

STANDING ORDERS OF THE UNIVERSITY COURT

- 1 The Court shall meet no fewer than four times each academic year, the schedule of meetings to be determined by the Court, at least annually, in advance. In cases of urgency, additional meetings may be called by the Senior Governor or the Principal, or failing which, by the Senior Independent Member.
- 2 Any member of Court may request that an item of business be discussed by the Court, with ten working days notice for inclusion on the agenda. Urgent matters may be included on the agenda with the consent of the meeting.
- 3 Seven members of the Court shall be a quorum. (Universities (Scotland) Act, 1889, Section 5(1)). Subject to the Court being quorate, proceedings of the Court are not invalidated due to a vacancy/vacancies in its membership or a defect in the appointment of any member (Section 14 Higher Education Governance (Scotland) Act 2016).
- 4 Decisions of Court will, following debate, normally be reached by consensus. A formal vote on any issue may, however, be undertaken if proposed by the Senior Governor or member chairing or at the request of any member if seconded by another member of Court. The University Secretary will be responsible for ensuring the proper conduct of such a formal vote. The decision will be agreed by a majority vote unless otherwise specified.
- 5 A decision of the Court will continue to be operative and binding until the Court agrees to rescind or vary that decision. Members have collective responsibility for decisions reached by the Court although any member participating in a decision is entitled to have their disagreement with the decision recorded in the minutes.
- 6 The business of Court will normally be open for discussion by all members of Court. In some very exceptional circumstances items of business may require to be designated as 'reserved'. The Senior Governor, in consultation with the Secretary (or where it is a matter relating to the Secretary in consultation with the Principal and Head of Governance as formal deputy to the Secretary), will determine when an item of business requires to be designated as reserved and the members of Court who are permitted to access the related information and participate in its discussion. Items of business that might require to be designated as reserved would normally include, but are not exclusive to, matters relating to an individual member of staff's employment or matters that are commercially sensitive.
- 7 A decision of Court may also be reached by circulation of members where required. In such circumstances, Court Members will be asked to respond within 5 working days, or exceptionally 3 working days with the agreement of the Senior Governor. In cases of extreme urgency and where a circulation of all members is not practical, for example a decision required within 24 hours, an emergency decision may be taken by the Senior Governor (or Senior Independent Member if not available) and Principal, with the advice of the University Secretary having been sought. Such an emergency decision will be subject to homologation by the Court and communicated to it immediately. Homologation provides the opportunity for Court to discuss and debate whether the decision is formally adopted by Court.
- 8 On the recommendation of the Governance & Nominations Committee, membership of the Committees of Court will normally be approved annually prior to the commencement of the academic year. A casual vacancy may be filled at any time on the recommendation of the Governance and Nominations Committee. The Court may delegate to any Standing Committee power to deal on the Court's behalf with any matter within the Committee's terms of reference.
- 9 The Court may appoint an ad hoc Committee and may delegate to such a Committee powers to deal with business on the Court's behalf.

- 10 Executive authority of the Court is vested in the Principal as articulated in the agreed schedule of delegated authority. The Court may also delegate authority to a committee, group or individual(s) to implement matters on its behalf.
- 11 Notwithstanding the Rector's statutory right to preside at meetings of Court the Senior Governor of Court, will be responsible for the leadership of the Court, its effective governance and all other duties and responsibilities commonly understood as belonging to the Chair of a university governing body. The University's Rector's Protocol sets out the roles of the Rector and that of the Senior Governor in regard to chairing of meetings of Court. In accordance with the Universities (Scotland) Act 1889 (as amended by the Higher Education Governance Act 2016) the Rector and in their absence, the Senior Governor, shall preside at meetings of the University Court and in the absence of both of them a chairperson for the meeting shall be elected by the meeting. The person presiding at any meeting of the University Court shall have a deliberative vote and also a casting vote in cases of equality.
- 12 Any questions regarding the proceedings of the Court or application of these standing orders shall be decided by the person chairing with advice from the Secretary, or, if the Chair's ruling is challenged, at the request of a member of the Court by a vote (if duly seconded by another member).
- 13 Amendments to these standing orders will require the approval of the Court. No standing order shall be suspended or dispensed with at any meeting, except with the consent of the meeting.

Resignation and Removal of Members of the University Court

- 14 The Scottish Code of Good HE Governance requires that a governing body must act to remove a member should they materially breach the conditions of their membership of Court. On joining Court, all members agree to abide by the Code of Conduct for Court Members. Accordingly, the Court has approved a procedure (Resolution 303 of 2021) for the removal from office of a member of the University Court.
- 15 Court will expect an appointed or elected/nominated member of Court who is in gross or persistent breach of the Code of Conduct to resign and reserves the right, through the University Secretary, to draw such a situation to the attention of the individual or the body electing/nominating the individual.
- 16 Such a breach may occur, for example, through persistent absenteeism, medical or legal impediment (such as a criminal conviction or disqualification as a charity trustees) or behaviour deemed to be opposed to the good standing of the University.
- 17 In considering any case for removal, where a breach has been alleged, the Court will require that careful consideration is given to the rights of the member concerned and to ensure that a case for removal is not being made simply because the views of the member were not shared by others or were critical of the University, subject to these being legitimately held and expressed in their capacity as a member of Court.

As approved by the Court on 28 June 2022