

COURT**Minutes**

In the Chair:	Dame Frances Cairncross	Date of Meeting: 26 June 2017
Present also:	Ms Aashna Bakshi Professor Patrick Corbett Mr Diarmuid Cowan Ms Trish Gray Dr Amos Haniff Mr Grant Innes Professor Julian Jones Ms Morag McNeill Professor John Perkins	Ms Jane Queenan Ms Dorothy Shepherd Mr Tom Stenhouse Ms Jandy Stevenson Mr Tony Strachan Professor Ian Wall Mr Graham Watson Ms Rio Watt Professor Richard Williams
Officer in attendance:	Ms Ann Marie Dalton-Pillay Professor Gill Hogg Mr Andrew Menzies (via Skype)	Dr Gillian Murray Professor John Sawkins
Others in attendance:	Ms Ruth Moir (for item M17/91) (by Skype)	Ms Lorna Kirkwood-Smith (minutes)

M17/85 WELCOME

The Chair welcomed the following:

- Ms Aashna Bakshi, who was attending her first meeting of the Court since being appointed as the Student Union Vice-President (Wellbeing);
- Mr Andrew Menzies, who joined the meeting via Skype; and
- Ms Ruth Moir, who joined the meeting via Skype for discussion on item M17/91.

M17/86 APOLOGIES

Apologies were received from the following members: Ms Tracey Ashworth-Davies; Ms Lucy Conan; Mr Andrew Milligan; Professor Isabelle Perez; and Professor James Ritchie, and from the following who were invited to be in attendance at the meeting: Professor Bob Craik; Professor Ammar Kaka; Professor Garry Pender; and Ms Sue Collier.

M17/87 MINUTES OF THE PREVIOUS MEETINGS

The Court approved as an accurate record the minutes of the meetings held on 3 March 2017 and 19 May 2017, subject to the following changes: inclusion of Mr Graham Watson in the list of members present at the 3 March meeting; correction of the date of the Finance Committee meeting referred to on page four of the 19 May minutes; and correction of a few minor typos in the minutes which had been identified by the Deputy Chair of Court.

M17/88 DECLARATION OF INTERESTS

The Chair of Court invited declarations of interest. No declarations were received.

M17/89 MATTERS ARISING**89.1 Consultation on the revised Scottish Code of Good Higher Education Governance**

The Secretary of the University thanked those Court members who had contributed comments to help form the University's response to the public consultation on the draft revised Scottish Code of Good Higher Education Governance. A submission had been made via Universities

Scotland by the deadline date of 21 June 2017. In the internal consultation with the Senate, no comments on the draft revised Scottish Code had been received from Senate members.

The Deputy Chair of Court reported that the review group responsible for work on the Scottish Code would have a first meeting on 27 June to consider responses to the public consultation.

89.2 Governors' Liability Insurance

The Secretary of the University encouraged Court members, who had not already done so, to submit statements in response to the recent call in relation to Governors' Liability Insurance. Responses should be made by 26 June 2017, including confirmed "nil" returns.

89.3 EU citizen / international staff

The Principal reported that the position of EU citizens currently resident in the UK remained uncertain, although there had been some recent indications of intent from the UK government. The University remained committed to providing support to EU staff members of the University. As reported in the Principal's June 2017 report to the Court, the University had made, and would continue to make, provisions to support its international colleagues; in this respect support had been provided also by the Westwood Organisation.

M17/90 REPORT FROM THE FINANCE COMMITTEE (Paper Ct7/17/19)

The Court received a report from the Finance Committee, presented by the Committee Chair, which related to the meetings of the Committee held on 25 April and 6 June 2017. The Four-Year Financial Plan 2017 to 2021 was presented for approval; all other items were presented for information, including the Management Accounts with the Group Financial Dashboard for the period to 30 April 2017 (third-quarter).

90.2 Reserved section (Ref Sections 30, 33 FOI(S)A.)

The Court approved the Four-Year Financial Plan 2017/18 to 2020/21 for onward submission to the Scottish Funding Council by the end of June 2017.

