

THE UNIVERSITY OF EDINBURGH
BUSINESS FOR MEETING OF THE UNIVERSITY COURT
to be held in the Conference Room School of Chemistry
on Monday, 4 November 2013 at 2.00 p.m.

A buffet lunch will be available at 1.00 p.m. in the Seminar Rooms 1 and 2, School of Chemistry

This meeting of Court will be preceded by a presentation “Edinburgh Global Plus...” delivered by Vice-Principal Professor Steve Hillier.

A FORMAL BUSINESS

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| 2. | Note of Seminar held on 16 September 2013 | A2 |
| 3. | Senate Assessors | A3 |

B PRINCIPAL'S BUSINESS

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C SUBSTANTIVE ITEMS

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| 1. | Report of the Finance and General Purposes Committee | |
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| | .2 Report on Other Items | C1.2 |
| 2. | EUSA President's Report | C2 |
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| 4. | 2014-17 Draft Outcome Agreement | C4 |
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| 7. | Report from Estates Committee | C7 |
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D ITEMS FOR FORMAL APPROVAL OR NOTE

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| 4. | Donations and Legacies | D4 |
| 5. | Use of the Seal | |

If you require this agenda or any of the papers in an alternative format e.g. large print please contact Dr Katherine Novosel on 0131 650 9143 or email Katherine.Novosel@ed.ac.uk

MINUTE OF A MEETING *of the University Court of the University of Edinburgh held in the Informatics Forum on Monday 16 September 2013.*

Present: Rector (in chair)
The Principal
Ms D Davidson
Mr A Johnston
Professor A M Smyth
Professor J Ansell
Professor D Finnegan
Professor A Harmar
Professor S Monro, Vice-Convener
Mr D Bentley
Mr P Budd
Mr L Matheson
Mrs E Noad
Ms A Richards
Ms A Lamb
Mr H Murdoch, President Students' Representative Council
Ms K Haigh, Vice-President Students' Representative Council

In attendance: Senior Vice-Principal Professor M Bownes
Vice-Principal Professor J Haywood
Vice-Principal Professor C Jeffery
Vice-Principal Professor D Miell
Vice-Principal Dr S Rigby
University Secretary, Ms S Smith
Vice-Principal Mr N Paul, Director of Corporate Services
Mr A Currie
Ms S Gupta, Director of Human Resources
Mr P McNaull
Mrs T Slaven, Deputy Secretary Strategic Planning
Mr G Douglas, Deputy Secretary Student Experience
Dr K J Novosel, Head of Court Services

Apologies: The Rt Hon D Wilson, Lord Provost of the City of Edinburgh
Sheriff Principal E Bowen
Dr M Aliotta
Dr R Black
Dr C Masters
Ms S Beattie-Smith, Rector's Assessor

Court received a presentation on the University's involvement in The Edinburgh Festivals delivered by Vice-Principal Professor Dorothy Miell.

A FORMAL BUSINESS

1 MINUTE OF THE MEETING HELD ON 24 JUNE 2013

Paper A1

The Minute of the meeting held on 24 June 2013 was approved as a correct record. Court noted that this was the last meeting to be attended by Professor Tony Harmar,

Senate Assessor and Members warmly thanked him for his commitment to the work of Court and the University.

Court welcomed Ms Doreen Davidson, General Council Assessor and Ms Angi Lamb, Non-Teaching Staff Assessor to this their first meeting as Members of Court: both had been in attendance at the Court meeting on 24 June 2013.

Court also welcomed Mr Gavin Douglas who had been appointed Deputy Secretary, Student Experience with effect from 16 September 2013.

2 NOTES OF MEETINGS HELD IN JULY 2013 Paper A2

Court noted and approved the notes of the two electronic meetings held in July 2013.

3 VACATION COURT Paper A3

Court homologated the decision of the Vacation Court and noted that the maternity cover arrangements in the International Office in India were considered robust and satisfactory. It was further noted that a review of the International Office in China was underway and information would be available in due course on the outcome of this review.

4 ELECTION OF NON-TEACHING STAFF ASSESSOR Paper A4

Court noted the outcome of the election of a Non-Teaching Staff Assessor and that Ms Angi Lamb had been duly elected from 1 August 2013 until 31 July 2017.

5 SENATE ASSESSOR Paper A5

Court noted the resignation of Professor Harmar with immediate effect and that a process to elect a successor had commenced.

B PRINCIPAL'S BUSINESS

1 PRINCIPAL'S COMMUNICATIONS Paper B1

Court noted the items within the Principal's report and the additional information on: recent media coverage of NSS results; the University's achievement in being ranked 17th in the QS World Rankings; recent events to thank staff for their contributions at the graduation ceremonies and to welcome new members of staff; the success of Freshers' week and the varied activities being promoted; the engagement with the Edinburgh Festivals and the success of the new venue at Paterson's Land; the encouraging level of participation in the latest open day; the success of the bid to run ARCHER; and congratulations to Vice-Principal Professor Miell on becoming President elect of the British Psychological Society and to Professors Earnshaw, Sir John Savill and Sharp on being elected to the Fellowship of the Royal Society. Court further noted that Mr Angus Currie had intimated his intention to retire at the end of March 2014.

2 NAMING OF NEW BUILDINGS Paper B2

Court approved the proposal to name phase 2a and phase 2b of the new National Avian Research Facility at Easter Bush the Greenwood Building and the Bumstead Building respectively.

C SUBSTANTIVE ITEMS

1 REPORT OF THE FINANCE AND GENERAL PURPOSES COMMITTEE

Comments on the Report of the Central Management Group meetings of 19 June and 21 August 2013 **Paper C1.1**

The satisfactory report on progress in taking forward the operational recommendations within the Court Review of the ECA merger was welcomed and it was noted that there were some areas of on-going work. Court further noted that the Scottish Funding Council required an evaluation report at the end of the first two years of the merger with ECA and that this report would in due course be circulated to Court. There was discussion on the issues that had arisen regarding completion of the agreed recommendations from internal audit assignments and Court fully endorsed the importance of the Central Management Group and of senior management in ensuring that these agreed recommendations were promptly actioned. Court noted the matter considered under socially responsible investment and endorsed the approach to disinvest from this company. The information on staff was also noted and it was suggested that it would be helpful to include information on the other protected characteristics in terms of equality and diversity legislation recognising that there may be issues around the completeness of the information available.

Report on Other Items

Paper C1.2

Court approved the proposals in respect of the fee for RUK-domiciled undergraduate students for entry in 2014/2015. Court further approved the proposals for RUK bursaries and for Scotland Accommodation Bursaries for 2014/2015 as set out in the paper. In approving these matters Court took cognisance of the update of the equality impact statement.

The other items were noted particularly the update on the Holyrood development.

2 EUSA PRESIDENT'S REPORT

Paper C2

Court noted the items within the EUSA President's report and the additional information on: the School Councils' project; the approach now being taken forward to recruit and appoint a new Chief Executive; and the successful involvement in the Edinburgh Festivals.

It was noted that EUSA had lunched an Impact Report which was the first stage in developing a Strategic Plan. Copies of the Report were tabled at the meeting and the EUSA President delivered a very informative presentation on the Report around the five sections on creating: safe spaces; community connections; vibrant campus; partnerships; and leaders. Court was supportive of the approach.

3 WIDENING PARTICIPATION

Paper C3

The summary information on the outturn position for the various undergraduate bursaries and scholar programmes for 2012/2013 was noted by Court in particular the success of the Edinburgh RUK Bursaries. The current position for 2013/2014 was encouraging and it was noted that the final position would not be known until well into this academic year. Court in particular noted the number of eligible students on the new Scotland Accommodation Bursary scheme which the University had introduced in 2013/2014 and that, based on current information, the University would meet its allocation of additional widening access places in respect of its bid to the Scottish

Funding Council.

Court was satisfied that the situation would continue to be monitored to ensure that the present schemes were appropriate to the needs of students. Court further noted the continuing success of the work of the Lothian Equal Access Programme for Schools (LEAPS) and the increase in the number of students entering via this programme.

4 STUDENT EXPERIENCE

Paper C4

Court noted the satisfactory update report on progress around the four focus areas and the individual initiatives and projects being taken forward within each of these areas. The establishment of a Student Enhancement Programme Board to have oversight of all these projects was endorsed. It was noted that a Court member would be appointed to this Board and that Mr Douglas the new Deputy Secretary, Student Experience would be secretary to the Board. The NSS 2013 results which were little changed from the previous year were also noted. There were a number of actions underway including the publication of a series of posters 'On the same page as you' (tabled at the meeting) which had been distributed throughout the University and visits to specific Schools.

Court welcomed a leaflet (tabled at the meeting) aimed at University staff to provide information on the five key areas of: community, engagement, support, feedback, and recognition around which the University sought to make significant improvements to the student experience. There was discussion on various challenges particularly the agreed assessment feedback targets and the work of Senate, Colleges and Schools in taking this forward and providing leadership and support.

5 UNIVERSITY'S PEOPLE STRATEGY

Paper C5

Court approved the new People Strategy which was aligned to the University's Strategic Plan and the separate plans of Colleges and Support Groups. It was noted that a detailed people plan would be developed in consultation with colleagues across the University including unions and EUSA to ensure delivery of the Strategy and this would include development of a set of KPIs. Court was assured of the monitoring proposals for the Strategy and the role of the Staff Committee in this process.

6 STAFF CONTRACTS

Paper C6

The University was committed to promoting good practice across the people agenda and recent media interest on contractual arrangements within the sector was noted. Court was fully supportive of the review on the use of 'hours to be notified' (HTBN) contracts and that going forward staff would be offered guaranteed hours contracts. Consultation had commenced during this interim period particularly with current HTBN colleagues with the aim that the majority of these staff would have guaranteed hours by the end of this calendar year. Court welcomed this very positive approach.

7 SUMMARY OF THE UNIVERSITY'S EQUAL PAY AUDIT

Paper C7

Court noted the findings of the equal pay audit and it was suggested that it might be helpful to initiate annual audits in areas of particular interest to establish more comprehensive comparative information. It was also suggested that it might be helpful to consider any effect of REF in this area.

8 REPORT FROM COURT SUB-GROUP

Paper C8

The initial recommendations of the Court Sub-Group tasked with detailed consideration of the new Scottish Code of Good Higher Education Governance were

approved. This included the process to appoint the next Vice-Convenor being managed by the Nominations Committee to enable the individual to be in post by 1 August 2014.

9 REPORT FROM THE NOMINATIONS COMMITTEE Paper C9

On the recommendations of the Nominations Committee the following were approved:

Nominations Committee

Revised terms of reference (as attached to the paper) in line with the new Code and specifically to enable the Committee to take forward the appointment of the next Vice-Convenor.

SBS Trustees

Mr Alan Johnston to be appointed Trustee with immediate effect until 31 July 2015 with the recommendation that the SBS Trustees consider appointing Mr Johnston chairman of the Trustees.

Student Enhancement Project Board

Professor Monro to be appointed with immediate effect until 31 July 2014.

10 ANNUAL SUBJECT REVIEW STATEMENT TO THE SCOTTISH FUNDING COUNCIL Paper C10

Court endorsed the University's Annual Report to the Scottish Funding Council on Institution-led Review and Enhancement Activity 2012/13 and authorised the Vice-Convenor to sign off the Annual Report with the required statement of assurance on its behalf.

D ITEMS FOR FORMAL APPROVAL OR NOTE

1 THE UNIVERSITY OF EDINBURGH BASELINE STATEMENT ON QUALITY ARRANGEMENTS Paper D1

Court approved the revised statement on quality arrangements.

2 DONATIONS AND LEGACIES Paper D2

Court was pleased to note the donations and legacies to be notified, received by the University of Edinburgh Development Trust between 14 June and 31 August 2013.

3 USE OF THE SEAL

A record was made available of all the documents executed on behalf of the Court since its last meeting and sealed with its common seal.

The University of Edinburgh

The University Court

4 November 2013

A2

Court Seminar – 16 September 2013

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

Attached are the informal notes of the Court Seminar held on 16 September 2013.

Action Requested

Court is invited to note the content of the paper.

Risk Assessment

None directly.

Equality and Diversity

Where applicable, noted in the paper.

Freedom of Information

Can this paper be included in open business? No

Its disclosure would substantially prejudice the commercial interests of any person or organisation.

Originator of the paper

Dr Katherine Novosel
Head of Court Services

October 2013

The University Court

4 November 2013

Senate Assessors

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

Court is invited to note the following:

1. The outcome of the call for nominations for two ordinary term vacancies for Senate Assessors on Court
2. The outcome of the first call for nominations for the short term vacancy for a Senate Assessor on Court
3. An update on the second call for nominations for the short term vacancy for a Senate Assessor on Court
4. Date set for election for Senate Assessor on Court (short term vacancy)

Action requested

For noting.

Resource implications

Does the paper have resource implications? No.

Risk Assessment

Does the paper include a risk analysis?

Equality and Diversity

Has due consideration been given to the equality impact of this paper?

Freedom of Information

Can the paper be included in open business? Yes.

Originator of the paper

Anne Marie O'Mullane
Senate Clerk

1. Senate Assessor Vacancies – Outcome for Ordinary Term Vacancy

Two candidates stood for the two ordinary term vacancies for Senate Assessors on Court. As per the rules, approved by the September Electronic Senate, the Scrutinising Committee deemed the nominations to be valid.

Professor Sarah Cooper, Business School, and Dr Claire Phillips, The Royal (Dick) School of Veterinary Studies, were deemed to be elected to the two ordinary term vacancies, commencing on August 1 2014 (ending July 31 2018), due to an uncontested election.

2. The outcome of the first call for nominations for the short term vacancy for a Senate Assessor on Court

The short term vacancy for a Senate Assessor on Court was not been filled as no valid nominations were received.

An update on the second call for nominations for the short term vacancy for a Senate Assessor on Court

Senate at its meeting on Wednesday, 2 October 2013 agreed to reopen the nomination process for the short term vacancy for a Senate Assessor on Court (effective immediately until July 31 2014) as no valid nomination form had been received.

Four nomination forms were received and deemed valid by the Scrutinising Committee. As per the rules approved by the September Electronic Senate an election will now take place in order to fill the vacancy. One nominee has withdrawn their candidacy.

3. Date set for election for Senate Assessor on Court (short term vacancy)

The election will take place on Tuesday 12 November at 12.00 until Thursday 14 November at 12.00 and Court will be notified in due course of the outcome of this election.

Principal's Report

These communications are grouped into international, UK and Scottish developments, followed by details of University news and events:-

International

North America

I am pleased to announce that we have appointed Ms Joanna Storrar as Executive Director of the University's new North America Office in New York with effect from January 2014. Some of you may remember Ms Storrar, who was previously Director of Development for the University for 10 years. In her new post she will be responsible for coordinating a diverse portfolio of activity including philanthropy; academic collaboration; alumni engagement; regional recruitment; engagement with funders and sponsors of research and supporting the University's licensing and venturing activities.

Russia

The Vice Principal International was invited by Baroness Elizabeth Smith to attend a Calvert 22 Forum at Smolny College of Liberal Arts and Sciences in St. Petersburg, Russia. Calvert 22 Foundation is a non-profit UK registered charity created in 2009 by Russian-born, London-based economist Nonna Materkova. The mission of the Calvert 22 Foundation is to create projects and partnerships focused on the contemporary art and culture of Russia and Eastern Europe. Nonna Materkova will be visiting Edinburgh in November 2013 for further discussions on a planned collaboration between Calvert 22 and the University of Edinburgh. The aim is to create a three-way partnership between Smolny/St Petersburg State University, Edinburgh and Calvert 22.

Africa

As part of a developing strategy for Africa, visits to the University of Dar es Salaam, Tanzania and the University of Ghana took place in October 2013. Vice Principal International was invited to attend the International Conference of African Studies at the University of Ghana, October 24-26 October 2013. He also visited the University of Dar es Salaam, Tanzania on 21 October and signed an MOU affirming the Julius Nyerere Educational Partnership.

India

Mr Pankaj Muthe was recently appointed as Acting Director of the University of Edinburgh Liaison Office in India to provide cover for Amrita Sadarangani's maternity leave. Pankaj has a wealth of experience in wide ranging areas in consulting, marketing and research.

There has been a general slowdown in interest in studying in the UK from India in recent years but despite this overall trend, Edinburgh's student intake from India has increased. India remains one of the University's top five non-European Economic Area cohorts and our third largest cohort at postgraduate taught level behind China and the USA. The Russell Group has noted a decline of 14-15% in enrolments from India in the last two years and most UK universities report a steeper decline of between 30-70 per cent.

The University is one of the sponsors of the *Power of Youth Summit* in India which took place in October 2013.

