

UNIVERSITY OF ABERDEEN

UNIVERSITY COURT

Minutes of meeting held on 28 March 2017

Present: Ms M Chapman (in the Chair), Principal, Professor A Akisanya, Mr C Anucha, Professor N Booth (for minutes 145 to 181), Mr C Duncan, Professor M Delibegovic, Mr M Gilbert, Mr J Hall, Professor P Hannaford, Professor N Hutchison, Professor J Kilburn, Mr D MacFarlane, Professor P McGeorge, Cllr R McKail, Mrs K McPhail, Ms A Minto (by video-conference for minutes 145 to 177), Dr N Oren (for minutes 145 to 177 and 185 to 214), Mr B Paterson, Mrs J Shirreffs and Mr D Steyn.

In attendance: Mr D Beattie, Mrs E Bowie (for minutes 174 to 177), Mrs D Dyker (for minutes 190 to 193), Mrs C Inglis, Professor B MacGregor (for minutes 185 to 189), Ms T Merrick (for minutes 174 to 177), Professor J Paterson (for minutes 161 to 173), Very Rev Professor I Torrance, and Mr B Purdon (Clerk).

Apologies for absence were received from Professor C Black, Professor C Brittain, Ms J Killin, Cllr J Laing, Mr K Murray, Mr B Pack, and Mr I Percival.

SENIOR GOVERNOR

145 The Court welcomed Mr Gilbert to his first meeting as Senior Governor. Mr Gilbert expressed his thanks to Court and noted how honoured he was to have been appointed to the role and his commitment to supporting the University.

RETIRING MEMBERS

146 The Court noted that it would be Councillor McKail's final meeting of Court prior to the local government elections in May. The Court thanked Councillor McKail for his committed service to Court and to the University.

MINUTES

147 The Minutes of the meeting held on 6 December 2016 were approved, subject to minute 82 being amended to state that the Court had agreed that its future composition would not include elected General Council Assessors.

148 The Court noted the updated Action Log (*copy filed with the principal copy of the minutes*).

DECLARATIONS OF INTEREST

149 Mr B Paterson declared an interest as an Officer of the University of Aberdeen Branch of Unite the Union.

GOVERNANCE

PRESENTATION BY THE GOOD GOVERNANCE INSTITUTE: REPORT ON EXTERNALLY FACILITATED EFFECTIVENESS REVIEW OF COURT

150 The Court received the Good Governance Institute's report on the effectiveness review of Court together with a commentary from the Executive which provided further information on the implications of the recommendations within the report (*copy filed with the principal copy of the minutes*).

151 Mr Cockayne and Mr Butler from the Good Governance Institute were in attendance and introduced the report. In their introduction, it was emphasised that the Court and governance

at Aberdeen had many strengths, was compliant with the Scottish Code of Good HE Governance and, subject to Privy Council approval of the proposed new composition of Court would be compliant with the requirements of the Higher Education Governance (Scotland) Act 2016. The recommendations within the report were, therefore, intended to anticipate some of the future demands of governance over the next decade arising from a changing external environment and to enable Court to adapt and meet those challenges.

152 The Court discussed the report and its recommendations which covered: Governance & Leadership, the constitution of Court, the role of Court committees, Court Business, Standards & Culture, Governor Development, Visibility & Engagement, and the Impact and Performance of Court.

153 In discussion, the following main points were noted:

- A number of members noted that the report's recommendations regarding the respective roles of the Court and the Operating Board appeared to contradict the respective roles of the two bodies with respect to strategy and that of scrutiny and consideration of operational business. The need to avoid any changes which resulted in duplication of functions was noted.
- It was noted that the proposal to introduce an additional meeting of Court would represent an additional time commitment for members. It was suggested that should Court consider additional time for business to be necessary, an alternative might be to extend the duration of current meetings.
- With regard to a recommendation to introduce Strategic Advisory Groups, some members were unclear as to the added value these would bring to the work of the Court given the existing committee structure. It was noted that, as was the case with a number of the recommendations, these would require an additional time commitment from members.
- With regard to the impact and performance of Court and members of Court, it was noted that, at present, members were in effect volunteers and that several of the recommendations in this regard would represent a significant change to the basis on which members currently served.

