inclusive of everyone. The University takes a holistic approach to equality, and aims to establish and maintain an open and accessible working and learning environment where students and staff are able to reach their full potential.

In 2013, the University published its Equality Outcomes covering the period 2013-2017. The Equality Outcomes are articulated in four overarching outcomes created to have impact across the entire equality and diversity agenda. The Outcomes are an ambitious statement of where the University will be in 2017. They impact across all those protected characteristics prescribed by the Equality Act 2010. The Equality Outcomes are designed: to create improved measures; to enhance reporting; to increase awareness and skills; and to deliver a culture of inclusion for all.

Consistent with obligations under the Equalities Act 2010, in 2013 the University also published Pay Gap information and an Equal Pay Statement, as well as a Mainstreaming Equality Report. In April 2015 the University published the mid-point position in relation to each of these reports covering a four year horizon. All of the above reports are available at the University's Equality and Diversity webpages at: <https://www.hw.ac.uk/services/equality-diversity.htm>

[The Equality Act 2010](http://www.legislation.gov.uk/ukpga/2010/15/contents) is available at: <http://www.legislation.gov.uk/ukpga/2010/15/contents>

2 Athena SWAN

The Athena SWAN Charter was established in 2005 by the UK's Equality Challenge Unit (ECU) to encourage and recognise commitment to advancing the careers of women in science, technology, engineering, maths and medicine (STEMM) employment in higher education and research.

In May 2015, the charter was expanded to recognise work undertaken in arts, humanities, social sciences, business and law (AHSSBL), and in professional and support roles, and for trans staff and students. The charter now recognises work undertaken to address gender equality more broadly, and not just barriers to progression that affect women.



The University successfully renewed its institutional Athena SWAN Bronze award in 2017. Bronze awards have previously been held by the University between 2007 and 2011, and between 2013 and 2017.

All of the University's STEM (science, technology, engineering and mathematics) Schools hold an Athena SWAN Bronze award. The University has an action plan in place for delivery by 2020 when it hopes to be in a position to apply for an Athena SWAN Silver Award.

Further information about [Athena SWAN](http://www.ecu.ac.uk/equality-charters/athena-swan/) is available at: <http://www.ecu.ac.uk/equality-charters/athena-swan/>

Information about Heriot-Watt's Athena SWAN activities is available at: <https://www.hw.ac.uk/services/equality-diversity/athena-swan/index.htm>

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28 KEY INTERNAL REFERENCE DOCUMENTS AND WEBSITES

Key Internal Documents

Charter & Statutes: <http://www1.hw.ac.uk/ordinances/charter-and-statutes.htm>

Ordinances & Regulations: <http://www1.hw.ac.uk/ordinances/>

Constitutional Framework ‘Definitions Document’:
<https://www.hw.ac.uk/services/docs/Constitutional-Framework-Definitions-Document-Update-May-2017-including-Appendices.pdf>

Financial Regulations: <https://www.hw.ac.uk/documents/financial-regulations.pdf>

‘Global Thinking, Worldwide Influence’: Strategic Plan: <https://www.hw.ac.uk/documents/strategic-plan.pdf>

Human Resources Strategy: <http://www1.hw.ac.uk/hr/strategy.php>

International Strategy: <https://www.hw.ac.uk/documents/heriot-watt-international-strategy.pdf>

Annual Accounts and Financial Statements (year ended 31 July 2016):
<https://www.hw.ac.uk/services/docs/annual-accounts-2016.pdf>

Key Administrative Contacts: <https://www.hw.ac.uk/documents/management-structures.pdf>

Freedom of Information: <https://www.hw.ac.uk/services/heritage-information-governance/access/freedom-information.htm>

Heriot-Watt Edinburgh Campus Maps: <https://www.hw.ac.uk/documents/edinburgh-campus-map.pdf>

Campus Guides: <https://www.hw.ac.uk/uk/edinburgh.htm>
(Includes history of the estate, walks, tree trail, landscape trail, art trail and bird trail)

A web-page sign-posting University publications is at:
<https://www.hw.ac.uk/about/profile/publications.htm>

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29 UNIVERSITY POLICIES AND PROCEDURES

University Policies and Procedures are available on the University's website and may be accessed via the links provided below.