The Court agreed the new Strategic Plan from 2018/19 should be a focus of discussion at the meeting of the Court in September 2017.

M17/91 DUBAI CAMPUS PROJECT (Oral report)

Reserved section (Ref: sections 30, 33, FOI(S)A.)

M17/92 COURT EFFECTIVENESS REVIEW 2016/17 (Paper Ct7/17/28)

The Court received and noted the report of the 2016/17 Court Effectiveness Review which was presented by the Deputy Chair of Court. It was noted that a detailed discussion of the outcomes would be considered by the Governance & Nominations Committee prior to a fuller discussion taking place at the Court in September 2017. It had been intended at the June Court meeting to flag the key issues emerging from the review, providing Court members who had contributed to the survey with an early report of the outcomes. The Deputy Chair confirmed that the report was informed by the quantitative outcome of the Effectiveness Review survey and by interviews that he had conducted with every Court member.

The Deputy Chair of Court summarised the key findings as reported in the paper presented to the Court and confirmed that changes were already under way in relation to a few matters reported. In other respects work remained to be done, for example, through further discussion with the Principal and the Secretary of the University, to consider ways in which the link between Court discussions and the University's vision and strategy can be made clearer. This should include clarification on the relationship between and the sequential placing of the Four-Year Financial Plan and the new Strategic Plan from 2018 onwards. Developments should

also be explored which help to promote open exchange of views from across the whole Court membership.

The Chair of Court asked that an updated report be presented for consideration at the meeting of the Court in September 2017. No points were raised at the meeting and it was agreed that, should Court members wish to raise any points, these should be directed to the Deputy Chair of Court within the next short period.

M17/93 REPORT FROM THE CHAIR OF COURT (Oral report)

The Chair of Court thanked Court members who had participated in one or more of the University's summer graduation ceremonies.

The Chair and a recently graduated member of the Court also relayed thanks on behalf of the Court to all staff members who had contributed to the success of the recent graduation ceremonies, most especially staff in the Academic Registry and in the Oriam Centre.

M17/94 REPORT FROM THE PRINCIPAL (Paper Ct7/17/18)

The Court received and noted a report presented by the Principal who summarised key topical items of news included in his report.

The Principal reported also on the recently announced national Teaching Excellence Framework (TEF) results in which Heriot-Watt University had been awarded a 'Silver' rating in relation to its teaching. The Deputy Principal (Learning & Teaching) confirmed that the rating would remain in place for a period of three years. The Deputy Principal confirmed the view that it had been right for the University to take the decision to be included in the 2017 TEF review and submit itself to the rigour of the TEF process. He explained that institutions that had achieved a 'Gold' rating were those who demonstrated not only strategic intent in relation to their learning and teaching and the learning and teaching environment, but who had been able to demonstrate impact in terms of resources committed and outcomes achieved. While Heriot-Watt had been able to demonstrate clearly the former, in terms of 'Gold' rating criteria, it presented an insufficiently strong case in relation to the latter. This was largely a reflection of the past pattern of investments directed at the student learning and teaching environment. The University was in the midst of a continuing programme of such investments; however, this followed a period when investments had been comparatively limited.

M17/95 DEVELOPING THE STUDENT LEARNING ENVIRONMENT AT HERIOT-WATT UNIVERSITY (Oral report)

The Court received and discussed a presentation given by the Head of Academic and Learner Services and Co-interim Director of Information Services and the Deputy Principal (Learning and Teaching) on the topic of 'Developing the Student Learning Environment at Heriot-Watt University'.

The Court noted in the report:

- how the University was enhancing the virtual and physical environments supporting the student learning experience;
- how intent and impact measures contributed to TEF ratings;
- the physical developments, completed, under way or planned at the Edinburgh Campus;
- the changing nature of library provision in the 21st century and what this means for the Edinburgh Campus Library. The challenges to be met related to the capacity of the library, changing and varying needs of students in relation to support for both individual and group study modes, and supporting IT and other facilities;
- the transition from paper-based to electronic learning resources;
- the development of the vision and implementation plans for student learning/study spaces;
- Learning Commons developments, the full study hub development in the James Watt Centre under way over the summer of 2017, and the planned investment of £6 million in the

Cameron Smail Library building over the next two years (planned with minimal disruption to services). This work would proceed over five phases from June 2017 to June 2019 creating a new total of more than 1,000 library study seats; and

- leading developments at other universities as points of reference.