China

A Joint National Research Centre on the Study of China will be launched at a 'Peking University at the University of Edinburgh Day' on November 18, 2013. This partnership with Peking University will provide a superb opportunity to build a distinctive centre of excellence in China Studies, to attract world-leading experts to Scotland and enable unprecedented access to Chinese (digital) research resources.

Dr Judith McClure has been appointed temporary co-Director of the Confucius Institute Scotland.

Latin America

Professor John Ardila, Hispanic Studies, has been appointed Director of the Centre for Contemporary Latin American Studies and will work closely with the Director of the Office of the Americas to develop partnerships in Latin America.

Korea

Applications have been submitted to the Korea Foundation to help build Korean Studies at the University. These are for i) funding to support a second Yun Posun Memorial Symposium in March 2014 and ii) a Chair in Contemporary Korean Studies.

Global Academies

The external members of the Advisory Board have been recruited and the first meeting is planned for April 2014 in conjunction with a wider Global Challenges Conference.

The external members are:

- Prof Sir John Beddington, Convener
- Prof Betsy Bradley, Director, Yale Global Health Initiative
- Prof Sir Brian Heap, President, European Academies Science Advisory Council
- Prof Calestous Juma, Professor of the Practice of International Development, Belfer Center for Science and International Affairs, Harvard University
- Mr Ian Martin, United Nations Secretary-General's Special Representative for Libya
- Prof Peter Piot, Director & Professor of Global Health, London School of Hygiene and Tropical Medicine

The University has responded positively to an invitation from Bill Clinton to join the Clinton Global Initiative Universities Network and the Global Academies will take this forward on behalf of the University.

Centre for Cultural Relations

This new centre will launch on 27 November 2013 and over time aims to establish the centre, and the University, as a global centre of excellence in fundamental research in cultural relations. The centre will draw on the existing interdisciplinary strengths of the University and will also seek to build research collaborations across Scotland and more widely.

International high level delegations were received from:

- Japanese Embassy, London
- Minister of Finance, Chile
- National University of Singapore

- Technical University of Munich, Germany
- University of Uppsala, Sweden
- University of Bergen, Norway
- University of Sao Paulo, Brazil
- DIKTI, Indonesia
- President BP China
- University of Southern Denmark
- University Malaysia Terengganu
- Taiwanese Ambassador
- South China University of Technology
- Minster of Scientific Research, Egypt

Related Meetings

I was pleased to welcome President Prof. Wolfgang A. Herrmann of the Technical University of Munich and colleagues to Edinburgh and the University.

I visited the University of Uppsala in September, at the invitation of its Vice-Chancellor Professor Eva Åkesson to discuss the setting up a MoU and delivered a talk on online learning.

At the invitation of our Communications and Marketing team I was pleased to address delegates of the World 100 Reputation Event where I spoke about building reputation in Higher Education Institutions, international press, the role of our international offices and alumni networks, and global academies.

It was a pleasure to host lunch for the new US Ambassador, HE Matthew W Barzun who also attended an Undergraduate American History lecture given by Professor Frank Cogliano. I also recently met with the Italian Ambassador Pasquale Terracciano and Consul General Mauro Carfagnini.

UK

Pay Negotiations 2013/14 and Industrial Action

Following the rejection of the employers final pay offer of 1% Unison, Unite and UCU announced the date for strike action as Thursday 31st October 2013, which is part of a national day of action across the UK. Further strike days may follow although the unions are required to give at least one week's notice of their intentions.

UCU also has a mandate for action short of strike due to commence from 1 November 2013 and the instruction from UCU to members is to work strictly to contract.

We have sent out our normal communications to managers and staff to ensure that we are able to maintain our activities and minimise the potential impact on students.

Immigration Bill

The Immigration Bill was published on the 10th October and subject to parliamentary progress is expected to receive Royal ascent in Spring 2014.

The Bill contains measures to strengthen the powers available to government to remove people from the UK; restrict appeal rights; create powers to restrict migrants' access to various services; create new powers to investigate sham marriages and civil partnerships; strengthen the powers of the Office of the Immigration Services Commissioner and provide embarkation checks on passengers departing

from the UK. Universities UK have responded to three government consultations over the summer on measures to introduce charges for access to NHS services, to require landlords to check immigration status before letting out rented accommodation and on right to work checks.

These responses highlighted concerns about the workability of the proposals and the potential impact on perceptions of the UK to students and highly skilled migrants. Lobbying will continue as the Bill progresses.

Universities Superannuation Scheme (USS)

Court may be aware of the recent press coverage around the USS deficit and it might be helpful to know that I recently had a private meeting with the independent Chair of the USS Joint Review Group, Sir Andrew Cubie, who briefed me on the matter.

Scotland

Nobel Prize for Physics

I am sure that Court shares in our delight that Emeritus Professor Peter Higgs has been awarded the Nobel Prize for Physics in conjunction with Professor Francois Englert for the outstanding contribution to the theoretical work that led to the prediction of the Higgs boson particle. The University is actively engaged with the plans to mark this legacy with the Higgs Centre for Theoretical Physics and has already garnered some significant contributions from the Scottish Government and private donors.

Global Citizenship Commission

The University successfully hosted the first Global Citizenship Commission in October. Chaired by former Prime Minister Gordon Brown MP, and organised in conjunction with New York University and the Carnegie UK Trust. The Commission saw a number of distinguished leaders gather in Edinburgh to re-examine the Universal Declaration of Human Rights, adopted by the United Nations in 1948, and discuss the many global developments since its passing 65 years ago.

As part of the proceedings the education campaigner Malala Yousafzai spoke at the meeting and was subsequently awarded an honorary degree of Master of Arts by the University in recognition of her efforts to improve educational opportunities for children around the world.

Blair Retreat

Development & Alumni colleagues, working with the senior team, were pleased to host and participate in the retreat at Blair to consider the future fundraising strategy for the University. It proved to be a very insightful session with senior donors and colleagues reaching a positive and clear consensus about the future direction.

Top Team Retreat

In addition to the Blair Retreat the senior team spent a very productive day and a half considering and debating the future strategy of the University. Work is continuing via PSG on some of the identified themes.

Open Days

Our three Undergraduate Open Days were very successful this year with over 18,000 students attending many of whom are accompanied by family and friends. Staff on duty and behind the scenes all come together to show the University at its best and make these events a very positive experience.

Edinburgh Conversations

The University, led by the Academy of Government, organised a successful and informative event at the Edinburgh Centre for Carbon Innovation to stimulate informed debate under the banner of the “Edinburgh Conversations”. A series of thought provoking speakers acknowledged the University’s history with such events and succeeded in fostering an open and constructive discussion that looked to the future of 21st Century Scotland.

School Visits

I am undertaking to visit all 22 Schools over the coming year to hear about their current activities around the student experience, distance education and internationalisation and update them on the broader plans of the University. I started the series with an enlightening and enjoyable visit to the Royal Dick School of Veterinary Studies last month and will visit the Moray House School of Education later this month.

Related Meetings

I was pleased to take part in the launch of the Single Knowledge Exchange Organisation, with Cabinet Secretary for Education and Lifelong Learning Mr Mike Russell MSP and the former chair of the SFC John McClelland. Also, the ‘Constitution round table discussion’ on research funding and cross border flows in an independent Scotland with Cabinet Secretary Russell arranged by Universities Scotland. I was also pleased to participate in the ‘Future of the Financial Services Industry in the European Banking Union’ conference dinner with the Cabinet Secretary for Finance and Sustainable Growth Mr John Swinney MSP.

I was invited to deliver the opening session at the National Museum of Scotland’s recent planning day to consider their future strategy and spoke about how the University uses and follows its own Strategic Plan.

Angus Currie and I were very pleased to host a comprehensive tour of much of the University estate for City of Edinburgh Council Chief Executive, Sue Bruce.

I was pleased to attend the Carnegie Awards Dinner hosted by Presiding Officer and First Minister of Scottish Parliament, and Carnegie Medal of Philanthropy presentation at the Debating Chamber, Scottish Parliament. These events also gave me the opportunity to have a positive catch up meeting with Vartan Gregorian, President of the Carnegie Corporation of New York.

I had productive meetings with both Gordon Marshall, CEO of the Leverhulme Trust and Paul Ramsbottom, CEO of the Wolfson Trust.

I had a productive formal introductory meeting with Janet Archer, the new Chief Executive of Creative Scotland.

I met Graeme Smith, Managing Director of the Amazon Development Centre (Scotland) last month and had positive discussions around bursary provision and was also very pleased to welcome representatives from Santander and students at the Santander Entern Showcase event.

I attended receptions at the Scottish Parliament for the Scottish Council on Archives and also the one year celebration of the foundation of Edinburgh College.

University News

The **University Chancellor**, HRH The Princess Royal, attended various events over 3 days in October. These included: the Chancellor's dinner, where Dr Catherine Heymans, Professor Agata Smoktunowicz and Dr Helen Cameron were presented with Chancellor's Awards; the opening of the **Anne Rowling Regenerative Neurology Clinic** in the Edinburgh Bioquarter and the **Centre for Carbon Innovation** at High School Yards; visits to the School of Divinity and the Cancer Research Centre at the Western General Hospital. She also presided over a special honorary graduation ceremony where Steve Redgrave, Judy Murray, Susie Wolff, and Lynne Ramsay were awarded honorary degrees. This full programme went tremendously well and my thanks to all of those involved in making the visit such a success.

Professor Lord Robert Winston, who delivered a well-received lecture on Medicine, Ethics and Society in late October as part of the Enlightenment Lecture series, was just one of the distinguished guest lecturers at the University this autumn. Lord Desai and Sir Martin Sorrell were also at the University both delivering lectures at the Business School and Baroness O'Neill delivered the Susan Manning Memorial Gifford Lecture.

Doors Open Day weekends in Midlothian and Edinburgh saw 16 University properties open up to over 8,500 visitors. The event is an excellent opportunity to showcase our buildings but also exhibitions, hands on activities and workshops.

Research in the News:

- A full colour, animated **3D hologram** of the human body is to go on public display at the University's Anatomy Museum. The 3D image of a female body is made of three synthetic layers and stands 1.7 metres high and is the first anatomy teaching tool of its kind in the world.
- A multi-million pound project has been launched to help male football fans across Europe become more active and less sedentary. The £5 million project, called **EuroFIT**, will attract men to lifestyle change through a combination of new technology and tapping into the personal connection and loyalty to the team they support. The University of Edinburgh is one of 11 institutions involved in EuroFIT and will advise on pedometer-based walking programmes.
- Edinburgh scientists including Dr Luke McNally have helped to show how animals' ability to perceive time is linked to their pace of life. Their findings show that small-bodied animals with fast metabolic rates can take in more information over a set unit of time compared with large-bodied animals with slow metabolic rates. In this way, small animals experience time more slowly.
- A University study of wild mice has shown that they prefer to sleep and eat near to used nesting material and droppings left by other mice. Choosing a safe place to sleep and taking the opportunity to eat outweighs an increased risk of disease from other animals' dirt, the findings suggest. The study is significant because it could help improve scientists' understanding of how disease spreads among wild animals.

External Recognition:

- Jim Eadie MSP tabled a motion at the Scottish Parliament about the rise of the University in the QS World Rankings.

- The documentary *Karama Has No More Walls*, directed by Sara Ishaq while studying at Edinburgh College of Art, has just been shortlisted for an Oscar. The film, which was made as part of Ishaq's MFA and featured in the College's Degree Show in 2012, is one of the eight short documentaries that will compete in the short documentary category at the Academy Awards next year.

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Vice Principals

A. Vice Principal High Performance Computing

Following discussion at a recent Senior Team strategy session about the importance of “Big Data” to a number of strands of research and postgraduate training I propose to extend the remit of Vice Principal Kenway’s portfolio to include this important area. I therefore seek Court’s endorsement to amend Vice Principal Kenway’s designation to Vice Principal High Performance Computing and Big Data.

B. Vice Principal Equality and Diversity

Court are already aware that a recruitment process is underway to appoint a new Vice Principal Equality and Diversity following the coming retirement of Professor Waterhouse. The core remit of the post is covered in the following job description which is for a 0.4 FTE post that has been advertised internally.

Job Purpose Responsibility and oversight for leading the implementation of the University Strategy and performance in relation to equality and diversity for both staff and students, in addition to a leadership role managing highly demanding and sensitive staff and student case work.

Reporting Relationships

The Vice-Principal Equality and Diversity will report to the Senior-Vice Principal in the first instance and is a key member of the University’s Senior Team.

Key Responsibilities:

General

Vice-Principals are ultimately responsible to the Principal and represent him internally and externally on the particular theme which has been allocated. Although executive authority and service delivery are the responsibility of the relevant budget-holders¹, Vice-Principals work with the professional or functional leaders in the areas relating to their ‘theme’ in a supporting leadership role, bringing academic perspectives and judgments to bear where appropriate. They represent the University’s position internally and externally, locally, nationally and internationally, in relation to their ‘theme’, as may be relevant: this includes engagement with the media. As Vice-Principals, they may also be called upon to act for the Principal or as a Vice-Principal, in any of the University’s formal procedures (for example, grievance and discipline), or to lead or participate in formal or informal investigations or reviews; to undertake other specific responsibilities as requested or agreed by the Principal from time to time, including chairing or membership of working groups, review groups and task forces,

¹ Heads of College and Support Groups are the senior budget-holders in the University, acting within the main management channels of the University, which run through Heads of Colleges/Support Groups, Heads of Schools/Services/Departments and units and through the normal decision making structures such as CMG and Court.

and to represent the Principal at formal and informal functions, internally and externally, UK-wide and, in some cases, overseas.

Specific

The University of Edinburgh has a continuing commitment to equality and diversity which has a vital role to play in ensuring the University's success as a great civic institution. The University is committed to developing an engaging and inclusive culture for work and study, where all staff and students are able to develop to their full potential.

The University is committed to mainstreaming Equality and Diversity across all its activity, and believes its strategy reflects its commitment and contribution to its place as a world-leading centre of academic excellence.

Equality and Diversity targets have been set at University strategic level as well as developing University equality outcomes and associated actions, to address the University's duties under the Equality Act 2010 encompassing all protected characteristics comprising age, disability, gender reassignment, race, religion or belief, sex, sexual orientation, marriage and civil partnership and pregnancy and maternity.

Improvements have been identified which are helping to address the challenges faced by disabled staff and students in accessing higher education and gender issues that may affect the pursuit of our academic and professional work and overall strategic goals.

It is also expected that the integrated E&D Strategy will assist the University in working collaboratively with other UK and Scottish Universities and relevant public bodies; in working in partnership with the Trade Unions; in knowledge transfer, leadership development and policy development.

Within this context, the Vice-Principal Equality and Diversity will have overall responsibility and oversight for leading the implementation of the University Strategy and performance in relation to equality and diversity for both staff and students with a view to realising the University's strategic objectives.

In addition, a significant part of the role will involve dealing with complex and challenging staff and students case work wherein the Vice-Principal Equality and Diversity will need to demonstrate tact and diplomacy skills.

The Vice-Principal will have a wide range of internal contacts, and in particular requires to work closely with Heads of Colleges, Departments and Schools, the University Secretary, with colleagues in Colleges and Schools responsible for equality and diversity activities, and with EUSA. Effective liaison with other thematic Vice-Principals and strategic leadership of relevant Assistant Principals is also essential.

The Vice-Principal Equality and Diversity is a part-time role and the Vice-Principal is expected to devote, on average, around 40% of his/her working time to Vice-Principal duties, with the remaining 60% being devoted to academic responsibilities within his or her School.

Appointment to the role will be subject to approval of the University Court and is expected to be for three years in the first instance. It will be regarded as a partial internal secondment, with financial compensation being provided to the relevant College equivalent to the relevant proportion of the appointee's salary

The Vice-Principal for Equality and Diversity's main responsibilities are as follows:

- Working with, and supporting the University in developing and monitoring the University's Equality and Diversity Strategy and Action Plans;
- Working in close collaboration with senior academics, professional and other colleagues across the University community to ensure that the University's Equality and Diversity Strategy and Action Plans are implemented and to fulfil the objectives set out in the University's strategic plan;
- A substantial part of the role involves managing significant, highly complex and sensitive staff and student case work on behalf of the Principal, exercising significant analytical and diplomacy skills (generally will have at least one current case at any time);
- Ensuring that all strands of equality and diversity receive the appropriate attention for both student and staff dimensions;
- Set the standards for values and expectations, and position the University at the forefront of good practice;
- Develop and integrate staff equality and diversity with student support and Widening Participation;
- Representing the Principal and the University in interactions with other sector bodies and key stakeholders (e.g. Funding Council, UUK, Universities UK) and non sector (e.g. Equality and Human Rights Commission, Equality Challenge Unit, Scottish Government) bodies in consultations, projects, publicity and collaborative initiatives, etc;
- Internally, the Vice-Principal will chair the Equality and Diversity Committee, the Equality and Diversity Management Board and will be in attendance at the Central Management Group and the University Court;
- Previously the post holder has been asked to Chair the Combined Joint Consultative Negotiative Committee (CJCNC) and Staff Committee;
- The Vice-Principal may also have membership of any relevant University Committee as determined by the Principal and of the Central Management Group.