Policies of direct relevance to Court / Court Committee members	Ethical Business: Conflict of Interest Policy	https://www.hw.ac.uk/services/docs/ethicalbusinessconflictinterestpolicy.pdf
	Attendance and Participation Policy	https://www.hw.ac.uk/services/docs/court-attendance-policy.pdf
	Travel and Expenses Policy	https://www.hw.ac.uk/services/docs/TravelandExpensesPolicyOctober2016_Redacted.pdf
Equality & Diversity	The University's Equality and Diversity Policy is available at:	https://www.hw.ac.uk/services/docs/EDPDecember2013.pdf
Ethical Business: Bribery Prevention	The University's Ethical Business: Bribery Prevention Policy is available at:	https://www.hw.ac.uk/documents/ethical-business-bribery-prevention-policy.pdf
Finance, Procurement and Insurance	Finance, Procurement and Insurance Policies and Procedures are listed at:	https://www.hw.ac.uk/about/policies.htm
Health & Safety	Health and Safety related Policies and Procedures are listed at:	https://intranet.hw.ac.uk/ps/gls/safety/Pages/University-Health-and-Safety-Policy.aspx
Human Resources	Human Resources Policies and Procedures are listed at:	https://www.hw.ac.uk/services/human-resources/human-resources-policies.htm
Information Governance & IT	Information security, Data Protection and Records Management related Policies and Procedures are listed at:	https://www.hw.ac.uk/about/policies.htm
Learning & Teaching	Learning and Teaching related Policies and Procedures are listed at:	https://www.hw.ac.uk/services/academic-registry/quality/learning-teaching/policy-bank.htm
Research & Knowledge Transfer	Research & Knowledge Transfer Policies and Procedures are listed at:	https://www.hw.ac.uk/about/policies.htm
Student Support	Student support related Policies and Procedures are listed at:	https://www.hw.ac.uk/about/policies.htm

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30 KEY EXTERNAL DOCUMENTS AND WEBSITES

1 General governance guidance

'Scottish Code of Good Higher Education Governance'

<http://www.scottishuniversitygovernance.ac.uk/>

Committee of University Chairs (CUC) : <http://www.universitychairs.ac.uk/>

The **Leadership Foundation for Higher Education**: <https://www.lfhe.ac.uk/> provides a wide range of publications of interest to University Court and Court committee members. Examples from the popular 'Getting to Grips' range include the following:

- Getting to Grips with Being a New Governor
- Getting to Grips with Procurement
- Getting to Grips with Risk
- Getting to Grips with Human Resources Management
- Getting to Grips with Finance
- Getting to Grips with Estate and Infrastructure
- Getting to Grips with Research and Knowledge Transfer
- Getting to Grips with Internationalisation
- Getting to Grips with Information and Communications Technology
- Getting to Grips with Academic Standards, Quality and the Student Experience
- Getting to Grips with Sustainability

LFHE publications now require membership log in. Should any Court or Court committee member wish a copy of an LFHE publication contact should be made with Lisa Herlihy in the Secretariat (L.Herlihy@hw.ac.uk) who will download and forward on to the member in a pdf format.

Office of the Scottish Charity Regulator (OSCR): <http://www.oscr.org.uk/>

1 Performance and regulatory guidance

Financial Memorandum (SFC):

<http://www.docs.sasg.ed.ac.uk/GaSP/Governance/FinancialMemo.pdf>

Outcome Agreements (SFC):

<http://www.sfc.ac.uk/funding/OutcomeAgreements/OutcomeAgreementsOverview.aspx>

Quality Assurance Agency (ELIR reports): <http://www.qaa.ac.uk/reviews-and-reports>

REF2014: <http://www.ref.ac.uk/>

Scottish National Performance Framework (Scottish Government):

<http://www.gov.scot/About/Performance/scotPerforms>

Scottish Information Commissioner:

<http://www.itspublicknowledge.info/home/ScottishInformationCommissioner.aspx>

Statement of Recommended Practice: Accounting for Further and Higher Education (SORP) guidelines. <http://www.fehecorp.ac.uk/>

3 Sector representative bodies

Universities Scotland: <http://www.universities-scotland.ac.uk/>

Universities UK: <http://www.universitiesuk.ac.uk/Pages/default.aspx>

Universities and Colleges Employers Association: <http://www.ucea.ac.uk/>

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31 KEY AREAS OF LEGISLATION

[Charities and Trustee Investment \(Scotland\) Act 2005](http://www.legislation.gov.uk/asp/2005/10/contents)

<http://www.legislation.gov.uk/asp/2005/10/contents>

[Counter-Terrorism and Security Act 2015](http://www.legislation.gov.uk/ukpga/2015/6/part/5/enacted)

<http://www.legislation.gov.uk/ukpga/2015/6/part/5/enacted>

[The Data Projection Act 1998](http://www.legislation.gov.uk/ukpga/1998/29/contents) <http://www.legislation.gov.uk/ukpga/1998/29/contents>

[Equality Act 2010](http://www.legislation.gov.uk/ukpga/2010/15/contents) <http://www.legislation.gov.uk/ukpga/2010/15/contents>

[The 1994 Education Act](http://www.legislation.gov.uk/ukpga/1994/30/data.pdf) <http://www.legislation.gov.uk/ukpga/1994/30/data.pdf>

[Ethical Standards in Public Life etc. \(Scotland\) Act 2000](http://www.opsi.gov.uk/legislation/scotland/acts2000/20000007.htm)

<http://www.opsi.gov.uk/legislation/scotland/acts2000/20000007.htm>

[Freedom of Information \(Scotland\) Act 2002](http://www.opsi.gov.uk/legislation/scotland/acts2002/20020013.htm)

<http://www.opsi.gov.uk/legislation/scotland/acts2002/20020013.htm>

[Further & Higher Education \(Scotland\) Act 2005](http://www.opsi.gov.uk/legislation/scotland/acts2005/20050006.htm)

<http://www.opsi.gov.uk/legislation/scotland/acts2005/20050006.htm>

[Health & Safety at Work Act 1974](http://www.hse.gov.uk/legislation/hswa.htm) <http://www.hse.gov.uk/legislation/hswa.htm>

[Higher Education Governance \(Scotland\) Act 2016](http://www.legislation.gov.uk/asp/2016/15/contents/enacted)

<http://www.legislation.gov.uk/asp/2016/15/contents/enacted>

[Post-16 Education \(Scotland\) Act 2013](http://www.legislation.gov.uk/asp/2013/12/pdfs/asp_20130012_en.pdf)

http://www.legislation.gov.uk/asp/2013/12/pdfs/asp_20130012_en.pdf

[Public Finance and Accountability \(Scotland\) Act 2000](http://www.opsi.gov.uk/legislation/scotland/acts2000/20000001.htm)

<http://www.opsi.gov.uk/legislation/scotland/acts2000/20000001.htm>

[The Public Interest Disclosure Act 1998 \(Whistleblowing\)](http://www.legislation.gov.uk/ukpga/1998/23/contents)

<http://www.legislation.gov.uk/ukpga/1998/23/contents>

[Scottish Public Services Ombudsman Act 2002](http://www.opsi.gov.uk/legislation/scotland/acts2002/20020011.htm)

<http://www.opsi.gov.uk/legislation/scotland/acts2002/20020011.htm>

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32 ACRONYMS

This list of abbreviations refers to terms used throughout the Handbook and also incorporates acronyms used within the University.