In response to questions raised from Court members it was confirmed that:

- at the end of the next two year period, the study space provision in the Edinburgh Campus Library would be sufficient to meet demand; however, the need for yet more provision, will depend on any substantial additional growth in student numbers. It was noted that the Research & Innovation Centre project also incorporated plans for managed student study space. The Deputy Principal (Learning & Teaching) and the Secretary of the University emphasised that the developments in student learning and study spaces should be viewed as part of a continuing process of review of student need and investment provision at each of the University's campuses;
- the University had established an e-book preference policy which was implemented wherever possible. This had helped to reduce shelf space requirements substantially although not all academic volumes were available in digital format and alternative digital format volumes might not be suitable; and
- the matter of modern methods of teaching delivery was also an important area for continuing consideration, whether this includes online delivery to multi-locations, or the potential for live broadcasting to large student cohorts across campuses.

The Student Union Vice-President (Wellbeing) highlighted the potential for unutilised space at the Dubai Campus to be considered in the future for use as student study space.

The Chair of Court reported her view that investment in student learning/study spaces was an institutional development area which had fundraising potential.

M17/96 REPORT FROM THE STAFF COMMITTEE (Paper Ct7/17/22)

The Court received a report from the Staff Committee which related to the meeting of the Committee held on 8 May 2017. In the absence of the Chair of the Committee the report was presented by Mr Grant Innes who summarised the key items considered by the Committee. All items were presented for information.

M17/97 REPORT FROM THE AUDIT AND RISK COMMITTEE (Paper Ct7/17/20)

The Court received and noted a report from the Audit and Risk Committee which related to the meetings of the Committee held on 27 April and 8 June 2017.

The Chair of the Committee drew attention in particular to the Committee's discussion at its April meeting on the process and proposed timetable for the preparation of the 2016/17 Annual Accounts and Financial Statements. A particular difficulty in the 2015/16 Accounts preparation had been associated with implementation of the FRS102 reporting standard and the External Auditors had made a number of recommendations to enhance processes in the production of the Annual Accounts to meet the new standards. Following an interim audit in early April, the External Auditors had reported that they had not been able to cover all aspects of the interim audit work as a number of processes were still being updated. The Auditor had expressed concern that progress had been slower than they had hoped for.

Subsequently, at the June meeting, the Auditors had confirmed that they were happier with the progress that had been made to date. The Auditors had confirmed that there would be no interim management report for the year ending 31 July and that embedding of FRS 102 into day-to-day operations, including resolving research accounting practice, would be considered by the Auditors once the relevant changes to processes and structures in the Finance Directorate had been made. FRS102 required a range of modifications to be made and in some areas the ways in which information is captured and recorded within University system required fundamental change.

The Court noted its expectation that the timetable for production of the 2016/17 Annual Accounts will be met and that the Finance Committee, and the Court at its meeting in September 2017, should receive assurance that work is on track to ensure this.

97.1 Charitable Gifts Acceptance Policy

The Court noted that the Charitable Gifts Acceptance Policy remained to be completed to incorporate the changes recommended by the Committee.

The Chair of Court asked that disappointment that the Policy had not been presented to the Court at its June meeting should be relayed appropriately, while noting that arrangements will be made to present the Policy to the Court at its meeting in September 2017.

M17/98 REPORT FROM THE GLOBAL STUDENT LIAISON COMMITTEE (Paper Ct7/17/21)

The Court received a report from the Global Student Liaison Committee which related to the meeting of the Committee held on 31 May 2017. The Chair of the Committee, with input from the President of the Student Union, summarised the key items considered by the Committee and the matter of mental health support for students which would be discussed by the Committee at its meeting in October 2017. All items in the report were presented for information.