Other tasks would be assigned as appropriate to the remit.

TMMO'S
October 2013

The University of Edinburgh

The University Court

4 November 2013

C1.1

**Report of the Finance and General Purposes Committee
(Comments on the Report from the Central Management Group meeting of
9 October 2013)**

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

This paper comprises the Report to the Finance and General Purposes Committee at its meeting on 21 October 2013 from the Central Management Group of its meeting of 9 October 2013. Comments made by the Finance and General Purposes Committee are incorporated in boxes within the report at relevant points.

Action requested

Court is invited to approve the revised Intellectual Property Policy at item 2 and note the other items with comments as it considers appropriate.

Resource implications

As outlined in the paper.

Risk Assessment

As outlined in the paper.

Equality and Diversity

As outlined where appropriate in the paper.

Freedom of information

Can this paper be included in open business? Yes except for those items marked closed.

Originator of the paper

Dr Katherine Novosel
October 2013

Central Management Group

9 October 2013

1 TAKING FORWARD UN PRI (Appendix 1)

CMG approved the approach to take forward the tasks previously identified as a result of the University signing up to UNPRI and further agreed the proposal to establish a short-life working group to oversee the process including membership as set out in the paper. The timeline was also approved given the scope of the tasks and the different areas within the University potentially affected.

The Committee welcomed the approach to take forward the tasks arising from the University becoming a signatory of the UN Principles of Responsible Investment. It was noted that following an initial one year period of grace signatories' progress on implementing the Principles was supported by an annual reporting and assessment process.

2 IP PROPOSALS (Appendix 2 – reflecting CMG's comments)

It was noted that this replaced a much older policy which had been developed a number of years ago and that the scope of the current revised policy was limited to the exploitation of Intellectual Property in terms of application to industry and commerce and did not include learning and teaching material, books/articles or musical works. CMG made a number of suggestions particularly in light of the issues around learning and teaching material, publication of academic material and open access to data. It was agreed to provide links in section 8 of the policy to current statements on other aspects of intellectual property which applied to the academic area. As part of the dissemination of the policy it was agreed to involve EUSA and to positively promote the University's strategy for innovation.

Subject to consideration and amendment as appropriate CMG endorsed the policy for onward consideration and approval by Court.

The revised IP policy was endorsed and recommended to Court for approval; it was noted that a revision of the current document dealing with intellectual property issues and learning materials was being initiated. It was also confirmed that there was wide understanding across the University of the process to manage intellectual property and of the involvement of ERI in these arrangements.

3 INTERNAL AUDIT FOLLOW UP REVIEWS

There had been previous discussion on the implementation of agreed recommendations contained in internal audit assignment reports in accordance with agreed timescales. CMG noted that while there had been some improvement, the position remained unsatisfactory and CMG agreed to set an initial target of a minimum of 80% of recommends being actioned by the agreed date. CMG further agreed to continue to raise awareness of the importance of implementing agreed recommendations and further where changes were being proposed to either the recommendation or the completion date that these had to be discussed and the new approach agreed with Internal Audit.

4 INTERNATIONAL UNDERGRADUATE MBChB TUITION FEE (CLOSED)

5 SECURITY ADVISORY GROUP ANNUAL REPORT 2012-13

CMG noted the Annual Report in particular the continuing discussion to address inappropriate post exam behaviour. CMG further re-affirmed its support to promote the wearing of staff ID badges.

6 PROPOSED NEW IS DIVISION

CMG endorsed the establishment of a new division within Information Services around Learning and the Web to be headed up by a new Director with effect from 1 August 2014; the costs of taking this forward would be met from within existing resources.

Socially Responsible Investment - Taking Forward the UN Principles for Responsible Investment

1. Background

As part of its commitment to signing up to the UNPRI the University agreed to the actions outlined at Appendix A.

By signing the UNPRI declaration in December 2012 the University became the first HE institution in Europe (and only the second HE institution globally) to take such a step and demonstrated significant commitment to its Social Responsibility and Sustainability principles¹. Previous relevant papers include updates from the Investment Committee to the Finance and General Purposes Committee (9th November 2012), and updates to CMG (6th March 2013) and the Investment Committee (June 2013)

There is now a need to operationalize the principles both to maintain momentum and prepare for forthcoming reporting requirements, but more importantly to begin to inform investment decisions within the endowment funds. A key task is to update the University's Socially Responsible Investment Policy, first written in 2003 and reviewed in 2006, in addition to embedding the principles into other areas of university life. This paper sets out how this will be done.

There are important roles for the University Court in setting out the strategic investment framework for the Investment Committee to work within, and for the Investment Committee itself to operate against that mandate, and advise on the implications of adopting revised guidelines.

This paper recaps on the requirements of the UNPRI, progress to date and makes proposals for consultation, governance and overall timelines for agreement, as well as indicating the range of potential matters that need review.

A copy of the existing Socially Responsible Investment (SRI) Policy is available [here](#) and the UNPRI itself is available [here](#). Appendix B contains an activity log of work undertaken to-date.

2. What Do the UN Principles for Responsible Investment Require?

The UNPRI is about embedding socially responsible investment thinking within the processes of investment policy, selection and management. As such there are a number of key principles that must be met in order to satisfy UNPRI requirements. Note that becoming a signatory to the UNPRI does not commit an organisation to a set of ethical principles per se, although it is wise to consider the investment decisions made in light of the overall values, ethos and aims of the University.

3. Progress To Date

The Finance department has been actively considering the actions required to deliver the UNPRI and a paper with an agreed short-term implementation plan was agreed by CMG in March 2013. Given the appointment of the new Director for SRS it is timely to consider and propose further actions to develop the agreed approach.

4. Consultation and Scope

It is clear that many different aspects, issues and concerns must be consulted and considered before a revised policy is agreed. Those interests should include senior management and independent members of Court, Committees formally responsible for a range of fund-raising and income generation, the

¹ See: <http://www.ed.ac.uk/schools-departments/governance-strategic-planning/strategic-planning/strategic-plan-2012-16> and http://www.ed.ac.uk/polopoly_fs/1.47611!fileManager/UoE-SRS-Strategy.pdf

Investment Committee itself and the University’s fund managers, interests from Colleges and Support Groups, staff, students and alumni.

In addition, it would be prudent to continue to gather evidence as to how outside institutions, both within and outside the HEI sector, have prepared socially responsible investment policies as well as continuing to consult informally with those with particular investment, social responsibility or sustainability expertise.

A proposed process and timeline for governing the review and implementation of the UNPRI is set out in Figure 1.

Figure 1- Proposed Process and Timelines

	Phase 1- Agree Approach and Establish Mechanisms
Agreement of overall process by Central Management Group	9 th October 2013
SEAG informal consultation	22 nd October 2013
Establishment of short life working group	During October/November
Consultation with key interests and stakeholders	October to December 2013
Briefing to Investment Committee and discussion	November 2013
	Phase 2- Reviewing Feedback and Formalising Options and Decisions
Reviewing feedback from consultation process	January/February 2014
Identifying options and reviewing	February/March 2014
Development of revised policy and associated work programme	March/April 2014
	Phase 3- Formal Agreement of Revised Approach
CMG approval	21 st May 2014
Investment Committee approval	27 th May 2014
F&GP Committee approval	9 th June 2014
Court approval	23 rd June 2014

The scope of the UNPRI is restricted to the University’s endowment funds but clearly any principles and investment stance adopted for the endowment funds will also have potential implications for, and needs to be considered by, a range of other activities. These may include university research fundraising and income generation, pension funds management, general fund raising and alumni activities. Governance processes are already in existence for each of these areas, and arrangements will be made to ensure dialogue and discussion prior to the finalisation of a revised policy.

A number of choices for the consultation process exist and will be finalised via the working group, but these could include a consultation paper approach, workshops and seminars, presentations and 1:1 sessions as required. CMG is invited to comment on the proposed process as set out in the paper and particularly the range of interests to be consulted as set out above and the proposed timelines contained in Figure 1. It is proposed to establish a small steering group consisting of the Directors of Corporate Services, SRS and Finance to inform and guide the process.

5. Establishment of a Working Group

In order to ensure that the full range of views and issues are considered, it is proposed to establish a short life working group to advise and support the package of work required for operationalization of the principles. Such a group would be chaired by the Director of SRS and include the following representation:

- Finance department
- Senior representative from each of the Colleges

- Representation from SASG including ethical fund raising and alumni activities
- A representative from the research ethics community
- Staff representative
- Student representative

The purpose of the group would be to support the development of the work, advise on existing governance and frameworks, receive and review the results of the consultation, highlight the implications of policy choices and ensure that the revised policy was well rounded and appropriate. The SRS department will act as the core secretariat for the group, supported by the Finance department. CMG is invited to approve the establishment of a short-life working group tasked to operationalize the UNPRI as set out above .

6. Range of Issues and Outputs

The process outlined above would need to consider a range of issues and develop policies to ensure the University meets the requirements of the UNPRI in a financially sustainable, socially responsible and organisationally effective manner.

There are a number of specific tasks to be completed as part of the process, including the review of the existing SRI policy. However a broader range of issues would also need to be considered.

The issues to be considered would include the range of interventions and investment choices that could be made; the SRS information needed to advise and support the investment process; the implications for wider income generation and fund management activities; the central values, ethos and strategic objectives of the University and their link to investment concerns; the most effective means to ensure that key stakeholders and interests have their proper place in the process; the actions required to ensure effective and transparent reporting to the UN itself, senior managers and Court, staff, students and the wider community.

In addition to the production of a revised SRI policy for approval, the process may need to generate a range of specific outcomes including:-

- A document setting out the long-term investment view, principles and investment stance of the university with regard to SRS principles
- Revised guidelines on the appointment of investment managers
- Revised guidance for the Investment Committee as required
- Principles and processes for on-going engagement
- Processes to ensure timely review of the activities of the investment managers on behalf of the University
- Consideration, updating and amendment as required of governance and reporting activities
- Consideration of the means by which the University secures advice, including consideration of advisory committees, fora or other processes.

CMG is invited to note the potential range of actions that will need to be addressed as set out above and the potential mechanisms for engagement

7. Conclusions

The University continues to demonstrate leadership in this field by adopting the UNPRI. It is now timely to operationalize that commitment, and to do so in a balanced, sustainable and engaging manner which secures as much buy in as possible to the eventual outcome.

8. Recommendations

The CMG is asked to comment on the proposed process as set out in the paper and particularly the range of interests to be consulted in section 4 and the proposed timelines contained in Figure 1.

The CMG is asked to approve the establishment of a short-life working group tasked to operationalize the UNPRI as set out in section 5.

The CMG is invited to note the potential range of actions that will need to be addressed as set out in section 6 and the potential mechanisms for engagement.

Appendix A – Draft Implementation Tasks UNPRI reported to Investment Committee, May 2013

UNPRI Agreed Action	Initial Tasks
<p>1. Pursue policy of constructive engagement with companies on issues which are consistent with the fiduciary responsibilities under UNPRI and work with its fund managers to achieve this.</p>	<ul style="list-style-type: none"> • Develop and agree voting and engagement policy for interacting with fund managers • Draw up guidelines for Investment Committee to follow when working with external managers in line with UN PRI guidance on manager selection, appointment and monitoring. http://intranet.unpri.org/resources/files/Aligning_Expectations_2013.pdf http://www.frc.org.uk/Our-Work/Publications/Corporate-Governance/The-UK-Stewardship-Code.aspx • Agree policy for engagement with Students on investment matters
<p>2. Work to identify areas where the UNPRI can be integrated with existing practices.</p>	<ul style="list-style-type: none"> • Work with newly appointed Director of Social Responsibility to embed UNPRI principles
<p>3. Current Responsible Investment policy to be reviewed to ensure to ensure it is in-line with the UNPRI.</p>	<ul style="list-style-type: none"> • Review existing policy in line with methodology set out in paper above
<p>4. Engage with University fund managers to develop responsible investment and work to promote high standards of corporate governance, and voting at AGMs.</p>	<ul style="list-style-type: none"> • Develop and agree voting and engagement policy for interacting with fund managers to identify if an investment asset is failing to meet best practice in environmental, social and governance issues and agree how to influence change.
<p>5. Report on progress on adopting the principles to the UNPRI on an annual basis.</p>	<ul style="list-style-type: none"> • This will be driven by the UNPRI reporting requirements from Autumn2014 onwards.
<p>6. Report on activities and progress of UNPRI and promote the principles of responsible investment within the Higher Education Sector in the UK.</p>	<ul style="list-style-type: none"> • Many signatories report progress on UNPRI on a regular basis e.g. Appendix B - UN PRI Activity Report (January to June 2013.) It is proposed to report this to Investment Committee/F&GPC every 6 months. This will build evidence needed to report to UN PRI when the first returns are due in the Autumn 2014. • Promote academic network to staff and engagement policy to students • Promote UN PRI via website

<p>7. Work to incorporate ESG issues into investment analysis and decision-making processes</p>	<ul style="list-style-type: none"> • e.g. along the lines of the USS Responsible Investment Private Equity Toolkit at http://www.uss.co.uk/Documents/USS%20PE%20internal%20guidance%202010.pdf
<p>8. Seek appropriate disclosures on ESG issues by the entities in which we invest</p>	<ul style="list-style-type: none"> • Agree how this information should be reported by fund managers to Investment Committee

Appendix B – Activity Log UNPRI (January- June 2013) reported to Investment Committee, May 2013.

Activity	Description	UNPRI Strategy Reference
Signatory of UNPRI	Court approved membership in December 2012, based on recommendation from F&GCP in October 2012. In January 2013 the University became the first in Europe and the UK to sign up its endowment funds.	6
Fund Manager engagement	The University wrote to its investment fund managers to remind them of the University's Socially Responsible Investment policy and in particular the University's requirement not to be invested in tobacco.	1
People & Planet Green League 2013 submission ² .	Previously the University has not scored highly in the ethical investment section of the return although overall the University achieved a score of 40.5 which saw it ranked 42 out of 145 institutions. Based on the provisional marks received the University achieved full marks for the ethical investment section (3 points). Overall the University achieved 29 points in the policy section above our initial target of 27	6
UN PRI Signatory Meeting	UN PRI meeting which presented updates on recent publications and collaborative engagements and discussion on the financial implications of carbon disclosure in Europe	6
Collaborative Working	Dr Andreas Hoepner invited to Investment Committee meeting to discuss the St Andrews approach and areas for joint working	6
Raising Student Awareness	UN PRI provided some background materials which have been passed to EUSA along with an invite on how they wish engage with the University on the UN PRI.	6
Raising staff awareness	An article for the University Bulletin staff news has been drafted by Communications and Marketing highlighting the University's commitment and will be in Autumn issue of the Bulletin.	6
Implementation Strategy	Draft UNPRI implementation tasks to Investment Committee.	1-8
Wiki	Wiki pages to be upgraded with information on the UNPRI etc.	6

² The People and Planet Green League ranks UK universities by environmental and ethical performance and the league table is compiled annually by the students campaigning network, People and Planet.

Policy on Exploitation of Intellectual Property: Principles and Processes

1. POLICY PURPOSE

Employees of the University of Edinburgh produce a tremendous amount of intellectual property (IP) in the course of their research and scholarship. Some of this IP makes a valuable contribution to the body of knowledge relating to a wide range of disciplines, but has little commercial value. Other IP has significant potential for commercial exploitation which can be of financial benefit to both the University and the employee concerned. In addition, sponsors of research and government expect the University to make arrangements for the exploitation of IP. The purpose of this policy document is to provide guidance and sources of advice in order to encourage the early identification of such IP and successful exploitation for the mutual benefit of all parties.

2. OBJECTIVES

The objectives of this policy are:

- To set out basic principles that govern the University of Edinburgh's approach to potentially exploitable IP arising from research and scholarship by University employees.
- To help University employees identify potentially exploitable IP at an early stage and indicate sources of advice and guidance.
- To set out the process to be followed in order to implement effective exploitation of potentially exploitable IP for the benefit of the University and its employees.
- To ensure that the rights and expectations of sponsors of research are protected and met.