ABRC	Advisory Board for the Research Council
ACU	Association of Commonwealth Universities
AE	Academic Enhancement
AET	Academic Enhancement Team
AGM	Annual General Meeting
AHRB	Arts and Humanities Research Board
AHRC	Arts and Humanities Research Council
AHUA	Association of Heads of University Administrators
ALP	Approved Learning Partner
AMR	Annual Monitoring and Review
ANA	Audit Needs Assessment
AP	Assistant Principal
APMR	Annual Partner Monitoring and Review
ARC	Audit & Risk Committee
AUA	Association of University Administrators
AUDE	Association of University Directors of Estates
BBSRC	Biotechnology and Biosciences Research Council
BC – ECS	British Council – Education Counselling Service
BGS	British Geological Survey
BoM	Board of Management
CAPS	Common Assessment & Progression System
CATS	Credit Accumulation and Transfer Schemes
CEC	Court Emergency Committee
CERT	Centre for Economic Reform and Transformation
CERT	City of Edinburgh Rapid Transport
CIHE	Council for Industry and HE
CJNCC	Combined Joint Negotiating & Consultative Committee
CLA	Copyright Licensing Authority
CMPT	Centre for Marine & Petroleum Technology
CC	Campus Committee
CRG	Constitutional Review Group
CSC	Committee of Scottish Chairs
CSMB	Campus Services Management Board
CSU	Careers Services Unit (Higher Education)
CUC	Committee of University Chairs
DBA	Doctorate of Business Administration
DDL	Distance and distributed learning
DL	Distance Learning
DP	Deputy Principal
DP (E&SD)	Deputy Principal (Engagement & Staff Development)
DP (E&B)	Deputy Principal (Enterprise & Business)
DP (L&T)	Deputy Principal (Learning & Teaching)
DP (R&I)	Deputy Principal (Research & Innovation)
DTI	Department of Trade and Industry
EBS	Edinburgh Business School
ECA	Edinburgh College of Art
EDAG	Equality & Diversity Group
EGIS	(School of) Energy, Geosciences, Infrastructure & Society
EICC	Edinburgh International Conference Centre
EIS	Education Institute of Scotland
ELIR	Enhancement Led Institutional Review
ELLP	Edinburgh Lifelong Learning Partnership
EPSRC	Engineering and Physical Sciences Research Council
ERDF	European Research & Development Funds
ESF	European Structural Funds
ESRC	Economic and Social Research Council

FC	Finance Committee
fEC	Full economic cost
FF	Forum for the Future
FOI	Freedom of Information
FRC	Financial Reporting Council
GHW	George Heriot Wing
GNC	Governance & Nominations Committee
HAST	Heriot-Watt Academic Staff Time Survey
HEBE	Higher Education Business Enterprises
HEFCE	Higher Education Funding Council for England
HEFCW	Higher Education Funding Council for Wales
HESA	Higher Education Statistics Agency
HESDA	Higher Education Staff Development Agency
HNB	Hugh Nisbet Building
HoD	Head of Department
HoS	Head of School
HRB	Humanities Research Board
HSC	Health & Safety Committee
HWT	Heriot-Watt Trading Limited
HWU	Heriot-Watt University
HWUD	Heriot-Watt University Dubai
HWUM	Heriot-Watt University Malaysia
HWUSU	Heriot-Watt University Student Union
IAS	Internal Audit Service
ICIT	International Centre for Island Technology – Orkney
ICMS	International Centre for Mathematical Sciences
ICPD	Institute for Continuing Professional Development
IDL	Independent Distance Learning
IEE	Institute of Electrical Engineers
ILT	Institute for Learning & Teaching
IPR	Intellectual Property Rights
ISLI	Institute of Systems Level Integration
ITI	Institute of Translation and Interpreting
ITL	Innovation in Teaching & Learning
JCAPS	Joint Consultative & Advisory Committee on Purchasing
JCPSG	Joint Costing & Pricing Steering Group
JISC	Joint Information Systems Committee
JPPSG	Joint Procurement Policy & Strategy Group
JWC	James Watt Centre
KE	Knowledge Exchange
KT	Knowledge Transfer
LAN	Locally Accessed Network
LBB	Lord Balerno Building
LEAPS	Lothian Equal Access Programme for Schools
LFHE	Leadership Foundation for Higher Education
LHH	Leonard Horner Hall
LL	Lifelong Learning
L&T	Learning & Teaching
LTB	Learning & Teaching Board
LTC	Learning Technology Centre
LTSN	Learning & Teaching Support Network
MA/BA/BSc	Master / Bachelor of Arts / Bachelor of Science
MACS	School of Mathematical & Computer Sciences
MBA	Master of Business Administration
MOB	Malaysia Oversight Board (disestablished)
MPhil	Master of Philosophy
MRC	Medical Research Council
NAO	National Audit Office
NCC	National Curriculum Council
NDPB	Non-Departmental Public Body
NERC	National Environment Research Council