154 The Court agreed that the Governance and Nominations Committee should consider the report and its recommendations in more depth and report back to a future meeting of Court. It was agreed that the Operating Board be invited to consider the recommendations relevant to its role and that other committees of Court be invited to comment where relevant and for these to be considered by the Governance & Nominations Committee. In addition, members were invited to provide any comments they had on the report's recommendations to the Clerk.

REPORT FROM GOVERNANCE AND NOMINATIONS COMMITTEE: TRANSITION TO NEW COMPOSITION OF COURT AND IMPLICATIONS FOR COMMITTEES

155 The Court received a paper from the Governance and Nominations Committee which considered the transition to a new composition of Court and implications of the new composition for the operation of the Court's sub-committees (*copy filed with the principal copy of the minutes*). The paper had been compiled prior to the conclusion of External Effectiveness Review of Court and, therefore, did not take into account that review's recommendations regarding the operation of committees of Court, in particular, the Operating Board.

156 The paper set out two potential approaches to transition from the current to the new composition of Court. The first option was for there to be a 'Day Zero' when the current composition of Court would cease and the new composition and membership would commence immediately. The second option, recommended by the Committee, was that there be a phased transition where current categories of Court member end and new categories commence at different times under a timetable that the Court could determine.

157 The Court noted that the Committee had proposed that the transition of Senate Assessors to the new composition be effected through a new set of elections for all four positions. In discussion, a Senate Assessor noted that this could result in the loss of continuity of experience and suggested an alternative approach to achieve the reduction to four Assessors by 1 October 2017. This proposed that a pending election of one of the two current Senate Assessor

positions for the College of Life Sciences and Medicine would not be taken forward and that the two Assessors from the College of Physical Sciences should agree on which of them would continue as the single Assessor from that College. In addition, as one of the two Senate Assessors from the College of Arts and Social Sciences (CASS) was from the Business School he would be deemed to be the Assessor from the Business School and a pending election for the remaining Assessor from CASS would be undertaken as usual. The Court agreed that this approach should be taken forward.

- 158 The Court noted that the model of transition proposed would be one where the periods of office of continuing independent members would continue rather than their existing periods of office being 'zeroed'. This meant that a member who had served two periods of three years, would only be eligible to serve for a further period of three years. It was further noted that with regard to the local Council Assessors, the Court would continue to seek a nomination from the Council under the existing composition until such time as the Privy Council had approved the new composition.
- 159 In discussion of the composition of the Operating Board, a member suggested that it could benefit from the inclusion of a non-academic staff member of Court within its membership.
- 160 The Court agreed:
- 1) To approve the Committee's recommendation for a phased transition to the new composition of Court and that the University should develop the internal appointment processes required with a view to potentially commencing new categories of membership from the 1 October 2017 onwards, subject to approval being received by the Privy Council.
 - 2) To approve the Committee's recommendation that the four current General Council Assessors be appointed to positions in the new composition within the twelve positions for independent members with their respective periods of office being equivalent to their remaining period of office as a General Council Assessor.
 - 3) That the transition of Senate Assessors from six members to four (one from each College and one from the Business School), should not be through a process of fresh elections for all positions but instead through: the vacancy arising on 1 October 2017 for one of the two positions of Senate Assessor for College of Life Sciences and Medicine not being filled; the position of one of the current Senate Assessors from the College of Arts and Social Sciences who was a member of the Business School being deemed to be the Assessor from that School; the scheduled election for a Senate Assessor for the College of Arts and Social Sciences falling due on 1 October 2017 being taken forward as usual; and the two current Senate Assessors from the College of Physical Sciences agreeing on which of them would continue as the Senate Assessor for that College.
 - 4) To agree that consideration should also be given as to how to encourage and achieve gender balance in the positions nominated by the Students' Association and Trade Unions.
 - 5) To note that the Governance and Nominations Committee will consider the skills mix of Court and forthcoming vacancies for independent members with a view to commencing recruitment processes thereafter.
 - 6) To approve the recommended changes to the composition and remit of the Operating Board, to the composition of the Governance and Nominations Committee and the Student Experience Committee.
 - 7) To note that the Committee had invited the Remuneration Committee to consider potential amendments to its remit and composition. See Minutes 190-193)

TRANSNATIONAL EDUCATION

STRATEGY FOR TRANSNATIONAL EDUCATION

- 161 Professor Paterson introduced a paper on the University's Strategy for Transnational Education which had previously been considered by the Governance and Nominations committee and the Operating Board (*copy filed with the principal copy of the minutes*).

- 162 The Court noted that the Strategy set out the context for pursuing transnational educational opportunities together with the criteria against which the University would evaluate potential projects and manage capacity considerations. In discussion, a number of members suggested that the Strategy should give more emphasis to the evaluation of risk (both financial and reputational) in transnational education projects and to the due diligence process to be followed in deciding whether to take forward a particular project. It was also noted, however, that a degree of risk would always exist and that the need for the University to internationalise its activities and its brand, particularly given the pressures on traditional international student recruitment routes, was clear.
- 163 The Court also considered the Strategy in the context of the two specific potential projects in Africa and Qatar under consideration and the Korea Campus project. The Court discussed the capacity of the University to deliver three projects simultaneously and the commercial skills needed to realise their potential. The Court was assured that the staff necessary to deliver the projects would be available together with the necessary capacity.
- 164 The Court agreed that the Strategy should be updated to address the points that had been raised regarding the evaluation of risk and due diligence procedures.

PARTNERSHIP IN QATAR

- 165 Professor Paterson introduced a paper proposing the establishment from September 2017 of a branch campus in Doha in partnership with an in-country commercial partner (*copy filed with the principal copy of the minutes*).
- 166 The Court noted that the proposal had previously been considered by the Operating Board, Senate and the Governance and Nominations Committee. It was proposed that, initially, Business School programmes would be delivered prior to a second phase whereby further programmes from a wider range of Schools would be added. The paper outlined the business plan, the quality assurance process, and the due diligence on the partner organisation and consideration of ethical issues that had been undertaken.
- 167 In discussion, the Court noted that the Aberdeen University Students' Association (AUSA) Student Council had expressed concerns regarding the ethical and cultural issues of operating in Qatar. It was noted that some of these issues had also been raised in Senate but that the partner organisation involved was committed to the project as a means of increasing opportunities for women in Qatar and for those students who could not afford to undertake education in Europe. It was argued that the project, was therefore, a progressive initiative and an attempt to positively influence the issues that were being highlighted. A number of members welcomed the proposal and noted that it had significant potential. The Senior Governor emphasised, however, the need for further due diligence on the partner organisation to be undertaken. The Court agreed this further due diligence was required and, noting that it was proposed that the campus be operational by September 2017, further agreed that this be undertaken as a matter of urgency.
- 168 The Court approved the proposal and that the detailed preparations and operationalisation of the initiative progress, subject to further due diligence on the partner organisation being undertaken as a matter of urgency and considered on behalf of Court by the Governance and Nominations Committee.

PARTNERSHIP ACTIVITY IN RWANDA/EAST AFRICA

- 169 Professor Paterson introduced two papers on progress with the proposal to establish a University of Aberdeen campus in Rwanda in partnership with a private delivery partner (*copies filed with the principal copy of the minutes*).
- 170 The Court noted that following consideration of the proposal at its meeting in December 2016, further due diligence and discussions regarding the proposal had been undertaken and considered at meetings of the Operating Board, the Senate and the Governance and

Nominations Committee. The paper set out the detail of that further work and the issues that had been considered in advance of the meeting of Court. The Court was also advised that potential concerns around the commitment of the Rwandan Government which had been reported in a further update paper to Court had now been clarified and the University was satisfied with the position and continued to recommend approval of the project to Court.

- 171 The Court agreed that as a matter of good practice further due diligence on the partner organisation should be undertaken and considered by the Governance and Nominations Committee. Subject to that, the Court approved the project and noted that the first foundation students and the first PGT students would begin studying in Kigali, Rwanda in September 2017.

KOREA CAMPUS UPDATE

- 172 Professor Paterson introduced a paper which provided Court with an update regarding the status of the project to open a University campus in South Korea and the current situation regarding the signing of the legal and financial agreements to facilitate the project (*copy filed with the principal copy of the minutes*).
- 173 The Court noted that since institutional approval for the project had been given in June 2016, significant changes in the Korean economy had taken place and had impacted on the initial market expectations for the campus. As a result, the University had been in negotiations with the Korean partners regarding preparation of legal and financial documentation for the project in a format acceptable to the University. At its meeting on 7 March 2017, the Operating Board received a further update on progress in negotiating these agreements and approved the University's continued involvement in the project. The Court noted that those negotiations were progressing satisfactorily, alongside a parallel legal review of the agreements, and it was anticipated that the University would sign the agreements in early April 2017 and that the campus would formally open in September 2017.

UPDATE ON DEVELOPMENT TRUST CAMPAIGN PRIORITIES

- 174 The Court received a presentation from the Principal and a written report on the key themes for the University's next fundraising Campaign (*copy filed with the principal copy of the minutes*). The Court also received an example of campaign documentation which illustrated how the themes referred to in the paper would be promoted and marketed externally.
- 175 The Court noted that the Campaign would focus on four key themes: Health, Society, Ambition and Science. The presentation and paper also highlighted the emerging campaign priorities and projects for support within these themes.
- 176 In discussion, it was noted that the University expected that the aim for any capital projects within the campaign would be to raise 50% of the funding requirement. It was suggested that consideration should be given to the inclusion of heart disease research within the priorities for fundraising. It was also suggested that there be sufficient flexibility within the Campaign to enable the University to seek support for international activities in the future. The Court was also assured that the role of AUSA in supporting students would continue to be an area where fundraising was sought through the annual fund appeal.
- 177 The Court noted that this was an interim report and that a more developed plan would be presented in June 2017, at which time it was expected the University's capital plan and priorities would also be considered by Court.

HEALTH, WELLBEING AND SAFETY

- 178 The Court received and considered a paper (*copy filed with the principal copy of the minutes*) which provided details of ten health and safety incidents since its last meeting. The Court also received an update on recent health, wellbeing and safety initiatives.

STANDING REPORTS

REPORT FROM THE RECTOR

- 179 The Rector congratulated the Students' Association on their recent Annual General Meeting and highlighted the recent election of new Sabbatical Officers. The Rector also noted the sporting achievements of a number of students and the success of the International Women's Day Conference organised by the University.

REPORT FROM THE PRINCIPAL

- 180 The Court noted a report from the Principal (*copy filed with the principal copy of the minutes*) on recent developments within the University, in particular significant events and achievements of staff and students.

REPORT FROM THE PRESIDENT OF THE STUDENTS' ASSOCIATION

- 181 The President of the Students' Association introduced his written report (*copy filed with the principal copy of the minutes*) on the recent activities of AUSA.

CURRENT CHALLENGES FOR THE UNIVERSITY

- 182 The Principal gave a presentation which reported on a number of challenges for the University emerging from the current political and higher education context. These included: the UK Higher Education Bill, Brexit, the Scottish Government's Enterprise and Skills Review, the potential pressure for the traditional four year university degree in Scotland to be shortened, and the 2017-18 budget settlement for higher education in Scotland.
- 183 The Court noted that the University in common with most other Scottish universities had decided not to participate in the Teaching Excellence Framework and was assured that this was not expected to impact directly upon the University's position in league tables.
- 184 Following discussion of the issues of Brexit, it was agreed to circulate to Court information on the number of non-UK EU staff and students at the University. It was noted that a potential response to Brexit and possible loss of access to European research funding might be through the University undertaking teaching within the remaining EU states, although further work to ascertain the legality of this would be required.

FUTURE STRATEGIC DIRECTION OF THE BUSINESS SCHOOL

- 185 The Court received a presentation and written report from Professor MacGregor, Executive Dean of the Business School, (*copy filed with the principal copy of the minutes*) on the long-term vision for the School to be an internationally recognised, medium sized, business school with a distinctive identity and portfolio, and to become the Business School of choice regionally and a strong competitor nationally and internationally.
- 186 The Court noted that to achieve this vision the School planned to have a portfolio of attractive programmes at all levels, high quality research, extensive external engagement and a portfolio of professional accreditation. The School's ambition was to be located in a new or refurbished building consistent with the standard being offered by leading competitors. The Court noted that to realise this ambition, the School was committed to:
- doubling income to £20m and doubling staff numbers;
 - a quadrupling of international student numbers to 750;

- phased investment derived from School-generated surpluses, leading to further increases in income which would trigger further investment, and so on in a virtuous cycle;
 - producing sufficient surplus to fund a new building; and
 - producing a surplus for the University of around £2m and a total contribution of £7m.
- 187 In discussion, a number of members welcomed the vision and the Court agreed that it was vital to both the School and the University's wider reputation that it succeed in achieving that ambition. The importance of international as well as home and European students was noted, and it was agreed that the proposal for transnational education in Qatar was of particular strategic significance for the Business School. The Court discussed whether, in the longer-term, the Business School as a 'head office' needed to be located in Aberdeen or whether this might be overseas.
- 188 The Court was assured that while recruitment to Professorial level was a highly competitive market, the University was confident that it would be able to recruit high calibre staff at all levels within the School. In discussion of the need for new facilities, the Court noted that discussions were underway to ensure that in the immediate term there was sufficient capacity to accommodate increased numbers of students.
- 189 The Court endorsed the proposed vision and strategy for the future development of the Business School.

REMUNERATION COMMITTEE: SENIOR STAFF PAY POLICY AND REMIT/COMPOSITION

- 190 The Court received a report from the Remuneration Committee which set out proposals for a fund of £100k to recognise, reward and incentivise senior members of staff (grade 9). The report also included a revised remit and composition of the Remuneration Committee and advised of the appointment of a new Convener (*copy filed with the principal copy of the minutes*).
- 191 The Court noted that the process for senior staff pay would be to take forward a strategy focused on addressing gender differentials and providing an opportunity for evidence based exceptional contribution to be recognised.
- 192 The Court noted that following the recent introduction of a policy to offer remuneration for the role of Senior Governor, the Remuneration Committee had considered whether it was appropriate for the Senior Governor to continue as Chair of the Remuneration Committee and had agreed that it should be chaired by an independent member of Court and not the Senior Governor. Following consultation with the Governance and Nominations Committee, it had been agreed that Mr Steyn as the most experienced independent member of the Committee should be Convener. The remit had also been updated to reflect the position agreed by Court in October 2016 that the Remuneration Committee would review annually the remuneration of the Senior Governor and to address an Internal Audit recommendation that the quorum of the Committee be amended to ensure that an appropriate number of independent members were required to be present.
- 193 The Court approved the proposed Senior Staff Pay Policy 2017, the revised remit and composition of the Committee, and the appointment of Mr Steyn as Convener.

PERFORMANCE MONITORING UPDATE: QUARTER 1, 2016/17

- 194 The Court received and considered a report on progress made in the first quarter of the academic year 2016/17 (*copy filed with the principal copy of the minutes*) against the School targets and KPIs underpinning the University's Strategic Plan 2015-2020.

OPERATING BOARD REPORT

- 195 The Court received a report from the Operating Board meetings held on 10 January, 1 February and 7 March 2017 (*copy filed with the principal copy of the minutes*). The principal items of the report that were noted by Court were the Board's consideration of the following:
- Health, Wellbeing and Safety;
 - Updates on supporting activities and policies
 - Accidents and incidents
 - Student Recruitment;
 - Student Admissions Update
 - Online Education
 - A report on tariff and retention
 - Financial planning, including;
 - Budget Planning Assumptions 2017/18 to 2019/20
 - Universities' Accounts Comparison Year Ended 31 July 2016
 - The Cash Management Annual Update
 - Advisory Group on Investment report
 - Strategic Business Venture Group report
 - Management reporting
 - Restructuring Exercise update
 - Staffing updates
- 196 The Court noted that the Board had convened a special meeting on 10 January to consider proposals for partnership activity in Africa. The Board's consideration of this project, and the following further transnational education items: Transnational Education Strategy, Partnership Activity in Qatar and the Korea Camus were reported to Court separately as part of papers earlier in the agenda:
- 197 The Court, on the recommendation of the Board and having previously been considered by the Partnership, Negotiating and Consultative Committee, approved the following Health and Safety policies:
- Fire Safety Policy
 - Use of Drones Policy and Guidance
 - Control and Management of Contractors
 - Overseas Travel Policy and Guidance.

REPORTS FROM COMMITTEES

GOVERNANCE AND NOMINATIONS COMMITTEE

- 198 The Court received a report of the principal items of business considered by the Governance and Nominations Committee at its meetings on 16 December 2016 and 1 February 2017 (*copy filed with the principal copy of the minutes*). The report included two items for approval, as follows:
- (i) A recommendation to approve a nomination for the 'Benefactor to the University' Award
 - (ii) A recommendation to approve a minor change to Resolution No 282 [Procedure for Removal of a Member of Court] to be consistent with the new requirements of the Higher Education Governance (Scotland) Act. If approved by Court, the Resolution would be subject to the further consultation required by the Universities (Scotland) Act 1966, including Senate and the Business Committee of the General Council.
- 199 The Court approved the recommendations.

PARTNERSHIP, NEGOTIATION AND CONSULTATIVE COMMITTEE

- 200 The Court noted a report of the principal items of business considered by the Partnership, Negotiation and Consultative Committee at its meeting on 1 March 2017 (*copy filed with the*

principal copy of the minutes). In addition, the Court was invited to approve a Closed Circuit Television (CCTV) Policy.

- 201 The Court noted that with regard to the CCTV Policy, a campus trade union had requested consideration of amendments to the Policy. It was, therefore, agreed that these should be considered and that the Policy would be brought back to a future meeting of Court.

AUDIT COMMITTEE

- 202 The Court noted a report of the principal items of business considered by the Audit Committee at its meeting on 19 January 2017 (*copy filed with the principal copy of the minutes*).

UNIVERSITY COMMITTEE ON TEACHING AND LEARNING

- 203 The Court noted a report of the principal items of business considered by the University Committee on Teaching and Learning at its meeting on 8 March 2017 (*copy filed with the principal copy of the minutes*).

STUDENT EXPERIENCE COMMITTEE

- 204 The Court noted a report of the principal items of business considered by the Student Experience Committee at its meetings on 15 February 2017 (*copy filed with the principal copy of the minutes*).

RESEARCH POLICY COMMITTEE

- 205 The Court noted a report of the principal items of business considered by the Research Policy Committee at its meeting on 8 March 2017 (*copy filed with the principal copy of the minutes*).

ROUTINE BUSINESS

COMPOSITION OF SENATE ORDINANCE AND RESOLUTION

- 206 Further to proposals approved at its previous meeting, the Court received a report on the statutory consultation that had been undertaken on a draft Ordinance and Resolution required to implement recommendations arising from the Effectiveness Review of Senate (*copy filed with the principal copy of the Minutes*). As no amendments had been proposed the Court, therefore, approved the following:

- (i) Ordinance 'Amendment to the Composition of the Senatus Academicus' for submission to Privy Council
- (ii) Resolution 'Election of Readers and Lecturers to the Senatus Academicus'.

SFC OUTCOME AGREEMENT

- 207 The Court received and approved the University's Outcome Agreement with the Scottish Funding Council for the period 2017/18 to 2019/20 (*copy filed with the principal copy of the minutes*).

EQUALITY MAINSTREAMING AND OUTCOMES REPORT

- 208 The Court received and approved the University's Equality Mainstreaming and Outcomes report (*copy filed with the principal copy of the minutes*).

SENATE REPORT

- 209 The Court received and noted a report of the principal items of business considered by Senate at its meeting on 25 January 2017(*copy filed with the principal copy of the minutes*).

- 210 The Court on the recommendation of the Senate, approved the draft Resolution, 'Changes to Regulations for Various Degrees' which enacted changes in Degree Regulations recommended by the Quality Assurance Committee. The Resolution would be subject to the further consultation required by the Universities (Scotland) Act 1966, including the Business Committee of the General Council.

REPORT ON DEVELOPMENT TRUST ACTIVITY

- 211 The Court received and noted a paper (*copy filed with the principal copy of the minutes*) providing details of the Development Trust's performance since its last report to Court on 6 December 2016.

UNIVERSITIES' ACCOUNTS COMPARISONS 2015/16

- 212 The Court noted a paper (*copy filed with the principal copy of the minutes*) which analysed university annual accounts for the year ended 31 July 2016 and compared the University's performance with the Scottish sector and benchmark group in the UK.

MANAGEMENT REPORT

- 213 The Court noted the Management Accounts and Reports for the period to 31 January 2017 (*copy filed with the principal copy of the minutes*).

DATE OF NEXT MEETING

- 214 The Court noted that the next meeting would be held on Tuesday 27 June 2017 at 9.00am.

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Maggie Chapman

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27/6/2017

Date approved