M17/99 REPORT FROM THE REMUNERATION COMMITTEE (Paper Ct7/17/23)

The Court received a report from the Remuneration Committee which related to the meeting of the Committee held on 15 May 2017.

99.1 Global Reward Policy and Senior Salary Review Procedures

On the recommendation of the Committee the Court approved an updated Global Reward Policy and Senior Salary Review Procedures, noting that the Policy and Procedures would inform the preparation of recommendations for the remuneration of senior staff which the Committee would consider in autumn 2017.

In response to a point raised by a member about the scenario of a substantial change in a senior officer salary identified within the accounts, it was noted that there were expectations, set out within the Scottish Code of Good Higher Education Governance and elsewhere, of transparency and notes of explanation of such changes.

99.2 Remuneration Committee Terms of Reference

The Court approved proposed minor amendments to the Remuneration Committee Terms of Reference.

M17/100 REPORT FROM THE CONSTITUTIONAL REVIEW GROUP (Paper Ct7/17/24)

The Court received and noted a report from the Constitutional Review Group which was presented by the Chair of the Group. Court members were invited by 3 July 2017 to provide their comments on a range of principles and approaches which were proposed in relation to changes to be made to the Charter, Statutes and Ordinances to comply with the Scottish Higher Education Governance (Scotland) Act 2016.

The Chair of the Group reported that, wherever it is practical to do so, changes will be made at Ordinances level rather than at the level of the Charter and Statutes. The Court noted also that the revised Scottish Code, as it stands currently, would not give rise to any necessary changes to the Charter and Statutes.

The Chair of the Group drew attention in particular to the suggestion that the Court might reconsider whether the size of its membership should be restricted to 25 members. There was an option to consider an increase in membership to 27, enabling the two new trade union

membership places to be added without causing a reduction within the current categories of membership although, in the context of Scottish Code requirements, any increase in the membership would need to be fully justified.

In relation to development of rules governing the nomination of two trade union members to the Court, the Secretary of the University confirmed that a meeting would be sought with local trade union representatives as a group to make further progress on this.

M17/101 REPORT FROM THE EMERGENCY COMMITTEE OF COURT (Paper Ct7/17/25)

The Court received a report from the Emergency Committee of the Court which relayed a decision taken by the Committee on 5 June 2017. The Court noted that the Committee had approved the establishment of the Dubai Non-Executive Advisory Group to act in advisory capacity to the Court and as the Court's liaison body in relation to the Dubai Campus Project. The Committee had agreed that the Advisory Group should include the following members: Mr Grant Innes (Chair); Professor John Perkins; Professor Ian Wall; and Mr Graham Watson.

M17/102 EDINBURGH AND SOUTH EAST SCOTLAND CITY REGION DEAL (Paper Ct7/17/26)

The Court received and discussed an update report on the Edinburgh and South East Scotland City Region Deal (City Deal) which was presented by the Deputy Principal (Staff Development and Engagement).

Reserved section (Ref: Sections 30, 33, FOI(S)A).

M17/103 REPORT FROM THE SENATE (Paper Ct7/17/27)

The Court received and noted a report from the Senate which related to Senate meetings held on 29 March and 17 May 2017 together with an item of business conducted on 19 June 2017.

103.1 Appointment of Provost and Vice-Principal (Malaysia)

On the recommendation of the Senate, the Court approved the appointment of Professor Mushtak Al-Atabi, as Provost and Vice-Principal (Malaysia), for a period of five years from 1 August 2017 to 31 July 2022.

103.2 Modifications to and rescinding of Ordinances

On the recommendation of the Senate, the Court approved proposed modifications to the following Ordinances:

- Ordinance C1: Election of Members from the Schools to the Senate;
- Ordinance P6: Approved Teachers, Tutors, and Markers; and
- Ordinance P8: Schools, Institutes, and Departments of Study

and approved the recommendation that the following Ordinance should be rescinded with a view to enabling disestablishment of the Senate Business Committee and the establishment of a new body, 'The Senate Committee for Interim Business and Effectiveness':

- Ordinance C5: Senate Business Committee.