NESTA	National Endowment for Science, Technology and the Arts
NMI	National Microelectronics Institute
NUS	National Union of Students
OECD	Organisation for Economic Co-operation & Development
OSCR	Office of the Scottish Charity Regulator
OST	Office of Science and Technology
OU	Open University
PAG	Principal's Advisory Group
PG	Postgraduate
PGI	Postgraduate Institute
PGR	Postgraduate Research (Study/student)
PGT	Postgraduate Taught (Course/student)
PhD	Doctor of Philosophy
POC	Proof of Concept
PPARC	Particle Physics and Astronomy Research Council
PSLB	Professional Services Leadership Board (formerly Secretary's Board)
PURE	Research Information System
QAA	Quality Assurance Agency
QAAS	Quality Assurance Agency Scotland
QR	Quality Review
R&DS	Research & Development Society
RAC	Riccarton Advisory Council
RAE	Royal Academy of Engineering
RAE	Research Assessment Exercise
RAE/RA	Royal Academy of Edinburgh/London
RC	Remuneration Committee
RCI	Research Careers Initiative
REF	Research Excellence Framework
RES	Research and Enterprise Services
RKE	Research & Knowledge Exchange
RKEB	Research & Knowledge Exchange Board
RSE	Royal Society of Edinburgh
RPMSG	Risk & Project Management Strategy Group
RUK	Rest of the UK
SAS	Student Administration System
SBC	Scottish Borders Campus
SBC	Scottish Borders Council
SCDI	Scottish Council for Development & Industry
SCEE	Scottish Centre for Engineering Excellence (Rosyth)
SCHOLAR	Scottish Common Higher Open Learning & Access Resources
SCOTCAT	Scottish Credit Accumulation & Transfer Scheme
SCOTVEC	Scottish Vocational Education Council
SE	Scottish Enterprise
SE	Scottish Executive
SEB	Scottish Examination Board
SEPA	Scottish Environmental Protection Agency
SET	Science, Engineering & Technology
SFC	Scottish Funding Council
SC	Staff Committee
SCIBE	Senate Committee for Interim Business and Effectiveness
SDI	Scottish Development International
SDS	Skills Development Scotland
SFC	Scottish Funding Council
SIE	Scottish Institute for Enterprise
SISE	Scottish Institute for Social Entrepreneurship
SISTech	Scottish Institute for Sustainable Technology
SLS	School of Life Sciences
SMI	Scottish Manufacturing Institute
SML	School of Management & Languages (now School of Social Sciences)
SoSS	School of Social Sciences
SPSO	Scottish Public Services Ombudsman

SPF	Strategic Plan Forecast
SQA	Scottish Qualifications Authority
SORP	Statement of Recommended Practice
SRUC	Scotland's Rural College
STD	School of Textiles and Design
STUC	Scottish Trade Union Congress
SURPC	Scottish Universities Research Policy Consortium
SWAP	Scottish Wider Access Programme
SWG	Strategy Working Group
TEX	School of Textiles & Design
TRAC	Transparent Approach to Costing
UCAS	Universities and Colleges Admissions Service
UCEA	Universities and Colleges Employers Association
UCoSDA	Universities and Colleges Staff Development Agency
UCLT	University Committee for Learning and Teaching
UCQS	University Committee for Quality and Standards
UCRI	University Committee for Research and Innovation
UE	University Executive
UG	Undergraduate
UHI	University of Highlands & Islands
US	Universities Scotland
USS	University Superannuation Scheme
UUK	Universities UK
VLE	Virtual Learning Environment
VMG	Vacancy Management Group
VP	Vice-Principal
WISSET	Women in Science, Engineering & Technology

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