This policy applies to IP capable of industrial or commercial application. It does not apply to IP in teaching materials, books, learned articles and artistic and musical works or other works excluded from the definition of Intellectual Property (see 'Terminology' below).

3. PRINCIPLES

- 3.1. The University's fundamental position is that research should be published openly and widely, in order to make research findings freely available to the public. For most research, where there is no potentially exploitable IP and no other barrier to publication, research findings should be published as normal and with minimum delay. However, where there is potentially exploitable IP, publication and dissemination may be deferred for a short time pending decisions on patent protection and exploitation. This may delay publication, including in written abstract or oral forms, but will not prevent it once the appropriate protection arrangements have been made. Such protection can, if necessary, be arranged in a few weeks. Nothing in this guidance is intended to detract from this statement of the University's fundamental position.
- 3.2. The University supports the Research Councils UK Common Principles on Data Policy and nothing in this policy is intended to contradict those Principles.
- 3.3. Under UK law, IP generated by employees of the University in the course of their employment is the property of the University unless otherwise agreed.

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- 3.4. IP created by employees outside the course of their employment belongs to the employee concerned except where University resources have been used to create the IP. Where University resources have been used to create the IP (other than incidentally) the employee will be deemed to have agreed to transfer such IP to the University.
- 3.5. The University considers potentially exploitable IP to be a valuable asset that should be protected and exploited in the most effective way to ensure that it reaches the market place and the optimal financial return is enjoyed by the University and its employees.
- 3.6. Throughout the exploitation process, due recognition will be given to the Inventors (see 'Terminology' below).
- 3.7. All potentially exploitable IP should be identified by the Inventor and disclosed to the University as early as possible in order to avoid loss of patent protection due to the IP being publicly available before a patent application is filed.
- 3.8. The University is responsible for arranging and paying for the protection of IP.
- 3.9. The financial benefit from the exploitation of IP after deduction of the costs of protection will be shared between the University corporate, the Schools from which the IP originates and the Inventor.
- 3.10. The terms and conditions of the sponsors of the research giving rise to the IP must be complied with.
- 3.11. Conflict of interest, whether actual, potential or perceived, is a serious matter which can arise frequently in exploitation matters. The University's Policy on Conflict of Interest should be strictly adhered to for the protection of the individuals and the University's reputation and credibility.
- 3.12. The University, as owner of the IP, is responsible for determining the exploitation route and the related terms and conditions in consultation with the Inventor.
- 3.13. Tangible research materials embodying potentially exploitable IP and created in the course of research activities should only be transferred outside the University under the terms of a material transfer arrangement negotiated in accordance with University guidance.
- 3.14. IP created by a student who is not an employee of the University belongs to the student concerned. Students will be asked to assign IP to the University where this is necessary to allow the University to comply with the conditions of the sponsors of the research and/or exploit the IP. In such cases students will be offered revenue-sharing arrangements generally in line with those offered to University employees (see para 5.2.5 below) and are encouraged to seek independent advice.
- 3.15. Licensing
 - 3.15.1. Licensing aims to ensure effective exploitation of IP. IP will normally be licensed, not assigned, to third parties (including new companies formed to exploit the IP). Assignations of IP may be granted where this is the most effective way of exploiting the IP subject to adequate safeguards.
 - 3.15.2. Licence arrangements will be restricted to specific, existing elements of IP which can be readily identified. 'Pipeline' agreements giving third parties rights to IP to be developed in the future will not normally be entered into.

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Options to acquire rights to future IP and improvements may be agreed subject to additional payments being made.

- 3.15.3. In order to ensure maximum exposure of IP to the market place, licences will generally be non-exclusive and relate to specific fields of application and/or geographical territories. Exclusive arrangements may be made where this optimises exploitation of the IP, for all applications, on a world-wide basis.
- 3.15.4. Licensing arrangements must always provide for the University's future use of IP for its core activities of academic research and assist the University's wider national and international objectives as well as enriching society¹.
- 3.15.5. The University encourages its employees who wish to establish start-up or spin-out companies based in whole or in part on the University's IP, to seek licences to such IP.
- 3.15.6. Both the University and its employees are expected to apply reasonable judgements and to act reasonably in relation to the identification of IP and its exploitation.

4. TERMINOLOGY

For the purposes of this policy, the following terms are defined below.

Distributable Payments	Payments (including, but not limited to, royalties) and/or shares in spin-out companies received by the University in exchange for rights to IP after deduction of costs incurred by the University in connection with protecting and exploiting the IP concerned.
ERI	Edinburgh Research and Innovation Limited and its employees and advisers within Colleges and Schools with a professional affiliation to ERI.
Exploitation	Action taken to ensure that appropriate Inventions and IP reach the market place and the optimal financial return is enjoyed by the University and its employees. Following establishment of the appropriate means of protection (e.g. patenting), exploitation will typically involve licensing, company formation or other technology transfer measure.
Intellectual Property (IP)	Inventions, computer software, data, databases, technical know-how and trade secrets. Large banks of new data collected in the course of research are also covered here only if they may reasonably be considered to have potential for exploitation. This policy does not include IP in teaching materials, books or learned articles, artistic or musical works, sound recordings, films or broadcasts, works protected by design right, trademarks (all of which are regarded in this Policy as 'creative works') except to the extent that any creative works form part of an Invention.
Invention	A novel or useful idea relating to processes, machines, manufacturing or compositions of matter. It would include such things as new or improved devices, systems, computer software, circuits, chemical

¹ The current plan can be found at http://www.sasg.ed.ac.uk/gasp/strategic_planning/201216/Strategic_Plan201216.pdf

compounds, biomedical materials, mixtures etc. In lay terms, it is probable that an invention has been made when something new or useful has been conceived or developed, or when unusual, unexpected or non-obvious results have been obtained and can be exploited. Inventions will most commonly be developed through science, engineering and clinical research, but can arise from any area of academic research or scholarship.

Inventor	An employee who makes an Invention or creates IP
Potentially Exploitable IP	Any Invention or IP with potential for commercial exploitation and which might be worth protecting (e.g. by patenting).

5. ADVICE AND SUPPORT

- 5.1. ERI and affiliated employees specifically appointed for these purposes in Colleges and Schools are experienced in the protection and exploitation of IP and provide services to the University and its employees on IP and related issues. These services include financial, legal and administrative advice and support regarding IP issues; identification of Potentially Exploitable IP; and the legal and practical issues relating to patenting, copyright protection, licensing and company formation. These services include both funding and administering the filing of patent applications on behalf of the University and its employees. Information about ERI and contact details are available at www.research-innovation.ed.ac.uk.

6. PROCESS

6.1. Disclosure and Assessment of Inventions

- 6.1.1. All University employees are expected to apply reasonable judgement as to whether an Invention or IP is potentially exploitable, and should, therefore, be disclosed to the University (through ERI or through specifically recognised affiliated employees in Schools or Colleges).
- 6.1.2. Employees of the University may not use University resources including facilities, employees, equipment or confidential information for personal gain including making Inventions or IP which do not belong to the University. If University resources have been used to create Inventions or IP (other than incidentally) the employee will be deemed to have agreed to transfer such Inventions or IP to the University.
- 6.1.3. Disclosure of Inventions to ERI should be as early as possible, but normally at least four weeks prior to any planned or proposed disclosure to any third party, including at meetings, conferences, etc, to enable suitable steps to be taken to assess and protect such Inventions or IP prior to disclosure since it is not possible to apply for a patent after disclosure. A disclosure form is available on the ERI website at http://www.docs.csg.ed.ac.uk/ERI/inventions-ip/invention_disclosure_form_v3.doc for this purpose.
- 6.1.4. ERI, advised where relevant by affiliated employees, will assess such disclosure normally within three months as to their patentability and provide an initial assessment of the most suitable exploitation route to be discussed with the Inventor. This assessment will include consideration of any requirements of the sponsors of research.

6.2. Outcomes

6.2.1. If a view is reached that the Invention or IP is not potentially exploitable or a decision is taken not to proceed with patenting or other commercial exploitation and the Inventor wishes to pursue the matter personally, ERI, on behalf of the University, will normally, assign ownership of the Invention or IP to the Inventor subject to any reasonable terms and conditions necessary to protect the University e.g. in relation to the requirements of the sponsor of the research which gave rise to the Invention or IP.

If a decision is taken to proceed:

6.2.2. Decisions regarding the exploitation route and negotiations regarding exploitation will be conducted by the University, as owner of the IP, under the auspices of the Director of Corporate Services and/or the Director of Research Services, as appropriate. The Head of School and/or Head of College will be consulted at this stage, where appropriate. Individual Inventors will be fully consulted, but because of the potential for conflict of interest, the final decision will rest with the University.

6.2.3. ERI will be responsible for decisions regarding patent protection, filing of patent applications and related IP protection methods at its own cost unless otherwise agreed in specific cases.

6.2.4. Inventors are expected to co-operate fully with actions required by the exploitation process and will be given due recognition for this.

6.2.5. Where the chosen exploitation route is a licence to an existing company, ERI will prepare non-confidential disclosures, seek to identify potential licensees, negotiate and draft licences, receive and distribute Distributable Payments made in accordance with the University policies. Unless agreed otherwise the first Fifty Thousand Pounds of Distributable Payments will be distributed as follows:

Up to and including £50,000	
Inventor(s)	50%
Inventor's School	30%
University corporate	20%
Over £50,000	
Inventor(s)	35%
Inventor's School	35%
University corporate	30%

6.2.6. Where the proposed exploitation route involves the formation of a new company, the following process will apply:-

6.2.7. A brief case will be prepared by ERI setting out why this is the preferred exploitation route, what other options have been considered, the future role in the company of the Inventors, and an outline business plan.

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- 6.2.8. This case will be evaluated by a panel convened by the Director of Corporate Services consisting of the Director of Research Services, the Director of Finance and appropriate Head of College and/or School and at least one external member knowledgeable about industry (or his/her/their nominee(s)). If the panel approves the formation of the company, it will instruct ERI to assist in the company formation, setting out such conditions, if any, that might be appropriate. If the panel rejects the proposal to form a new company, it will set out its reasons and, if appropriate, invite ERI to submit a further case.
- 6.2.9. If approval is given for a company to be formed, it will normally be on the basis that any equity holding at the outset belongs to the University and to the founders of the company in proportions to be agreed at the time having regard to the different contributions being provided. To avoid potential tax liabilities, the founders will pay the spin-out company the market value of the shareholding allocated to them subject to the provisions of sub-clause 6.2.10. Shares allocated to the University will be in payment (or part-payment) of the IP being licensed to the company and the University will not make any payment to the company for such shares. If the licence to the IP is non-exclusive or it involves a mixture of shares and payments, then the proportion of the shares passing to the University can be reduced; taking shares by the University does not preclude it from also requiring monetary payments (eg in the form of royalties) from the company if this is appropriate in the circumstances. Similarly in certain cases, it may be appropriate for the University to receive only monetary payments from the company and not receive any shares.
- 6.2.10. Founders who are employees of the University, and who would be entitled to a share of the Distributable Payments under the University's revenue sharing policy will be transferred an appropriate number of the University's shares in the company as their share (or part of their share) of Distributable Payments. Founders may in addition be allocated shares for other contributions they make to the company. In ascertaining the appropriate number of shares to be received under the University's revenue sharing policy, regard will be had to the overall number of shares being allocated to the employee for his/her various contributions to the company. Founders allocated shares under this sub-clause 6.2.10 need not pay for the shares allocated in this way.
- 6.2.11. In the case of a company formation, both the University and founders shall agree on any future dilution in their respective share holdings as a result of recruitment of company management and financial investment. A fundamental principle is that the University and founders should be treated equally.
- 6.2.12. Abandonment of patent
- If the University decides to abandon patent application(s) or patent(s) that have been filed, the University will normally offer to the Inventor(s) the opportunity to take over the patent(s) and exploitation arrangements subject to any reasonable terms and conditions necessary to protect the University.

7. DECISIONS AND REVIEW

7.1. Ownership

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- 7.1.1. In the event of a dispute between the Inventor and the University regarding ownership of IP, the matter shall be referred to an independent expert to be agreed between the Inventor and the University.
 - 7.1.2. If agreement on the choice of independent expert is not reached within thirty days, the expert shall be appointed by the President of the Law Society of Scotland.
 - 7.1.3. The expert's fee shall be payable by the University in the first instance but shall ultimately be the responsibility of the party held by the expert to be the owner of the IP. If the decision is that the University is the owner, the expert's fee shall be deemed to be a cost incurred in protecting and exploiting the IP concerned.
- 7.2. Exploitation
- 7.2.1. Final decisions relating to exploitation of the IP, including the terms and conditions of licensing arrangements, rest with the Director of Research Services or his/her nominee. Final decisions relating to company formation rest with the Director of Corporate Services or, in his absence, his/her nominee. Where an employee does not agree with a decision, they should seek to resolve the difference through the process set out below. It is expected that almost all cases will be capable of being resolved through discussion and informal processes.
- 7.3. Informal Resolution
- 7.3.1. If an Inventor disagrees with the decision he/she should try to resolve the matter with the decision-maker (i.e. the Director of Research Services, the Director of Corporate Services or their delegate). Either party may give consideration to involving others to help this process. For example, the Inventor may seek advice from a colleague with relevant experience or expertise within their School or from another part of the University and either party may consider seeking external, independent advice, or proposing the use of mediation.
- 7.4. Formal Review
- 7.4.1. In the exceptional situation where no mutually acceptable resolution can be reached and the Inventor wishes to seek review, they should raise the issue formally by setting out their complaint in writing and addressing it to their line manager, within two weeks of (a) the University notifying the Inventor of its decision or (b) a failure to agree. The Inventor's written complaint should include a summary of the issues, specify the outcome they are seeking and set out what action the Inventor has taken to resolve the issue informally.
 - 7.4.2. The manager who has received the complaint will arrange to appoint a reviewer to consider the matter, in consultation with ERI. The reviewer will normally be at least at a level equal to the Inventor's line manager, will have appropriate knowledge/expertise in the exploitation of IP, will have had no prior involvement in the case, and their appointment should not give rise to any potential conflict of interest. The Inventor and the original decision-maker will have the opportunity to challenge the selection of the reviewer where they believe that there is a conflict of interest.

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- 7.4.3. The reviewer will write to the original decision-maker, letting them know that a complaint has been submitted enclosing a copy of the written complaint.
- 7.4.4. The reviewer will confirm to the Inventor and the original decision-maker how they intend to carry out the review. As a minimum this will involve meeting with the Inventor, meeting with the decision-maker or their nominee and considering relevant documentation.
- 7.4.5. While the matter is being reviewed, neither party may take action which would jeopardise potential exploitation of the IP.
- 7.4.6. The Inventor has the right to be accompanied to meetings as part of the formal review process, by either a workplace colleague or a trade union representative whose role is to act as their witness and support person at the meeting.
- 7.4.7. The reviewer will summarise their findings and any recommendations in a written report and forward it to the manager who appointed them as soon as possible and normally within four weeks of the complaint. The reviewer will either:
- a) confirm the original decision, or
 - b) recommend an alternative solution
- 7.4.8. The manager will inform the Inventor and the original decision-maker of the outcome in writing. Where an alternative solution has been recommended, the decision-maker will be asked to confirm to all parties whether or not they are willing to implement that solution, and if not, to give reasons.
- 7.4.9. The Inventor will be notified of their right to appeal against the reviewer's finding and/or the decision-maker's response. If the Inventor is not satisfied, they may appeal in writing through the Appeals process in the University's grievance procedure.

8. RELATED DOCUMENTS

Introduction for Researchers to the Exploitation of Intellectual Property at University of Edinburgh [*This explanatory guide will be added to the ERI Website*].

Policy on Applying for External Funding:

http://www.docs.csq.ed.ac.uk/ERI/researchsupportanddevelopment/applications/UoE_Policy_for_Applying_for_External_Grant_Funding_v_9%20Mar%202012.pdf

Code of Practice for Research:

http://www.docs.csq.ed.ac.uk/ERI/research-support-and-development/applications/Code-of-Practice-for-Research_October2011.pdf

Policy on Conflict of Interest

http://www.docs.csq.ed.ac.uk/HumanResources/Policies/Conflict_of_interest.pdf

9. POLICY HISTORY

This policy was approved by University Court on **4th November 2013** and takes effect from that date. It replaces and supersedes sections 3 (IPR) and 4 (Royalties) of Chapter 5.7 of the University's Staff Administration Manual dated February 1990 (Procedures for Research Contracts).

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The University of Edinburgh

The University Court

4 November 2013

**Report of the Finance and General Purposes Committee
(Report on Other Items)**

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

This paper reports on the meeting of the Finance and General Purposes Committee held on 21 October 2013 covering items other than the CMG report.

Action requested

The Court is invited to note the items with comments as it considers appropriate.

Resource implications

If applicable, as noted in the report.

Risk Assessment

Where applicable, risk is covered in the report.

Equality and Diversity

No implications.

Freedom of Information

Can this paper be included in open business? No

Its disclosure would substantially prejudice the commercial interests of any person or organisation

Originator of the paper

Dr Katherine Novosel
October 2013

EUSA President's Report- October 2013

CEO Recruitment

We've successfully recruited Steve Hubbard as our new CEO. He joins us in the New Year from Sheffield University Students' Union where he is currently CEO.

Festivals update; financial report

We've now reported our festival takings for 2013. Across our three venues, Teviot, Potterrow and Pleasance, turnover increased by £205,000 to £2,954,000. This increase combined with a more robust budgeting process and tighter controls resulted in an increase in operating profit to £512,000 from the £384,000 recorded the previous year. An internal review and reviews with our Festival partners have already been undertaken highlighting areas for improvement in 2014 and allowing us to discuss mutually beneficial opportunities for next year. Our partners, Gilded Balloon and the Pleasance Theatre Trust have agreed to new contractual terms, and initial discussions have already taken place regarding a winter event.

Audit

EUSA's external auditors have been in for the past two weeks and we are anticipating a significantly cleaner report than last year. We have also invited the University's Internal Audit team in to EUSA to review our full purchase-to-pay process, and look forward to receiving that report in due course. We have in addition commissioned the accountancy firm Baker Tilly to review our VAT processes, and this is expected by early November.

Learning Conversations

I've been working with IAD and a group of interested students to initiate conversations across the University about learning at Edinburgh and its future. We'll be bringing academics and students together to think about learning in the University and how we want to see it developing. The first event is in mid-November and will draw out key ideas we want to focus on over the next year, providing the impetus for future discussions and action.

Reclaim your fees!

Nadia (our VPSA) and I have been doing outreach at the University's campuses to let students know their rights when it comes to letting agency fees. This follows letters that we sent to letting agencies and landlords over the summer reminding them politely that it was against the law to do this, and asking them what they planned to do about it. It turns out, not a lot, so we're taking a harder line and are now encouraging students to take necessary legal steps.

School Councils

Our new School Councils project is now up and running with a full time co-ordinator, Philip McGuinness, who joined us just 3 weeks ago. The aim of this project is to develop new local mechanisms for staff and student interaction, which will increase student engagement in influencing and co-creating their academic experience, and increase academic community. We will be piloting schemes in at least 6 schools this year, and 3 Schools have committed and begun working with us on this so far (Biomedical Sciences, Informatics, and Social and Political Sciences).

Black History Month

We've put together an exciting programme of events for this year's Black History Month, which is the largest of its kind in Scotland. The programme culminates in a two-day festival in Teviot, featuring film showings, panel sessions, spoken word, dance, drumming, music and storytelling. Many of these events are being offered by student societies, including the African and Arabic Dance Society, Drum Society, the Feminist Society, Students for Justice in Palestine, the North American and French societies, and more.

Lobbying Bill

Kirsty attended and gave evidence to the Commission on Civil Society and Democratic Engagement about the effect the lobbying bill would have on EUSA and society generally. Since EUSA started looking at this Bill in more detail the detrimental impact the bill would have has become more obvious. The Bill has now been through the House of Commons and is waiting to go to the House of Lords.

Edinburgh Award

In October 2013 EUSA has opened the Edinburgh Award to EUSA staff who are also University of Edinburgh students. The aim of the Award is to help our staff work towards excellence in their roles and enhance their employability. It is also an opportunity to acknowledge and congratulate those who excel in their roles and make an impact on the student experience which is positive and fulfilling. At the moment about 50 students have signed up to the scheme.

By-elections

EUSA ran its by-elections two weeks ago where we elected a range of positions including NUS delegates.

Events and entertainment

Pleasance Sessions: EUSA has been hosting a very successful three week music, spoken word and comedy festival at the Pleasance. We've had an average of 100 people attending every night.

Reclaim The Night: Saturday 12th was Reclaim the Night – a march (and this year for the first time a day of activities) around ending street harassment. EUSA was very pleased to host this event and that so many students, and members of the community, turned out.

The University of Edinburgh

The University Court

4 November 2013

Outcome Agreement 2012-13: Self-evaluation report

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

This paper sets out the draft self-evaluation report of progress made during 2012-13 against the Outcome Agreement for 2012-13. The Outcome Agreement was developed to align with the University's Strategic Plan. The paper reports the achievements and progress made to the Scottish Funding Council. Achievements include: the expansion of our early years initiative work with primary schools on widening access, attracting 361 entrants eligible for the Lothians Equal Access Programme for Schools, creating 35 new companies and implementing the personal tutor scheme.

Action requested

For comment and approval.

Resource implications

Progress will be used by the SFC to assess whether there is underachievement against areas which are not governed by specific funding streams and conditions of grant, such as the new additional investment schemes for funded places. In cases of under-delivery, there is the potential for future funding to be reduced or for financial penalties to be applied. There are no such cases of under-delivery within the University's 2012-13 self-evaluation report.

Risk assessment

The risks inherent in Outcome Agreements are addressed in the University Risk Register.

Equality and diversity

There is a specific equality and diversity outcome in the University's 2012-13 Outcome Agreement. Progress against this outcome has been provided.

Freedom of information

This paper should remain closed until approved.

Originator of the paper

Deborah Cook, Senior Strategic Planner
Tracey Slaven, Deputy Secretary, Strategic Planning
Governance and Strategic Planning, 23 October 2013.

The University of Edinburgh

The University Court

4 November 2013

Draft Outcome Agreement 2014-17

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

This paper sets out the first draft of the University's Outcome Agreement with the Scottish Funding Council for 2014-2017. This sets out what the University will deliver in return for SFC funding, in alignment with the University's Strategic Plan. The draft Outcome Agreement seeks to demonstrate that the University is a research pioneer, with a global outlook, inclusive and accessible, facilitates flexible learner journeys through distance learning and life-long learning and is sustainable – financially, environmentally and socially. Further work is required on national measures. Court will also be invited to consider/endorse a revised final draft in December, but your initial views are sought now, so that you can consider alongside the 2012-13 self-evaluation report.

Action requested

For comment.

Resource implications

Having a signed agreement is a requirement of future SFC funding. Where future ambitions require additional funding for 2015-17 we have asked contributors to clearly indicate this as the future funding settlement is not yet confirmed.

Risk assessment

The risks inherent in Outcome Agreements are addressed in the University Risk Register.

Equality and diversity

Equality and diversity is a horizontal theme which runs across all outcomes and embedded throughout. Equality of opportunity is also promoted through specific actions in the draft Outcome Agreement.

Freedom of information

This paper should remain closed until the final version is approved.

Originator of the paper

Deborah Cook, Senior Strategic Planner
Tracey Slaven, Deputy Secretary, Strategic Planning
Governance and Strategic Planning, 25 October 2013.

ECA Post Merger Self-Evaluation Report

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

Two years after merger, is a timely juncture to consider progress made since the merger of ECA. As part of the terms and conditions associated with merger funding, the SFC also requires the University to produce a post-merger evaluation report by 31 October 2013.

In summary the merger has been a clear success with new academic developments, research activity and collaborations underway or planned. This post-merger evaluation report draws on extensive review material created throughout the period, reflects on views from trade union representatives and includes fresh updates against the aims and objectives of merger, as well as operational aspects. The self-evaluation report will be followed by a visit from the SFC to the University on 23 January 2014.

Action requested

For comment and approval.

Resource implications

None.

Risk assessment

This paper does not include a risk analysis.

Equality and diversity

The paper notes progress made against the merger objective to “realise a more diverse student body with a richer extra-curricular experience”.

Freedom of information

This paper should remain closed until the Post Merger Evaluation has been finalised and approved. Parts relating to finance and estates should remain closed under the exemption relating to the effective conduct of public affairs.

Originator of the paper

Deborah Cook, Senior Strategic Planner
Lynda Hutchinson, Senior Strategic Planner
Tracey Slaven, Deputy Secretary, Strategic Planning
Governance and Strategic Planning, 23 October 2013.

The University of Edinburgh

The University Court

4 November 2013

Draft Corporate Governance Statement for 2012/13

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

The Scottish Further and Higher Education Funding Council (SFC) requires the University to make a statement of corporate governance in its Annual Report and Accounts. This is included in its 'Accounts Direction', a standing document supplemented annually by guidance notes. Relevant extracts from the SFC document are at Appendix 1, and the British Universities Finance Directors Group's guidance, to which it refers, is at Appendix 2. In respect of the Corporate Governance Statement, the guidance from the SFC and BUFDG is unchanged from last year. There have, however, been changes in the UK Corporate Governance Code and these were highlighted to the Audit Committee by the External Auditor:

- The board is explicitly required to state in its annual report that it considers the annual report to be fair, balanced and understandable and that it provides the information necessary for shareholders to assess the company's performance, business model and strategy;
- There requires to be a separate section of the annual report describing how the audit committee discharges its responsibilities, the significant issues considered by the audit committee and how these issues were addressed; and
- The board requires to report on their diversity policies (including gender).

It should be noted that the SFC guidance requires universities to comply with the UK Corporate Governance Code in so far as it applies to the university sector.

Also, as previously reported, the format of the layout and content of the Annual Report and Accounts is being reviewed to improve readability and impact. The Audit Committee at its meeting on 16 September 2013 and Finance and General Purposes Committee at its meeting on 23 September considered an initial draft Corporate Governance Statement and the attached draft has been amended to reflect discussions at these meetings. However, going forward, there will be further revision of the layout and presentation of the information in this Statement with the assistance of colleagues in Communications and Marketing and, for instance, the tables setting out membership of Court and Committees and the Statement of the Primary Responsibilities of the Court may be included out with the Corporate Governance Statement in the final Annual Report and Accounts. It should be noted that the Statement has been drafted as if it were being adopted at the December meeting of the Court, at which time the Court will be asked to agree the Annual Report and Accounts 2012/2013.

Action requested

Court is invited to consider and comment on the draft Corporate Governance Statement with regard to compliance for 2012/2013.

Resource implications

Does the paper have resource implications? No.

Risk Assessment

Does the paper include a risk analysis? There are sections in the statement referring to the University's risk management approach and to audit arrangements: Internal Audit assignments are planned using a risk-based approach.

Equality and Diversity

Has due consideration been given to the equality impact of this paper? There is a section in the Statement re referring to Equality and Diversity arrangements.

Freedom of Information

Can the paper be included in open business? Yes.

Originator of the paper

Dr Katherine Novosel, Head of Court Services
October 2013

To be presented by

University Secretary, Sarah Smith

Corporate Governance

The University of Edinburgh is committed to achieving the highest possible standards of corporate governance. This summary describes how the University has applied the principles set out in the UK Corporate Governance Code in so far as it applies to the higher education sector, with regard to the Turnbull Committee guidance on internal control as amended by the British Universities Finance Directors Group in its 2006 guidance. It is the Court's opinion that the University has fully complied with that Code throughout the year ended 31 July 2013. It is also the Court's opinion that this Annual Report and Accounts is fair, balanced and understandable and that it provides the information necessary for all University stakeholders including students and staff to assess the University's performance, business model and strategies.

During 2013/2014 the University will be considering and working towards the implementation of the new Scottish Code of Good Higher Education Governance published on 18 July 2013 with effect from 1 August 2013. While the University generally complies with this new Code there are some areas where changes will be considered.

University governance

The University of Edinburgh is constituted by the Universities (Scotland) Acts 1858 to 1966. The Universities (Scotland) Acts make specific provision for three major bodies in the Governance of the University – The Court, The Senate and The General Council.

University Court

		Date appointed	Number of meetings	Meetings attended
Rector Presides at meetings of Court	Mr Peter McColl	1 March 2012	6	6
Principal and Vice-Chancellor	Professor Sir Timothy O'Shea	1 October 2002	6	6
Chancellor's Assessor Nominated by Chancellor	Sheriff Principal Edward F Bowen	17 October 2011	6	4
General Council Assessors Three Assessors elected by General Council for terms of office of four years	Mr Alan Johnston	1 August 2011	6	6
	Professor Ann M Smyth	1 August 2007	6	5
	Mrs Margaret Tait	1 August 2001	6	6
Senatus Academicus Assessors Four Assessors elected by the Senate for terms of office of four years	Dr Marialuisa Aliotta	1 August 2008	6	3
	Professor Jake Ansell	1 January 2010	6	6
	Professor David J Finnegan	1 August 2004	6	6
	Professor Anthony Harmar	1 September 2011	6	4
City of Edinburgh Council assessor One Assessor nominated by City Council	The Rt Hon Donald Wilson	2 July 2012	6	0
Co-Opted Members Eight appointed by Court for a term of office of three years including the Vice-Convener	Professor Stuart Monro (Vice-Convener)	1 September 2007	6	6

(equivalent to Chair of institution)				
	Mr David Bentley	1 August 2012	6	6
	Dr Robert Black	1 August 2012	6	5
	Mr Peter Budd	1 January 2009	6	2
	Dr Chris Masters	1 September 2011	6	4
	Mr Les Matheson	1 August 2012	6	4
	Mrs Elaine Noad	1 September 2011	6	4
	Ms Anne Richards	1 November 2007	6	4
Non-Teaching Staff Assessor Elected by non-teaching staff for a period of four years	Mr David Brook	1 August 2009	6	2
Student members Annually nominated by the Students' Association usually from among sabbatical officers	Mr J McAsh	11 June 2012	5	5
	Mr A Burnie	11 June 2012	5	5
	Mr Hugh Murdoch	12 June 2013	1	1
	Ms Kirsty Haigh	12 June 2013	1	1

The University Court, the University's governing body, is a body corporate, with perpetual succession and a common seal. The present powers of the Court are defined in the Universities (Scotland) Act (1966) and include, inter alia, the amendment of the composition, powers and functions of bodies in the University and the creation of new bodies, the administration and management of the whole revenue and property of the University, internal arrangements of the University, staff appointments and, on the recommendation of Senate, the regulation of degrees, admission and discipline of students: it is responsible for ensuring that the Senate has in place effective arrangements for academic quality assurance and enhancement. The Court is responsible for the strategic development of the University, advised by the Principal in consultation with the Central Management Group.

The University Court has 22 members and the Rector elected by staff and students of the University presides over meetings of Court. It has a majority of lay members, including assessors appointed by the Chancellor and the City of Edinburgh Council and elected by the General Council. There are also assessors elected by members of Senate and by non-teaching/academic staff from amongst their number and two fully matriculated student members nominated by the Students' Representative Council. The Principal is an ex-officio member and acts as the Chief Executive Officer of the University and its Accountable Officer. Co-opted members of the Court and external members of the Court Committees are appointed through a robust, transparent open advertisement and interview process based on a skills matrix approach managed by the Nominations Committee. In addition to the members of Court, a number of senior officers of the University regularly attend meeting: Rector's Assessor, Senior Vice-Principal (External Engagement), Vice-Principal (Planning, Resources and Research Policy), Vice-Principal (Public Policy and Impact), University Secretary, Heads of Colleges and Support Groups, Deputy Secretary, Strategic Planning and Directors of Communications, Marketing and External Affairs, Estates and Buildings, Finance, and Human Resources.

Five members left Court at the end of the academic year 2011/2012 and were succeeded by five new members including two representatives from the Students' Association. An induction event was held at the beginning of September primarily for new members and to which all members of Court were invited to attend and mentoring scheme is also operated.

The Court is committed to the Nolan Committee Principles regarding standards to be adopted in public life. It maintains a register of interest of its members and senior University officers which is publicly available for inspection; the current interests of members of the Court are published on the University's web site at: <http://www.ed.ac.uk/schools-departments/governance-strategic-planning/governance/university-court/overview>. On joining Court members are required to sign a

statement confirming that they will comply with the University's Code of Conduct which makes reference to the Nolan Committee principles and to a Register of Interests.

The Court met on six occasions during 2012/2013 and considered any urgent matters which required Court approval between meetings via electronic communication. Members were also kept informed by electronic means of any significant issues affecting the University. A Court seminar was also held in September on future planning issues around aspects of sport at the University. The Court consults with the Senate and the General Council as required by statute.

The Court has taken full account of the Guide for Members of Governing Bodies issued by the Committee of University Chairmen in November 2004 and revised in March 2009. It notes that compliance with this Guidance is not a formal requirement of the Scottish Funding Council. The Court believes that in all significant respects its operations are compliant with this Guidance. The Court has also considered the new Scottish Code of Good Higher Education Governance published on 18 July 2013 with effect from 1 August 2013 and has established a Sub-Group of Court to make recommendations on its implementation.