103.3 Other matters reported

The Court noted other matters which were reported by the Senate for information.

M17/104 REPORT FROM THE STUDENT UNION PRESIDENT (Paper Ct7/17/34)

The Court received and noted update report on current and forthcoming activities in the Student Union which was presented by the President of the Student Union. The President summarised the main activities as reported.

In relation to the report on the summer graduation ceremonies, the Deputy Chair of Court relayed congratulations to the student officers for the impressive quality of the presentations they delivered at the ceremonies.

M17/105 ANNUAL REPORT TO THE SCOTTISH FUNDING COUNCIL ON INSTITUTION-LED QUALITY REVIEW (Paper Ct7/17/29)

The Court received and noted a draft copy of the annual report to the Scottish Funding Council (SFC) on Institution-Led Quality Review activities in 2016/17, which was presented by the Deputy Principal (Learning & Teaching). The Court noted that, following consideration and approval by the relevant executive committees, the report would be presented to the Court for approval and sign-off by the Chair of Court at its meeting in September 2017, prior to being submitted to the SFC.

Court members were invited to provide any comments they might wish to make on the report to the Deputy Principal (Learning & Teaching) by 3 July 2017.

M17/106 ELECTED STAFF MEMBERS TO THE COURT

The Court noted a report from the Secretary of the University confirming the outcome of the May 2017 election to membership of the Court in the category of staff members elected by the staff of the University. The Court endorsed the appointment of the following, each appointment to be made for a period of three years from 1 August 2017 until 31 July 2020:

- Dr Amanda Lyness, Team Leader, Student Support, School of Engineering and Physical Sciences (Professional Service appointment); and
- Dr Gillian Menzies, Associate Professor / Senior Director of Studies for Multi-Campus Architectural Engineering, School of Energy, Geosciences, Infrastructure and Society (Academic appointment)

M17/107 COURT ROLLING PROGRAMME OF BUSINESS (AS AT JUNE 2017) (Paper Ct7/17/30)

The Court received and noted a summary report, as at June 2017, of the Court's rolling programme of business for 2016/17 through until the end of the current calendar year.

Members were reminded that proposals for additions and changes from members to this live document would be welcomed at any time. The Secretary of the University confirmed that discussion on the new Strategic Plan at the Court meeting in September 2017 will be factored into the forward agenda plan.

M17/108 COURT DATES 2017/18 AND 2018/19 (Paper Ct7/17/31)

The Court received and noted a proposed schedule of Court meetings for 2018/19 which was presented by the Secretary of the University together with information on schedules of Court and key Court Committees which had been drawn from information published by other Scottish universities.

The Chair asked that further discussions be undertaken over the summer period to determine whether an additional business meeting of the Court should be included in the annual schedule and how and when time should be made available for the Court to engage in more strategic discussions. Practical suggestions on how to use Court Dinner Meeting time more effectively should also be considered.

It was noted that the Governance & Nominations Committee and the Court should consider a proposed schedule at their next meetings. In the meantime Court members were asked to provide any comments they might have on the schedule over the next few weeks and in so doing bear in mind the outcomes of the 2017 Court Effectiveness Review.

M17/109 FORTHCOMING EVENTS (Paper Ct7/17/32)

The Court noted a report of forthcoming University events of potential interest to Court members which was presented by the Secretary of the University.

M17/110 ANY OTHER BUSINESS

110.1 Departing members

The Chair of Court conveyed thanks and appreciation on behalf of the Court for the valuable contributions to the work of the Court made by Ms Trish Gray and Ms Jane Queenan, who were attending their last meeting of the Court before reaching the end of their terms of membership on 31 July 2017.

110.2 Action points

The Chair asked the clerk to circulate a reminder to Court members of all the current action points and invitations to Court members together with the relevant deadline dates.

M17/111 DATE OF THE NEXT MEETING

Friday 15 September 2017.

Date:

Signature: