

Approved



UNIVERSITY COURT

MINUTES

of the meeting of the University Court held at Dunblane Hydro on Wednesday 23 November 2022, from 14:30 following the Court Conference.

Chair: Mr M Shaw

Vice-Chair: Dr A Ingram

Ms N Ahmed

Professor A Irons

Mr A Marks

Professor L Bacon

Ms L Hamilton

Mr I McDonald

Mr J Barnett

Ms V Lynch

Dr H Mehrpouya

Ms R Donoghue

Ms C MacEachen

Professor E Sim

Ms H Dunk

Mr J MacGregor

Dr K Smith

Secretary to Court: Ms C Summers

Minute Secretary: Dr D Peden

In attendance: Ms E Fraser, Ms J McKenzie, Mr G Weir

NON-RESERVED BUSINESS

Preliminary matters

23. Welcome and Apologies for absence

Oral report

The Chair welcome members to the meeting of Court, following the annual Court Conference. The Chair extended their thanks to Ms D Gray, Dr Peden and Ms Summers for organising the Court Conference and asked for any feedback on the sessions. Court reported that a better understanding of the international strategy would be beneficial as well as further review on progress with regards to the recommendation from the Governance Effectiveness Review.

Action: Deputy Principal and Deputy Vice-Chancellor to hold a discussion session for Court on the University's international strategy

Court highlighted the benefit of these sessions and being able to have these discussions face to face.

The Chair noted that Mr J Nicholson would be in attendance for items 9 and 19.

Apologies for absence were received from Mr A Bailey, Ms L Baldie, Ms A Duffy, Mr F Keir, Ms G Ghafoor and Ms O Robertson.

Approved

24. Declaration of potential conflicts of interest

Oral report

The Chair reminded members of their responsibility to indicate if they had, or could be perceived to have, a conflict of interest in relation to the non-reserved items for discussion.

Dr Ingram declared an interest in relation item 18.

Court and governance matters

25. Minutes of the meeting of the Chair's Committee held on 14 November (unapproved) (for information) CT/1122/13

Court noted the unapproved minutes (agreed with the Chair of the Committee) of the meeting of the Chair's Committee held on 14 November 2022, submitted as enclosure 13.

26. Minutes of the meeting of Court held on 14 September 2022 (Non-Reserved) CT/1122/14

Court received and considered the above minutes and approved them as an accurate record.

27. Matters arising from these minutes

The Chair confirmed that all actions from the previous meeting were completed or substantive agenda items.

Matters for discussion/approval

28. Draft Integrated Annual Report and Accounts 2021-22 CT/1122/15

Court noted that the paper presented the proposed integrated annual report and accounts 2021-22 for approval. A copy of the Abertay University Letter of Representation to the External Auditor was included for information.

Mr Weir introduced the paper, noting that the draft integrated annual report and accounts 2021-22 had been considered by the Audit & Risk Committee (ARC) at their meeting held on 10 November 2022. It was noted that it had not yet been considered by the Finance and Corporate Performance Committee (FCPC) due to timings of meetings, although the Chair of FCPC was present at the ARC meeting.

Court noted that some last-minute adjustments were made by the auditors on the 10 November prior to the ARC meeting, which changed the balance sheet with the new auditors asking for a change to the audited figure from the previous year (due to a non-cash pension adjustment). This audit adjustment is noted in the letter of representation.

Mr Weir highlighted the EBITDA (Earnings Before Interest, Taxes, Depreciation, and Amortization) of 12.86%. Court noted the importance of considering how the financial position set out in the accounts was communicated and it was agreed that Mr Weir will work with colleagues in External and Corporate Relations (ECR). The

Approved

Chair queried when these become public, and Mr Weir confirmed that these will be published at the earliest opportunity and will be submitted to the Scottish Funding Council (SFC).

Court approved the Report and Accounts for publication (subject to some minor typographical amendments) and submission to SFC and any other relevant parties.

29. People Strategy

CT/1122/16

Court noted that the paper presented the proposed final draft of the People Strategy for approval. Ms Fraser introduced the papers and noted that its development has been informed by extensive feedback from the Staff Engagement Survey in Spring 2022 and by discussion with the Senior Management Team (SMT), the trade unions' Joint Liaison Group (JLG), the Lead Voices for equality and inclusion and the People, Health and Equality Committee (PHEC). The attached final draft had been informed by further wide consultation, including with the University Court at its September 2022 meeting. The People Strategy now included a substantially expanded and amended Our Values section (D) and a new section on Leadership and Culture (E), as well as amendments to more detailed aspects of the strategic objectives. Court noted that the proposed final draft was discussed at the meeting of PHEC held on 26 October 2022 and was recommended to Court for approval.

Court was content that all points previously raised had been addressed and that the revisions significantly improved the document.

Court approved the final version of the People Strategy.

30. Scottish Funding Council Outcome Agreement 2022-23

CT/1122/17

Court noted that the paper presented the draft outcome agreement for 2022-23, which has been developed in line with SFC's guidance. It was noted that the paper has previously been considered by SMT at their meeting held on 7 November 2022, and by FCPC (14 November 2022), trade unions JLG and Students' Association (11 November 2022) by circulation.

Ms Summers introduced the paper noting that it is a requirement of funding that we have a satisfactory Outcome Agreement in place with SFC. Pre-pandemic, the expectation was that we had a three-year rolling Outcome Agreement and that this was updated annually. This normally took place in Spring each year and covered the next three academic years, with a self-evaluation report on progress submitted each autumn. Since 2020 the requirements had changed and SFC had stated that it regarded 2022-23 as another transitional year. All institutions had been asked to submit an Outcome Agreement for 2022-23, along with a self-evaluation report and an updated plan for our University Innovation Funding approved by their Governing Body, by 5 December 2022.

It was highlighted that as development time had been short some minor details in the Outcome Agreement had still to be finalised before final submission to SFC. It was noted that the Outcome Agreement is a public document although the self-evaluation report is not published.

Approved

Court noted that the University was below target for SFC-funded students and the need for an open dialogue with SFC with regards to the issues this presents. It was reported that the outcome agreement gives a flavour of the good work being undertaken and the performance targets in place.

Court approved the Outcome Agreement 2022-23 for submission to SFC, subject to some minor editorial changes being made following the meeting.

31. National Student Survey (NSS) report

CT/1122/18

Director of Student & Academic Services, Mr Nicholson in attendance for item 31

Court was asked to formally note the updated NSS report, which provided an analysis of the NSS 2022 with recommendations for named programmes to provide an action plan to address issues raised, and for the AbLE Academy to curate a series of workshops on best practice/lessons learned. It was noted that the report been approved by Senate at its meeting held on 2 November 2022, having been recommended to Senate by the Teaching and Learning Committee at their meeting held on 19 October 2022.

Mr Nicholson highlighted that the NSS has been reviewed and will be different moving forward, with initial information for the 2023 survey being shared with institutions. Court noted that the questionnaire and how the responses are dealt with would change and that this would mean it would be difficult to do previous year comparisons with the exemption of question 27 – overall satisfactory. It was agreed that the information available on the new NSS will be circulated to Court for information.

Action: Director of Student & Academic Services to liaise with the Head of Governance and Deputy Secretary to provide information on the new NSS to Court.

Court discussed the report, noted it was positive to see areas of strength and in particular noted the following;

- The increase in number of respondents and the final position as one of the top performing Universities in the UK (24th) which was a very good result for the University.
- A number of programmes outperformed the sector (when comparing the programme in the subject area using the common academic hierarchy)
- Recommendations and actions plans are in place including the AbLE Academy conducting workshops with regards to sharing good practice
- The availability of learning resources where there has been significant investment, but we are underperforming. Mr Nicholson noted that this refers to access to all facilities on campus (not just the library, which has seen an increase in use) as well as highlighting the project to improve the WiFi network to deal with “dead spots”. It was highlighted that the survey was conducted in early 2022 therefore there is also a likely impact of lockdown restrictions up to that period.
- The response to Question 26 (the students’ union (association or guild) effectively represents students’ academic interests.) was below the national average. Court discussed how we need to engage with the Students’ Association to address this,

Approved

noting that the Executive Group meet regularly with the Students' Association Executive to discuss issues such as this.

- The issues with regards to Student Voice and how these might be addressed. It was noted that Student Voice forums are in place but are not well attended and that some classes are without class representatives. There was considerable work going on in this area, for example a new approach to student voice through UNITU, an online tool, was being piloted and improving representation was now part of the University's funding agreement with the Students' Association and being regularly reviewed in relation to that.

Court noted that the NSS was a useful way gain insight into the student community but there are limitations with the survey as for an example overall satisfactory may not mirror the individual scores. Mr. Nicholson also explained that it takes time to make changes to the programmes, including approval and implementation, so that the full impact of changes made as a result of past surveys may not be fully apparent.

Court noted the report and their thanks to Mr Nicholson and their team for producing it.

Committee Matters

The Chair noted that Court was being asked to approve minor changes to remits through the reports from the Committee (as noted below), recognising that there are wider discussions due to take place at the December meeting of the Governance and Nominations Committee, the outcomes of which will come back to Court for discussion and approval at a future meeting

32. Audit and Risk Committee (ARC)

CT/1122/19

Minutes of the meeting held on 10 November 2022 (unapproved)

Mr Barnett, the Chair of ARC, noted that Court was asked to formally note the minutes and to consider and approve the proposed changes to the Committee's membership.

Court noted the unapproved minutes (agreed with the Chair of the Committee) of the meeting of the Audit & Risk Committee held on 10 November 2022, submitted as enclosure 19.

The following matter was considered for approval:

Minute 6 - The Committee wish to update their membership to reflect the changes in the Executive Group, the Secretary to the Committee and the appointment of Ms Lynch as a new member of the Committee. No other substantive changes are proposed at this time.

Court approved the recommended changes to the Committee remit and membership.

The following matters were noted:

Minute 7 – as discussed under item 6, the Committee discussed the Draft Integrated Annual Report and Accounts 2021-22.

Approved

Minute 9 – the Committee reviewed the internal audits (Fire Risk, Security, Timetabling & Space Management and Staff Recruitment). It was noted that this was the final audit contacted by BDO. It was reported that Azet has now been appointed as our internal auditors and that moving forward ARC will approve the scope of the audit, which is a new development. It was also emphasised that the number of recommendations has reduced with a tighter approach on implementation and the responsibility of the action holder.

Mr Barnett gave an open invitation to any Court members to attend ARC as an observer. Interested members should contact the Governance team.

33. Finance and Corporate Performance Committee (FCPC) CT/1122/20

Minutes of the meeting held on 20 September 2022 (unapproved)

Mr McDonald, the Chair of FCPC noted that Court was asked to formally note the minutes and to consider and approve the proposed changes to the Committee's membership.

Court noted the unapproved minutes (agreed with the Chair of the Committee) of the meeting of the Finance and Corporate Performance Committee held on 20 September 2022, submitted as enclosure 20.

The following matter was considered for approved:

Minute 3 - The Committee wish to update their membership to reflect the changes in the Executive Group and the Secretary to the Committee. No other substantive changes are proposed at this time.

Court approved the recommended changes to the Committee remit and membership.

The following items were noted:

Minute 8 – It was noted that that update on the Digital Strategy was welcomed

The Chair queried the reason for the overspend on the cladding (minute 9). Mr Weir noted that it was explained in the report and tracked by FCPC and was due to additional works.

Mr McDonald noted his thanks to Mr Weir and noted that having individuals attend to present their own items was beneficial.

Mr McDonald gave an open invitation to any Court members to attend FCPC as an observer. Interested members should contact the Governance team.

34. Governance and Nominations Committee (GNC) CT/1122/21

Minutes of the meeting held on 25 October 2022 (unapproved)

Dr Ingram, the Chair of GNC, noted that Court was asked to formally note the minutes and to consider and approve the proposed changes to the Committee's membership.

Court noted the unapproved minutes (agreed with the Chair of the Committee) of the meeting of the Governance and Nominations Committee held on 25 October 2022, submitted as enclosure 21.

The following matter was considered for approved:

Approved

Minute 3 - The Committee wish to update their membership. The proposal being that that the Vice-Principal (Strategy and Governance) and University Secretary becomes a member of the Committee. If this is agreed, the Head of Governance and Deputy Secretary would become the Secretary to this Committee. No other substantive changes are proposed at this time.

Court approved the recommended changes to the Committee remit and membership.

The following matters were noted:

Minute 7 – it was noted that the Committee had discussed the Effectiveness review and that a form of wording for inclusion in Committee remits (which may differ from that added to the Remuneration Committee, item 14) in relation to diversity was proposed.

Minute 8 – an update to Court on the current Court and Committee membership was produced. It was also highlighted that the Vice-Principal (S&G) and University Secretary alongside the Head of Governance and Deputy Secretary are developing an updated skills matrix for circulation to Court members in addition to a skills matrix for each Committee (further discussions to take place at the next Committee meeting on the 6 December 2022).

Proposed change to the membership of ARC and FCPC. CT/1122/22

The paper outlined the proposed changes by the Governance and Nominations Committee to the membership of ARC and FCPC. The proposed changes had previously been agreed by the Chair. In summary,

FCPC

Mr Marks will act as Chair from February 2023 with Mr McDonald continuing as an observer. Ms Hamilton will join from early 2023 as Vice-Chair and will stand down as Vice-Chair and member of ARC at that point.

ARC

Mr McDonald will become a member of ARC in February 2023, and a new Vice-Chair will be required. The date for these changes to take effect has still to be agreed, although will be before the end of February 2023.

Remuneration Committee

A new chair will be required from February

Chair's Committee

Confirmed that Mr McDonald will remain on Chair's Committee as a lay member when Mr Marks membership moves to that due to being the Chair of FCPC.

It was emphasised that GNC noted that there are other potential succession issues which need to be considered and these will be looked at in December. However, it was agreed that there was an urgent need to confirm the succession plan for FCPC

Approved

and that therefore these interim changes should be implemented as soon as possible.

Court approved the changes to membership as noted in the proposal.

35. People, Health and Equality Committee

CT/1122/23

Minutes of the meeting held on 26 October 2022 (unapproved)

Court noted the unapproved minutes (agreed with the Chair of the Committee) of the meeting of the People, Health and Equality Committee held on 26 October 2022, submitted as enclosure 22.

The following matters were considered for approved:

Minute 3 - The Committee wish to update their membership. There was no proposed substantive changes to the document, other than add the Director of Student and Academic Services as In Attendance, as well the details of the Committee secretary and minute secretary. The Committee are aware of the upcoming review of Committee remits and memberships and therefore acknowledged additional changes may be required for consistency.

Court approved the recommended changes to the Committee remit and membership.

Minute 9 - there are no substantive changes to the Health & Safety policy, however there was an update of the roles following the new University Executive Group and the Principal's statement of intent has also been updated.

Court approved the updated Health & Safety Policy.

36. Remuneration Committee

CT/1122/24

Report of the Remuneration Committee meeting held on 8 November 2022

Court noted the report (agreed with the Chair of the Committee) of the meeting of the Remuneration Committee held on 8 November 2022, submitted as enclosure 24.

The following matter was considered for approval:

Minute 2 – The Committee wish to update their remit.

To replace (under item 1) “*senior officers of the University, namely the Principal & Vice-Chancellor, the Deputy Principal & Deputy Vice-Chancellor, the Vice-Principal & Pro Vice-Chancellor (Planning & Strategy) and the University Secretary*” with members of the Executive Group. And to add a third point under the Committee remit to state: To ensure it pays due attention to equality, diversity and inclusion in undertaking its work

Court approved the recommended changes to the Committee remit

Court noted that more detailed decisions would be discussed under Reserved Business, Item 23.

Approved

Matters for information

37. Students' Association report to Court

CT/1122/25

Court was asked to note the report on various activities which the Students' Association wished to update Court on. The Chair noted that due to unforeseen circumstances, there was no student representation at the meeting to address any queries.

Court noted that Mr Weir and colleagues are working with the Student's Association with regards to access to suitable spaces and that they are represented on the AberSpace project team. It was highlighted that there had been positive progress with regards to available spaces for societies and that an office for the Students' Association was under discussion, with further plans to be discussed at SMT.

The Chair noted thanks to the Students' Associations for the report and for keeping Court up to date with all of their exciting activities.

38. Executive Group report to Court

CT/1122/26

Court was asked for note the report on various activities which the Executive Group wished to update Court on.

39. Academic Matters report including report of Senate held on 2 November 2022

CT/1122/27

Court was asked to note the report which included a report the Senate meeting held on 2 November 2022, provided a summary of activities and achievements in the following areas:

- Staff Success
- Research with Impact
- Spotlight on Policing Research
- Student experience and Success
- Broadening our Portfolio
- Outreach and civic/industry engagement

Professor Irons noted thanks to Mr G Bletcher (ECR) who brings the report together.

Court noted that the recent election process for student representation on Senate resulted in the election of only one student member (three student members are required) and that the process is open again.

40. Update on Appointment of the New Chair of Court

CT/1122/28

Dr Ingram left the meeting.

Court was asked to note the update which provided a brief report from the Appointment Committee for the appointment of the new Chair of Court and noted the decision by the Remuneration Committee on the remuneration to be offered to the new Chair.

Approved

Ms Dunk, the Chair of the Appointment Committee, introduced the paper and noted a change in the membership from that provided to Court in September. Mr Marks has joined the Committee, replacing Mr Keir, who was not longer able to commit due to increased work commitments.

Court noted that the Appointment Committee held their first meeting on 21 October 2022 where they confirmed the remit and membership; approved the final regulations and process for the appointment of a Chair, including minor amendments as a result of the discussion at Court in September; and considered and approved, subject to any advice from the search agency once appointed, the candidate brief for the role. This included the role profile, the criteria for appointment and the terms of appointment. This would form the basis of the advertisement for the role.

Court noted that a procurement exercise has been completed to appoint a search agency, with Perrett Laver having been appointed. The advert is due to go live at the beginning of December and will remain open until the third week in January. Court noted that the Remuneration Committee had considered remuneration for the Chair at their meeting on the 8 November 2022, and it was agreed that remuneration would be offered and that it should increase each year in line with the Scottish Government guidance and that this should be confirmed by Remuneration Committee at its May meeting each year.

Dr Ingram re-joined the meeting.

41.Complaints Annual Report for Court and Complaints Protected Characteristics data 2020-21 CT/1122/29

Director of Student & Academic Services, Mr Nicholson in attendance for item 41

Court was asked to approve the report which will be published on the external website along with “You Said We Did” and the quarterly reports as required by the Scottish Public Services Ombudsman (SPSO). It was highlighted the previous three years’ reports have also been re-published externally:

Mr Nicholson introduced the paper and noted that this a late submission as the report is for 2020-21, highlighting that the 2021-22 report would be circulated shortly. It was noted that the report had previously been considered by SMT at their meeting of 29 August and the People, Health, and Equality Committee at their meeting of 26 October 2022. It was confirmed that there was no consequence of this being published late.

Court noted that during 2020-21, the SPSO required all HE institutions to implement an updated Complaints Handling Procedure (CHP), based on their Model CHP, and the area of work had moved from the Governance team to Student and Academic Services (Quality Assurance) at the same time. Lessons learned has been reinstated in the report via a “You Said We Did” format.

Mr Nicholson noted that the volume of complaints was low in relation to other institutions. Resolution might be very quickly but would still be recorded as a complaint as those dealt with as Stage 1 (frontline) are dealt with within five working days.

Court discussed the report and noted the importance of ensuring that lessons are learnt and that we ensure we improve processes and procedures accordingly. Mr

Approved

Nicholson noted that some complaints are “one-offs” and that some peaks are due to other circumstances such as during exam time which students may raise an academic appeal which in fact has to be treated as a complaint. It was also highlighted that the peak might be because training has been completed which has resulted in an increase in the identification and recording of complaints.

42. Any other business

Oral report

Ms McKenzie highlighted that the Winder Graduation would take place on Friday 25 November with approximately 250 graduands (which includes some from 2020 & 2021). It was noted that this would coincide with the day of the UCU strike. It was highlighted that the previous Principal and Vice-Chancellor, Professor Nigel Seaton (Doctor of the University), and the former University Secretary, Ms Sheena Stewart (Honorary Fellow), would receive honorary awards alongside Ms Mandy Haeburn-Little (Doctor of Technology). Court noted they are looking forward this lovely and important event.

Date of the next meeting of Court: Wednesday 15 February 2023

**Ms C Summers
Secretary**