In June 2010 the Court approved a revised statement of its responsibilities which it believes to be of a high standard. The statement and information on other governance arrangements within the University are available as part of the University's Freedom of Information publication scheme on: <http://www.ed.ac.uk/schools-departments/governance-strategic-planning/governance/university-governance/overview>

The Court has overall responsibility for the University's strategic development. It is actively engaged in the University's strategic planning processes and in monitoring progress against the strategic plan. The strategic plan operative during 2012/2013 was adopted by the University Court at its meeting on 2 July 2012 and covers the period 2012/2016. The strategic planning process is led by the Principal with support from the Vice-Principal with responsibility for Planning, Resources and Research Policy and the Deputy Secretary, Strategic Planning.

During 2012/2013 as well as the more routine items Court considered the following:

- Documentation to further progress the Holyrood and the Deaconess developments
- Set tuition fee levels for RUK- domiciled undergraduates commencing study in 2013/2014
- Approved the Outcome Agreements with the Scottish Funding Council for 2012/2013 and for 2013/2014
- Approved a Strategic Alliance with Heriot-Watt University

Court further welcomed the introduction of a communications from the President of the Edinburgh Students' Association to each of its meetings outlining activities and matters arising from the student body. Routine reports were also considered on widening participation and the student experience at each Court meeting.

The University's current Equality and Diversity Strategy which was developed in line with the University's Strategic Plan and legislative requirements was approved by the Court on 7 November 2011, replacing the previous Equality and Diversity Strategy and Action Plan and the various separate policies and codes in operation prior to the new integrated legislation.

The Court's Committee Structure

The Court has established several Committees including:

- Audit Committee;
- Estates Committee;

- Finance and General Purposes Committee;
- Health and Safety Committee;
- Investment Committee;
- Knowledge Strategy Committee;
- Nominations Committee;
- Remuneration Committee;
- Risk Management Committee; and
- Staff Committee.

Each of these Committees is formally constituted with terms of reference including membership approved by the Court, and conducts their business both through regular meetings and by electronic communication when appropriate. There is also a Central Management Group whose membership includes all the major budget holders in the University and all the Vice-Principals who advise the Principal on senior management decisions, particularly on the allocation of budgets to Colleges and Support Services. As part of consideration of the new Scottish Code of Good Higher Education Governance there will be a review undertaken during 2013/2014 of the function and activities of the current Committee structure.

Audit Committee

		Date appointed	Number of meetings	Meetings attended
Lay members of Court	Ms Anne Richards Convener	Member 1 November 2007 Convener 1 September 2011	4	4
	Mr Peter Budd	1 September 2010	4	3
	Mrs Elaine Noad	1 September 2011	4	2
	Mr Alan Johnston	1 September 2011	4	4
External Members Appointed through an open advertisement and interview process	Mr Martin Sinclair	23 February 2009	4	4
	Mr Alan Trotter	21 February 2011	4	4

The Audit Committee is responsible for reviewing the University's annual report and financial statements and any changes to accounting policies and advising the Court accordingly; it also provides the Court with an annual opinion on arrangements in place to promote economy, efficiency and effectiveness. In addition, the Committee receives regular reports from the Internal and External Auditors which include recommendations for improvements in internal control and management's responses and implementation plans. The Audit Committee's role in this area is confined to a high level review of the arrangements for internal control. The emphasis is on obtaining the relevant degree of assurance and not merely reports of exceptions. It also has explicit responsibility for advising on the effectiveness of the University's risk management arrangements.

In addition to the routine items considered by the Committee of particular note were the following:

- Consideration of External Audit provision from the 2013/2014 audit onwards which resulted in a procurement exercise and a recommendation being presented and approved by the Court on 13 May 2013 to appoint PwC as the University's External Auditor for an initial period of three years with the option to extend by a further two audit years

- Initial discussion on the new Scottish Code of Good Higher Education Governance and the implications for the Committee
- Agreement to take forward under delegated arrangements specific roles on behalf of the Andrew Grant Bequest, a separate charity providing support to students in the Edinburgh College of Art within the University of Edinburgh
- Approval of enhanced reporting arrangements in respect IT assurance reporting via the Risk Management Committee
- raising management awareness via the Central Management Group of the need to timeously complete actions agreed following internal audit assignments
- Endorsement of a revised Internal Audit Terms of Reference and Operating Framework which were approved by the Court at its meeting on 24 June 2013

Estates Committee

		Date appointed	Number of meetings	Meetings attended
Ex-officio Members:				
Vice-Principal Planning, Resources & Policy Research	Professor Jonathan Seckl (Convener)	1 August 2012	4	4
University Secretary	Dr Kim Waldron	1 September 2010	2	2
	Ms Sarah Smith	March 2013	2	1
Vice-Principal and Director of Corporate Services	Mr Nigel Paul	1 September 2009	4	4
Director of Planning	Dr Alexis Cornish	1 September 2009 until March 2013	3	3
	Mrs Tracey Slaven	6 May 2013	1	0
Director of Estates and Buildings	Mr Angus Currie	1 September 2009	4	4
Director of Finance	Mr Phil McNaull	1 August 2012	4	4
Director of Development and Alumni	Ms Kirsty McDonald	1 August 2012	4	4
Vice-Principal of Knowledge Management	Professor Jeff Haywood	1 September 2009	4	3
Director of Accommodation Services	Mr Richard Kington	1 September 2009	4	3
Heads of Colleges (or his/her Nominee)	Mr Hugh Edmiston (MVM)	1 September 2009	4	4
	Vice-Principal Professor Dorothy Meil (HSS)	1 March 2010	4	4
Students' Association Representative	Mr James McAsh	11 June 2012	4	3
	Mr Hugh Murdoch	12 June 2013	0	0
Lay Members of Court	Mr David Bentley	27 March 2013	2	2
	Mr Peter Budd	1 September 2009	4	2

The Estates Committee oversees the preparation, review and implementation of the University's Estate Strategy and its links to corporate and other business plans. It also oversees the University's property portfolio transactions (acquisitions and disposals), matters relating to estate developments and considers reports on progress through the Gateway process. It considers and advises on significant matters related to the amount and deployment of Estates and Buildings recurrent budget, and operational matters including allocation of previously agreed budgets (e.g. Maintenance Programmes, Small Capital Projects) across Colleges and Support Groups. The Central Management Group, the Finance and General Purposes Committee and the Court receive a report on matters considered following each meeting of the Committee. It is chaired by the Vice-Principal with

responsibility for Planning, Resources and Research Policy.

In addition to the more routine items the Committee considered and progressed the following:

- The estate visioning work to 2025, a master plan for the whole University estate, looking at the shape of the University over the next 10-12 years and preparing material including a development programme to dovetail with the compilation of the 2015-25 estate strategy, financial strategy and the University's overall Strategic Plan.

Finance and General Purposes Committee

		Date appointed	Number of meetings	Meetings attended
Ex-officio Members:			6	4
The Principal	Professor Sir Timothy O'Shea	1 October 2002	6	4
(Vice-Convener of Court)	Professor Stuart Monro – Convener	Member 1 September 2009 Convener	6	6
University Secretary	Dr Kim Waldron	1 August 2010	4	1
	Ms Sarah Smith	1 April 2013	2	2
Director of Finance	Mr Phil McNaull	1 August 2012	6	6
Student Member	Mr James McAsh	11 June 2012	5	5
	Mr Hugh Murdoch	12 June 2013	1	1
Vice-Principal nominated by Central Management Group	Professor Jonathan Seckl	1 August 2012	6	6
Senate Assessor	Dr Marialuisa Aliotta	1 September 2010	6	3
Lay Members of Court	Mr David Bentley	1 August 2012	6	5
	Mr Les Matheson *	1 August 2012	6	0
	Dr Chris Masters	1 September 2011	6	5
	Professor Ann Smyth	1 September 2011	6	4

* During the year, Mr Matheson's work commitments significantly increased.

The Finance and General Purposes Committee oversees the University's financial affairs on behalf of the Court and provides advice on business of particular importance or complexity. This includes the design of the planning and budgeting process, approval of the resulting plan and budget in the context of the University's overall strategy, and ensuring adequate monitoring thereafter of the resources of the University. It also has delegated authority to approve various financial arrangements in accordance with agreed levels, including loans to third parties and borrowing arrangements and subsidiary company processes. The Court receives a report on matters considered following each meeting of the Committee. It is chaired by the Vice-Convener of Court.

As well as the routine items including financial monitoring reports, approval of the allocation of resources for 2013/2014 and update reports on widening participation and the student experience it considered the following:

- Agreement to take forward under delegated arrangements specific roles on behalf of the Andrew Grant Bequest, a separate charity providing support to students in the Edinburgh College of Art within the University of Edinburgh.
- Consideration and endorsement of a significantly revised Finance Strategy 2012-2016 which was approved by the Court at its meeting on 18 February 2013.
- Endorsement of revisions to various financial procedures including a review of the format of the Annual Report and Accounts, improved financial monitoring arrangements particularly forecast monitoring, and a review of the allocation of resources' process.

Health and Safety Committee

		Date appointed	Number of meetings	Meetings attended
Ex-Officio Members:				
Director of Corporate Services (Convener)	Vice-Principal Mr Nigel Paul	30 Jan 2003	2	2
Director of Health and Safety	Mr Alastair Reid	21 Oct 1999	2	2
Deputy Director of Health and Safety	Mrs Karen Darling	20 Jan 2000	2	2
Occupational Health Manager	Mrs Janet Craig	16 Oct 2008	2	2
Physician in Charge of the University Health Service	Dr Tim Brown	21 Oct 1999	2	1
Subject Area Representatives:				
	Mrs Ann Diment	30 Mar 2006	2	2
	Dr Neil Robertson	16 Oct 2008	2	0
	Mr Ronnie Soutar	15 Apr 2010	2	1
	Mr Duncan Herd	5 Apr 2012	2	2
	Ms Lesley Pert	18 Jan 2001	2	2
	Ms Tricia Cairney	7 Oct 2010	2	0
	Mr Derek Burnett	27 Apr 2011	2	2
Trade Union Representatives				
	Mr Gordon Reid	3 Oct 2012	2	2
	Mr Peter McDonald	30 Apr 2009	2	1
	Mr Neil Kempzell	5 Apr 2012	2	2
Management Reps				
	Mr Joe Brannigan	30 Apr 2009	2	2
	Mr Dave Rigby	13 Oct 2011	2	1
	Mr Alex Hyde-Parker	5 Apr 2012	2	0
Students' Association Rep				
	President		2	0

The purpose of the Health and Safety Committee is to contribute to the development of policy and monitor performance in all areas of occupational safety and health within the University. It is chaired by the Vice-Principal and Director of Corporate Services.

In addition to the routine items which included the Accidents, Incidents and Disease Survey Report and Occupational Health Annual Report, the Health and Safety Committee considered the following:

- Changes to Accident and Incident Reporting requirements (RIDDOR)
- Review of Emergency Telephone number arrangements
- Commencement of a review of occupational health provision
- Report of an ECA health and safety audit

Investment Committee

		Date appointed	Number of meetings	Meetings attended
Ex-Officio Members				
Principal		Until 31 August 2012	1	1
Director of Corporate Services	Vice-Principal Mr Nigel Paul	1 September 2012	3	3
Convener of Finance and General Purposes Committee	Professor Stuart Monro	1 September 2011	4	3
Five additional members of whom at least 3 External members	Les Matheson	1 August 2011	4	2

Appointed through an open advertisement and interview process				
	Mr Alan McFarlane Convener	Member 1 January 2010 Convener 1 April 2011	4	4
	Ms Maxine Cuffe	1 January 2010	4	3
	Mr Richard Davidson	1 August 2011	4	4
	Mr Bill Hughes	1 January 2010	4	3

The Investment Committee considers implications of the University's investments in particular the development of an investment strategy to meet agreed investment objectives with regard to ethical and socially responsible issues and to review and monitor both long and short term investments. It has responsibility for overseeing the University's Endowment Funds and ensuring that funds held in trust are operated within the relevant legislation and specific terms of each trust, other investment funds and deposit balances. It reports to the Court via the Finance and General Purposes Committee as appropriate. The Committee also benefited from external advisors invited to attend meetings as necessary and from an independent investment advisor. It is chaired by an external member.

In addition to the routine items it considered the following:

- A review of the Fund's investment strategy with the aim of broader manager and asset diversification was undertaken which has resulted in the Endowment Fund's assets now being managed by four external fund managers and there are also now being investments in property
- BNY Mellon was appointed as Custodian for the University's investment assets providing an independent review of fund valuation and reporting
- A recommendation was made and approved by the Court at its meeting on 10 December 2012 that the University adopt the United Nations Principles of Responsible Investment (UNPRI) becoming the first University in Europe and second in the world to sign up to these Principles

Knowledge Strategy Committee

		Date appointed	Number of meetings	Meetings attended
Ex-Officio Members				
Vice-Principal Knowledge Management	Vice-Principal Professor Jeff Haywood (Chairperson)	1 September 2010	3	3
Vice-Principal and Director of Corporate Services	Vice-Principal Mr Nigel Paul	1 September 2010	3	2
Head of Knowledge Management and IS Planning	Ms Jo Craiglee	1 September 2010	3	3
Student Association Representative	Mr Andrew Burnie	11 June 2012	2	2
	Mr Alex Munyard	12 June 2013	1	1
Lay Members of Court	Professor Ann Smyth	1 September 2010	3	1
	Professor Stuart Monro	1 September 2010	3	2
College of Humanities and Social Science	Ms Janet Rennie	1 September 2010	3	3
College of Medicine and Veterinary Medicine	Professor David Dewhurst	1 September 2010	1	1
	Mr Hugh Edmiston	1 June 2013	2	2
College of Science and	Professor Arthur Trew	1 September 2011	3	2

Engineering				
Student and Academic Services Group	Dr Alexis Cornish	Until March 2013	2	1
	Tracey Slaven	6 May 2013	1	1

The Committee oversees the University's knowledge management activities in the areas of Library, Information Technology, e-Learning, Management Information and e-Administration. It also advises on the strategic direction for the University's Information Space, bringing together academic, physical, and financial aspects ensuring that priorities are clearly aligned to the University's Strategic Plan and support the delivery of the core strategic goals: it further monitors progress against agreed targets. The Central Management Group and the Court receive reports as appropriate on matters considered by the Committee. It is chaired by the Vice-Principal with responsibility for Knowledge Management and has a number of Committees which report into it.

. In addition to the routine items the Committee considered the following:

- Enhancement of University-wide IT Security
- Improvements to Business Intelligence / Management Information
- Revised Computing Regulations which were approved by the Court at its meeting on 13 May 2013

Nominations Committee

		Date appointed	Number of meetings	Meetings attended
Ex-officio	The Principal Professor Sir Timothy O'Shea	1 October 2002	3	3
(Vice-Convener of Court)	Professor Stuart Monro Convener	21 February 2011	3	3
University Secretary	Dr Kim Waldron	1 August 2011	2	2
	Ms S Smith	March 2013	1	1
Senate Assessor	Professor Jake Ansell	7 November 2011	3	3
Lay Members of Court	Dr Robert Black	1 August 2012	3	3
	Mrs Elaine Noad	1 September 2011	3	2
	Professor Ann Smyth	1 September 2007	3	2

The Nominations Committee considers nominations for: co-opted membership of the Court, membership of Court Committees and for the Court's nominations on the Curators of Patronage. The arrangements to take forward the open advertisement and interview process for co-opted members of the Court and external members of the Court Committees are also managed by the Nominations Committee. It makes recommendations for consideration and approval to the Court and reports on any other matter considered following each Committee meeting. It is chaired by the Vice-Convener of Court.

The items and topics considered included:

- Review of membership of the Court and its Committees, identifying potential vacancies, considering succession planning, and thereafter in accordance with the requirements of Court or the relevant terms of reference of the Committee made recommendations to Court on the way forward.
- Reviewed vacancies on other bodies in respect of Court representation including Curators of Patronage, Staff Benefits Scheme (SBS) Trustees and Development Trust Trustees and thereafter made recommendations to the Court

- Initial consideration of the impact of the new Scottish Code of Good Higher Education Governance on the work of the Committee and going forward considering the priority areas to be actioned by the Committee during 2013/2014

Remuneration Committee

		Date appointed	Number of meetings	Meetings attended
Ex-officio Members			2	2
The Principal	Professor Sir Timothy O'Shea	1 October 2002		
Vice-Convener of Court	Professor Stuart Monro – Convener	1 September 2007	2	2
Lay Members of Court	Ms Anne Richards	1 September 2011	2	2
	Dr Chris Masters	1 September 2011	2	2
	Mr Alan Johnston	1 August 2012	2	1

The Committee oversees the total remuneration of the Principal and those senior staff reporting directly to the Principal, the reward policy for Professorial and equivalent staff and the policy statement on severance payments in respect of all staff. While a member of the Committee, the Principal withdraws from the Committee when matters related to his remuneration are being considered. It reports as appropriate and at least annually to the Court on its activities. It is chaired by the Vice-Convener of the Court and has the benefit of an independent observer with particular expertise in equality.

The Committee routinely considers a number of issues including: reviewing comparative information on salaries, other emoluments and conditions of service in the University sector taking part in sector wide surveys; annually reviews and approves the salaries, contractual terms and emoluments of the Principal and of such senior staff as report directly to the Principal or who may, from time to time, be agreed by the Committee; takes forward arrangements for the appraisal of the Principal; and considers appraisal information in respect of the senior management, and approves performance criteria. The Committee draws upon expert advice from external organisations from time to time to assure itself that we reflect current good practice in our approach to governance on all matters of reward.

Risk Management Committee

		Date appointed	Number of meetings	Meetings attended
Ex-officio				
Vice-Principal and Director of Corporate Services	Vice-Principal Mr Nigel Paul (Convener)	1 October 2002	4	4
University Secretary	Dr Kim Waldron	March 2011	2	2
	Ms Sarah Smith	March 2013	2	0
Director of Finance	Mr P McNaull	1 September 2012	4	3
Director of Quality Assurance	Assistant Principal Dr Tina Harrison	1 January 2012	4	3
Non-ex-officio				
Senior officer nominated from each of the three Colleges	Mr Frank Gribben, College Registrar HSS	1 October 2001	4	2
	Mr Hugh Edmiston, College Registrar MVM	1 January 2010	4	1
	Dr Bruce Nelson, College Registrar CSE	1 January 2010	4	3

Senior officer nominated by Information Services Group	Mr Brian Gilmore, Director of EUCS	1 October 2002	4	3
Academic Representative	Professor Jake Ansell	1 April 2006	4	3
Lay Member of Court	Mrs Margaret Tait	1 Sept 2011	4	4

The Committee supports and advises the Central Management Group, the Audit Committee and the Court, on the implementation and monitoring of the University's risk management policy. It ensures that the identification and evaluation of key risks that threaten achievement of the University's objectives is carried out; that a register of these risks is maintained; that risks are being actively managed, with the appropriate strategies in place and working effectively; and contributes to raising awareness of risk generally across the University and to maintaining the profile of risk management. The Central Management Group, the Finance and General Purposes Committee, the Audit Committee and the Court receive reports as appropriate and in particular the annual assurance statement and the outcome of the review of the University's Risk Register. It is chaired by the Vice-Principal and Director of Corporate Services.

The Committee annually reviews and as appropriate amends the University's strategic Risk Register which is then approved by the Court. The Registers of Colleges, Support Groups and subsidiary companies are also annually reviewed by the Committee. The Annual Report prepared by the Risk Management Committee on its activities provides information to the Audit Committee and the Court on the adequacy of the University's risk management arrangements and is part of the assurance provision to the Court to enable it to sign off the Annual Report and Accounts. In addition to these routine items the Risk Management Committee considered the following:

- Development of a significantly revised Risk Policy and Appetite Statement which was approved by the Court at its meeting on 24 June 2013

Staff Committee

		Date appointed	Number of meetings	Meetings attended
Lay Member	Ms Elaine Noad	1 September 2011	3	0
Court Member	Professor Antony Harmar	1 September 2011	3	2
Heads of Colleges and Support Groups or representative				
Head of College of Science & Engineering	Vice-Principal Professor Lesley Yellowlees	2007	3	2
Head of College of Humanities & Social Science	Vice-Principal Professor Dorothy Miell	2011	3	2
Head of College of Medicine and Veterinary Medicine	Vice-Principal Professor Sir John Savill	2007	3	0
Vice-Principal & Director of Corporate Services	Vice Principal Mr Nigel Paul	2007	3	3
University Secretary & Head, Student & Academic Services Support	Dr Kim Waldron	2010	2	2
	Ms Sarah Smith	2013	1	1
Director of Human Resources	Ms Sheila Gupta	2007	3	3
Head of School				
Head of School of Biological Sciences	Professor David Leach	2007	3	3

External Directors of HR from Industry commerce or the professions				
External Member	Mr Alex Killick	1 September 2011	3	2
	Mr Alan Gibson	1 September 2011	3	2
Director Institute of Academic Development	Dr Jon Turner	2012	3	2
Convener, Research Experience Committee	Professor Jeremy Bradshaw	2012	3	1
Vice-Principals and Assistant Principals with responsibility for:				
Vice-Principal Learning & Teaching	Dr Sue Rigby	2009	3	3
Vice-Principal Equality & Diversity	Professor Lorraine Waterhouse (Convener)	2007	3	3
Vice-Principal International	Professor Steve Hillier	2009	3	2
Vice-Principal for Knowledge Management & Chief Information Officer	Professor Jeff Haywood	2007	3	3

The Staff Committee provides advice and guidance on the University's strategic human resources policies and objectives and provides assurance that the University is monitoring its performance and managing its HR issues effectively. The Committee reports to the Court via the Central Management Group and the Finance and General Purposes Committee following each Committee meeting. The Committee is chaired by the Vice-Principal with responsibility for Equality and Diversity.

As well as the routine items including talent management, HR performance indicators and reviews of maternity and sabbatical leave policies the following significant items were considered:

- Taking forward the development of a University's People Strategy
- Review of issues affecting academic and professional services staff in the 21st Century
- A range of issues around mainstreaming and embedding elements of the Equality and Diversity Strategy particularly gender issues such as progression

The **Central Management Group**, whilst formally advisory to the Principal, is the senior body for consideration of management issues. Its members are, between them, responsible and accountable for all components of the University's budget, both income and expenditure. As such it plays an important part in the internal governance and academic operations of the University, and brings together the academic, financial, human resources and accommodation aspects of planning. It reports through the Finance and General Purposes Committee to the Court. The Central Management Group is chaired by the Principal and during 2012/2013 it met on eight occasions.

The Senate

The Senate is the academic authority of the University and draws its membership from the academic staff and students of the University. Its role is to superintend and regulate the teaching and discipline of the University and to promote research. During 2012/2013 95 new members joined Senate and 60 demitted membership.

The Senate held three meetings during the academic year with presentations delivered on:

- Strengthening Academic Communities and Building Good Practice
- Accessibility, Inclusivity and Sustainability in the Curriculum

- Integrating Distance Education

In addition to the routine items covered by Senate there has been a focus on work around improving the student experience including consideration of the results of the National Student Survey. There has also been a review of the General Statement and Code of Student Discipline which has resulted in a new Code of Student Conduct to be implemented during 2014.

Senate has four principal Committees which operate in accordance with delegated authority as set out in the terms of reference of each of the Committees.

- **Curriculum and Student Progression Committee**

Convener: Assistant Principal Professor Ian Pirie

Responsible for the academic regulatory framework, apart from those aspects which are primarily parts of either the Code of Student Discipline or the Quality Assurance Framework.

As well as the more routine items the Committee took forward the following:

- Review of the Taught Assessment Regulations and Postgraduate Assessment Regulations for Research Degrees for implementation in the 2013/2014 academic year.
- Revised the Degree Regulations and Programme of Study (DRPS) regulations (Undergraduate and Postgraduate), including revision of the Glossary of Terms.
- Approved a Student Maternity and Family Leave Policy and Gaelic in Assessed Work Policy.
- Approved guidance for Colleges and Schools on the Principles of Internal Moderation of Taught Assessment.
- Development of a School Learning and Teaching Enhancement Strategy Template

- **Learning and Teaching Committee**

Convener: Vice-Principal Dr Sue Rigby

Responsible, on behalf of the Senate, for undergraduate, taught postgraduate and other forms of academic provision, apart from postgraduate research and higher degrees. The Committee also provides a forum to facilitate and encourage the development of academic strategy and also discusses and promotes academic developments, whether internally driven or externally indicated.

As well as the more routine items the Committee took forward the following:

- Review of the Learning and Teaching Enhancement Strategy, drafting a Learning and Teaching Enhancement Strategy templates for use by Schools.
- Discussions relating to flexible pathways were initiated.
- Approval of an overarching framework for Continuing Professional Development (CPD) for Learning and Teaching
- Outline recommendations and related, proposed work streams aiming to reduce the number of resits approved.
- Approval of the mainstreaming of a number of common adjustments required for disabled students for implementation at the start of the academic year 2013/14 in respect of Equality Act

- **Quality Assurance Committee**

Convener: Assistant Principal Dr Tina Harrison

Responsible for the University's academic quality assurance framework. The Committee also acts as a planning forum for the discussion and promotion of developments in academic quality assurance, whether internally driven or externally indicate.

As well as the more routine items the Committee took forward the following:

- The successful launch of the Edinburgh Student Experience Survey for non-final year undergraduate students to improve and shape their University experience.
- Development of Principles and a Code of Practice for the surveying of students.
- The response to the latest Enhancement –Led Institutional Review (ELIR) was approved by Senate and Court and submitted to the QAA (Scotland), and will be sent to the Scottish Funding Council.
- The successful launch of a joint University and EUSA statement on student engagement.
- Work on-going with EUSA to develop principles for Staff Student Liaison Committees (SSLC) and guidance for Schools and Subject areas on External Examiners Summary reports at SSLCs.

- **Researcher Experience Committee**

Convener: Professor Jeremy Bradshaw

Responsible for postgraduate research degree training, higher degrees and provision for the training of other, early career researchers. The Committee provides a forum to facilitate and encourage the development of appropriate strategy and also discusses and promotes relevant developments, whether internally driven or externally indicated.

During 2012/2013 as well as the more routine items the Committee took forward the following:

- Established the University's participation in the international U21's 3 Minute Thesis competition
- Responded to consultation on the QAA Code of Practice in respect of the chapter on Research Degrees
- Group undertaking work on Facilitating Interdisciplinary Research completed its tasks
- Updated the University's process on Associated Institution status
- Group undertaking work on non-traditional postgraduate research provision completed its tasks.

Senate Committees submit an annual report to Senate providing an overview of the major items of Committee business completed and to proposing strategic issues for the Committees to focus on for the next academic year and beyond, for approval by Senate.

The General Council

The General Council consists mainly of graduates and includes eligible academic staff and a more limited number from other related categories. As at 1 August 2013 it had 179,614 members. It has a statutory right to comment on matters which affect the well-being and prosperity of the University and to be consulted on Ordinances and Resolutions. The aim is to ensure that graduates of this University have a continuing voice in the management of its affairs. It is also responsible for the election of the Chancellor and the election of three Court Assessors.

Half-Yearly meetings of the Council are normally held on the second Saturday in February and the last Saturday in June, although recently the June meeting has been held earlier in the month. During 2012/2013 the following items were discussed at these meetings:

- The Principal reported on the University's Reports and Financial Statements at the February Half-Yearly meeting.
- The June 2013 Half-Yearly meeting was held at the Royal (Dick) School of Veterinary Studies and members heard about the developments within the School and at the Easter Bush Campus from the Head of School, Professor David Argyle.
- Through its Business Committee members follow progress in a number of areas, including student satisfaction, league table positions, internationalisation and the financial status of the University.

The Business Committee is the principal Committee of the General Council with four supporting Standing Committees.

- **Business Committee**
Convener: Professor Charles Swainson
Vice Convener: Dr Frances Dow

It has delegated authority to act on behalf of the General Council between Half-Yearly Meetings, reporting on its activities to each Half-Yearly meeting, playing an advisory role to the University Court and approving delegated arrangements for its four Standing Committees

During 2012/2013 as well as the more routine items the Committee took forward the following:

- Implementation of the recent Effectiveness Review of the Business Committee
- Responding to consultation on the recent Draft Scottish Code of Good HE Governance Code and the Post-16 Education Bill
- Interaction with senior academic staff on Student Satisfaction

- **Academic Standing Committee:**
Convener: Dr Bruce Ritson

Advise on matters of broad principle in the academic field.

- **Constitutional Standing Committee**
Convener: Mr Gordon Cairns

Advise on matters appertaining to the constitutional relationship between the General Council and its Business Committee and other parts of the University.

- **Finance & Services Standing Committee**
Convener: Ms Kirsty MacGregor

Advise on the general financial affairs of the University; the funding of the General Council; and in addition reviews trends in staff and student numbers and patterns of graduation.

- **Public Affairs Standing Committee**
Convener: Mr Simon Fairclough

Advise on matters regarded as important involving the actions of Parliament, HM Government, quasi government agencies and other public bodies which might affect universities in general and the University of Edinburgh in particular.

The University's System of Internal Control

The University Court is responsible for the University's system of internal control and for reviewing its effectiveness. Such a system is designed to manage rather than eliminate the risk of failure to achieve business objectives and can only provide reasonable and not absolute assurance against material misstatement or loss.

The internal control environment includes delegated authorities, policies, procedural and system controls, planning and budgetary processes, professional capability in specialist areas, governance structures and management reporting. The current Delegated Authorisation Schedule was approved by the Court in June 2010 and continues to be reviewed and appropriately amended to ensure it remains fit for purpose. The senior management team receives regular reports on the University's performance, including appropriate performance indicators, and considers any control issues brought to its attention by early warning mechanisms which are embedded within the operational units and reinforced by risk awareness training. The senior management team and the Audit Committee also receive regular reports from internal audit which include recommendations for improvement.

The University operates processes for the identification, evaluation and management of significant risks. The risk management framework established in the University includes a Risk Management Committee as a formal Court Committee which oversees implementation of the Risk Management Policy adopted in 2002. In June 2013, the Court considered and approved a significantly revised and reformatted Risk Policy and Appetite Statement following extensive consideration of the approach to risk management within the University; this approach will be taken forward in 2013/2014. The University Risk Register focuses primarily on risks related to the attainment of the University's strategic objectives and identifies responsibility for the overall management of each risk. The Register is annually reviewed by the Risk Management Committee and considered by the Central Management Group, the Audit Committee, and the Finance and General Purposes Committee prior to consideration and approval by the Court; the most recent update was adopted by the Court on 24 June 2013 and aligns to the University Strategic Plan 2012-2016.

College, Support Group and subsidiary company risk registers ensure key operational risks are identified and managed by the relevant sub-organisation within the University. All major projects have risk registers and risk assessment is incorporated into planning and decision making processes: risk assessment training and awareness are promoted through the management structure. The University's major risks are regularly reviewed and there are yearend processes to obtain further assurances on the adequacy of the management of key risks and to document the sources of assurances for each major risk.

Internal Audit undertake an independent review of the operation of the overall risk management process, having regard to best practice as recommended by professional institutes and other relevant organisations. The Audit Committee considered the Internal Audit opinion on risk management at its meeting on 23 September 2013 and expressed itself satisfied with the outcome.

By its 9 December 2013 meeting, the Court had received the Audit Committee and Risk Management Committee reports for the year ended 31 July 2013; it also had taken account of relevant events since 31 July 2013. The Audit Committee in particular is responsible for advising the Court on the effectiveness of policies and procedures for risk assessment and risk management. The Court considers, on the recommendation of the Audit Committee that a risk management process wholly compliant with the guidance provided by the UK Corporate Governance Code, in so far as its provisions apply to the higher education sector, has been in place throughout the year ended 31 July 2013.

In reaching this view, the Court's confirmation of the effectiveness of the system of internal control has also been informed by the following:

- a) the Internal Audit Service's annual report to the Audit Committee on the adequacy and effectiveness of systems of internal control including governance and risk management, together with recommendations for improvement, along with the Principal's expression of satisfaction with the performance of the Internal Audit service in his capacity as Accountable Officer;
- b) the Risk Management Committee's Annual Report to the Audit Committee regarding its operation;
- c) comments made by the External Auditors in their Highlights Memorandum and other reports; and
- d) the work of managers within the institution, who have responsibility for the development and maintenance of the internal control framework, and by any relevant comments made by other external agencies (e.g. the Quality Assurance Agency for Higher Education, SFC).

During 2013/2014 there will be consideration of the guidelines included within the new Scottish Code of Good Higher Education Governance in respect of audit and risk management arrangements and any changes in practice required will be taken forward during 2013/2014 following Court approval.

Charitable Status

The University had charitable status (No. SC005336) under the legislative framework operative throughout the 2012-13 financial year. The University Court considers that the University meets the 'Charity Test' set out in Section 7 of the Charities and Trustee Investment (Scotland) Act 2005 and it will take such actions as are necessary to ensure continued full compliance with the legislation and retention of charitable status.

The University's endowments are administered as the University of Edinburgh Endowment Fund, overseen by the Investment Committee. As at 31 July 2013 this included the Edinburgh College of Art Prize fund and other Edinburgh College of Art endowments other than the Edinburgh Andrew Grant Bequest which is held within a separate charitable trust. Professional fund managers are employed by that Committee on behalf of the University Court. Investment income is applied for the specific purposes of the relevant endowments, or in the case of other investment funds, for the University's general purposes. All of those purposes are charitable for the purposes of the legislation.

Income derived from philanthropic donations and benefactions arising from the University's Development activities are disbursed by a Trust with separate charitable status: The University of Edinburgh Development Trust. The Board of Trustees includes individuals external to the University. The President is a former member of the Court. The Trustees meet twice a year. All disbursements are applied for the specific purposes of the relevant donations and benefactions, or in the case of general donations and benefactions, for the University's general purposes. All of those purposes are charitable for the purposes of the legislation.

Going concern

The University's activities and the factors likely to affect its future development, performance and position are set out in the Operating and Financial Review, its cash flows and liquidity are set out in more detail in the Notes to the Financial Statements.

The University has adequate financial resources and its current forecasts and projections show it to be well placed to successfully manage its activities despite risks and uncertainties highlighted in the Annual Report and Accounts.

The Court considers that the University has adequate resources to continue in operation for the foreseeable future and for this reason, the going concern basis continues to be adopted in the preparation of the Accounts.

Responsibilities of the Court

On 21 June 2010 the Court adopted this Statement of Primary Responsibilities, as set out below.

The Court's primary responsibilities are:

I. Strategic Direction

- 1. To determine the mission and vision of the University and its major priorities as expressed in strategic plans, long term academic and business plans.*
- 2. To ensure that the mission and strategic vision of the University takes proper account of the interests of stakeholders, including students, staff, alumni, the wider community and funding bodies.*
- 3. To approve financial, estates, and human resources strategies in support of Institutional objectives and priorities.*
- 4. To ensure strategies are in place to enhance the student experience.*
- 5. To ensure processes are in place to monitor and evaluate the performance and effectiveness of the University against the plans and approved key performance indicators, which should where possible, be benchmarked against other comparable Universities.*
- 6. To promote and safeguard the reputation and values of the University.*

II. Governance: responsibilities in relation to Management and Senate

- 1. To appoint the Principal as chief executive, including the terms and conditions of such an appointment, and to put in place suitable arrangements for monitoring his/her performance.*
- 2. To delegate authority to the Principal {as chief executive} for the academic corporate, financial, estate and HR Management of the University subject to reserving such matters to itself as the Court thinks appropriate.*
- 3. To establish and keep under regular review the policies, procedures and limits within which such management functions shall be undertaken by and under the authority of the Principal.*
- 4. To appoint a Secretary to the Court and to ensure that if the person appointed has managerial responsibilities in the University, there is an appropriate separation in the lines of accountability.*
- 5. To review decisions made by the Senate as prescribed in statute.*
- 6. To ensure that the Senate has processes in place for monitoring and reporting the quality of education provision and to monitor quality enhancement arrangements.*

III. Governance: Exercise of Controls

1. *To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment, arrangements for internal and external audit and regularly reviewed schedules of delegated authority.*
2. *To be the principal financial and business authority of the University, to ensure that proper books of account are kept, to approve the annual budget and financial statements and to have overall responsibility for the University's assets, property and estates.*
3. *To ensure that appropriate arrangements are in place for the management of health, safety and security in respect of students, staff and other persons affected by the University's operations.*
4. *To ensure that appropriate arrangements are in place for promoting equality of opportunity in respect of students, staff and other persons making use of University services or facilities.*

IV. Governance: Corporate responsibilities

1. *To be the University's legal authority and as such, to ensure that systems are in place for meeting all the University's legal obligations, including those arising from contracts and other legal commitments made in the University's name.*
2. *To be the employing authority for all staff in the University and to ensure that obligations thereto are met including with regard to the welfare, development and reward of employees.*
3. *To put in place appropriate arrangements for determining and regular review of the performance, remuneration and conditions of service of senior staff.*
4. *To make provision for the general welfare of students, in consultation with the Senate and EUSA.*
5. *To act as trustee for, or make appropriate alternative arrangements for the trusteeship of, any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.*
6. *To make appropriate arrangements compliant with relevant legislation for the trusteeship of any pensions scheme established by the Court for University employees and to employ the employer-nominated trustees.*
7. *To ensure that at all times it operates within the terms of the Universities (Scotland) Acts 1858-1966, Ordinances and Resolutions made under those Acts and any other relevant legislation; and that appropriate advice is available to enable this to happen.*
8. *To ensure that the University acts ethically, responsibly and with respect for society at large and the sustainability of the environment.*

V. Effectiveness and transparency

1. *To conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.*

2. *To ensure that procedures are in place in the University for handling internal grievances, conflicts of interest and public interest disclosure.*
3. *To put in place arrangements for the appointment of co-opted members of the Court so as to maintain a broad balance of expertise taking account of the principles of equal opportunity.*
4. *To establish processes to monitor and evaluate the performance and effectiveness of the Court itself and that of its committees.*

Statement of Responsibilities Relating to the Reports and Financial Statements

These primary responsibilities include those pertaining to financial matters are stated above. The detailed requirements relating to financial matters are governed by law, agreements and regulations as decreed by various bodies and are stated as follows:

The Court is responsible for keeping proper accounting records, which disclose, with reasonable accuracy, the financial position of the University at any time and enable it to ensure that the financial statements are prepared in accordance with the Universities (Scotland) Acts 1858-1966, the Statement of Recommended Practice: Accounting for Further and Higher Education and other relevant accounting standards. In addition, within the terms and conditions of a Financial Memorandum agreed between the Scottish Funding Council and the Court of the University of Edinburgh, the University Court, through its designated office holder, is required to prepare financial statements for each financial year which give a true and fair view of the state of affairs of the University and of the surplus or deficit and cash flows for that year.

In causing the financial statements to be prepared, the Court has to ensure that:

- suitable accounting policies are selected and applied consistently;
- judgements and estimates are made that are reasonable and prudent;
- applicable accounting standards have been followed; and
- financial statements are prepared on the going concern basis.

The Court has taken reasonable steps to:

- ensure that funds from the Scottish Funding Council are used only for the purposes for which they have been given and in accordance with the Financial Memorandum with the Funding Council and any other conditions which the Funding Council may from time to time prescribe;
- ensure that there are appropriate financial and management controls in place to safeguard public funds and funds from other sources;
- safeguard the assets of the University and hence to take reasonable steps to prevent and detect fraud; and
- secure the economical, efficient and effective management of the University's resources and expenditure.

EXTRACT FROM CURRENT SFC ACCOUNTS DIRECTION**Corporate governance**

5 We require colleges and universities to include in their financial statements a statement covering the responsibilities of their governing body in relation to corporate governance. This statement is required to indicate how the college or university has complied with good practice in this area. (This includes *The UK Corporate Governance Code, Guide for Members of Higher Education Governing Bodies in the UK* (for the university sector) and *Guide for College Board Members 2012* (for the college sector).)

6 We recognise that each college or university will have its own system of corporate governance, reflecting its particular objectives and management processes. However, in preparing their governance statement, colleges and universities should give due regard to the guidance contained in Appendix 2. (attached below)

7 Colleges and universities should be aware that their external auditors will be reviewing the corporate governance statement as part of their audit and will be including a reference to this in their audit report.

8 The following paragraphs provide details of college and university specific disclosures that must be included in the financial statements.

Corporate Governance Disclosures (Appendix 2)

1 Colleges and universities are required to include in their financial statements a statement covering the responsibilities of their governing body in relation to corporate governance. This statement is required to indicate how the college or university has complied with good practice in this area and, in particular, whether it complies with the internal control guidance published by the Turnbull Committee (Turnbull guidance).

2 In line with earlier guidance, we expect that all colleges and universities will be able to make a full compliance statement with the requirements of the UK Corporate Governance Code, in so far as they apply to the college and university sectors, in their financial statements.

3 Colleges and universities should set out in their corporate governance statement the manner in which they have applied the principles of the Governance Code. There is no prescribed form for the statement but colleges and universities are encouraged to explain their own governance policies in the light of the Governance Code principles.

4 The statement should also indicate the extent to which the college or university complies with the provisions of the Governance Code, insofar as they apply to the further or higher education sector. Where colleges and universities cannot or do not comply with one or more provisions of the Governance Code, they are encouraged to provide an explanation.

5 In its narrative statement on how the college or university has applied Code principle C2, the governing body should, as a minimum, disclose that there is an ongoing process for identifying, evaluating and managing the significant risks faced by the college or university, that it has been in place for the year under review and, that up to the date of approval of the financial statements, it is regularly reviewed by the governing body and accords with the guidance in this document.

6 In relation to Code provision C.2.1, the governing body should summarise the process it has applied in reviewing the effectiveness of the system of internal control. It should also disclose the process it

has applied to deal with material internal control aspects of any significant problems disclosed in the annual financial statements.

7 We recognise that each college and university will have its own system of corporate governance, reflecting its particular objectives and management processes, and the corporate governance disclosures in the annual report will differ accordingly. It is expected that each college and university will tailor its corporate governance statement to reflect its own individual circumstances. However, good practice suggests that a corporate governance statement should include the following sections:

- **Introduction**, which shows the context and purpose of the corporate governance statement, and the statement of full, partial or noncompliance with the provisions of the Governance Code;
- **Governing body**, outlining the governance structure and the role of college or university committees;
- **Corporate strategy**, outlining the arrangements for strategic development;
- **Risk management and internal control**, setting out the arrangements for identifying, evaluating and managing risks and the arrangements for monitoring internal controls. This should also include a statement to the effect that there is an ongoing risk management process which accords with the Turnbull guidance;
- **Going concern**, confirming that the college or university is a going concern, with supporting assumptions and qualifications as necessary as described in the Code section C.1.3. This disclosure provides support for the use of the going concern accounting policy and should not be inconsistent with the disclosures regarding going concern either in the financial statements or the auditors' report thereon; and
- **Conclusion**, providing any concluding observations or messages.

8 In assessing their own corporate governance practices, universities may also wish to make reference to the BUFDG guidance on corporate governance as well as their compliance with the provisions of the *Guide for Members of Higher Education Governing Bodies in the UK* issued by the Committee of University Chairmen.

9 Colleges may also wish to refer to the *Guide for College Board Members 2012* issued by Colleges Scotland.

BUFDG GUIDANCE ON CORPORATE GOVERNANCE AND STATEMENT OF RESPONSIBILITIES OF THE GOVERNING BODY, INCLUDING INTERNAL CONTROLS FOR HIGHER EDUCATION

August 2006

Introduction

All institutions are required to include a corporate governance statement and statement of responsibilities, including reference to the institution's systems of internal control and risk management, within their financial statements. This guidance is intended to provide institutions with a framework for their corporate governance and responsibilities statement and replaces the previous BUFDG guidance '*Corporate Governance in Higher Education*'. This guidance is effective from August 2006.

Funding Councils

In preparing their corporate governance statement institutions should consider the best practice guidance and mandatory requirements issued by their funding council.

The Funding Councils issue an annual Accounts Direction specifying minimum requirements; (HEFCE, HEFCW, Scottish Funding Council , Funding Council for Northern Ireland follows HEFCE)

Internal Control and Risk Management

Institutions are required to publish details of their systems of internal control and how such a system is linked to institutional objectives and implemented across the organisation. Specifically it is the responsibility of the governing body to maintain a sound system of internal control and to review the effectiveness every year.

Further, institutions must provide a statement that their risk management arrangements have been operating effectively for the financial year and up to the approval date of the financial statements. Institutions should provide information consistent with Turnbull guidance issued by the Financial Reporting Council.

Voluntary Codes for Governing Bodies

Institutions should also consider the detailed code of practice from the Committee of University Chairmen issued in November 2004 '*Guide for members of Higher Education Governing Bodies in the UK*'. Institutions are required to state they have had regard to the code and whether their practices are consistent with the code. This detailed guidance provides detailed principles on the operation of the governing body.

Furthermore institutions should have regard to the Combined Code on corporate governance issued by the Financial Reporting Council, which although intended for the private sector, forms the basis of good practice guidance for institutions.

Framework for Responsibilities and Corporate Governance Statement

<p>Responsibilities of the Governing Body</p>	<p>Explain where the responsibility rests for the administration and management of the institution's financial affairs, including preparation of financial statements.</p> <p>Explain the governing body's responsibilities in this regard. Consider responsibilities in respect of; maintaining proper accounting records, compliance with institution's charter or statutes, compliance with the SORP and funding council financial memorandum, safeguarding assets and prevention and detection of fraud</p> <p>Explain institution's responsibilities in terms of corporate governance, refer to codes of practice (funding councils, CUC, Turnbull and Combined Code</p>
<p>Principles and ethos of institution</p>	<p>Relevance of Nolan Committee Standards in Public Life to the institution and general principles adopted for decision making and accountability. Consider reference to any register of interests</p>
<p>Institution constitution and structural organisation</p>	<p>Explain legal constitution of governing body, key committees and their terms of reference. Explain who the trustees of the institution are. Consider the position of the de facto chief executive and reporting framework for decision making.</p> <p>Consider the membership and attendance, and the effectiveness of the governing body and its key committees.</p>
<p>Statement on Internal Control</p>	<p>Explain responsibilities of the governing body in this regard. Consider the principles of such an internal control and risk management process. Explain what system is in place, how it is linked to organisational objectives and embedded across the institution. Consider how such a system is reviewed.</p>

Report from Estates Committee held on 11 September 2013

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

The paper reports on key discussions and recommendations made at the meeting of EC, held on 11 September 2013.

Action requested

Court is invited to note the EC report and approve the recommendations contained in the paper.

Resource implications

Does the paper have resource implications? Yes, detailed throughout the paper.

Risk Assessment

Does the paper include a risk analysis? It should be noted that EC papers contain, where applicable, separate risk assessments. Some of these may be contained within the reports to CMG, FGPC, and Court.

General:

Legislation Non-Compliance/Business Continuity – mitigated by regular assessment and update of priorities, risk register and implementation of annual major replacements/compliance programme

Capital/Revenue commitments – mitigated by tracking via the Group Estate Development Programme and regular updating in consultation with Finance and reporting to EC, CMG and FGPC, through to Court.

Project Management – mitigated by on-going monitoring of Design Team, Contractor, Risk Register and meetings of Project Boards who in turn report significant programme/cost issues to EC etc.

Equality and Diversity

Has due consideration been given to the equality impact of this paper? None of the proposals in this paper raise issues beyond those that are routinely handled in all estates developments. It should be noted that EC papers contain, where applicable, separate E&D assessments.

Any other relevant information

The Vice-Principal Planning, Resources and Research Policy will present the paper.

Court is reminded that copies of the EC papers and the minutes of the meeting are available to Court members on request from Angela Lewthwaite (Tel: 651 4384, email: angela.lewthwaite@ed.ac.uk) or online at: <https://www.wiki.ed.ac.uk/display/UCC/Estates+Committee>

Freedom of information

The paper is **closed**.

Its disclosure would substantially prejudice the commercial interests of any person or organisation
All EC papers contain FOI information including reasons for closing papers.

Originator of the paper

Paul Cruickshank - Estate Programme Administrator
Angela Lewthwaite - Secretary to Estates Committee
28 October 2013

The University of Edinburgh

The University Court

4 November 2013

Audit Committee Report

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

Attached is the draft Minute of the Audit Committee meeting held on 23 September 2013.

Action requested

The Court is invited to note the draft Minute, particularly the satisfactory outcome of the internal audit service appraisal 2012/2013.

Resource implications

The resource implications are detailed in the paper.

Risk assessment

Internal Audit reports are prepared using a risk-based approach.

Equality and diversity issues

There are none.

Freedom of Information

Can the paper be included in open business? Yes.

Originator of the paper

Dr Katherine Novosel
October 2013

**Minute of the Meeting of the Audit Committee
held at 6.00 pm on 23 September 2013
in the Lord Provost Elder Room, Old College**

Present: Ms A Richards (Convener)
Mrs E Noad via conference call
Mr M Sinclair
Mr A Trotter via conference call

In attendance: Vice-Principal Mr N Paul, Director of Corporate Services
University Secretary Ms S Smith
Mr P McNaull, Director of Finance
Mr H McKay, Chief Internal Auditor
Mr S Reid, KPMG
Mr S Marsden, Director, Applications Division
Ms E Welch, Assistant Director of Finance
Mr B Wood, Internal Auditor
Dr K Novosel, Head of Court Services

Apologies: Mr P Budd
Mr A Johnston
Mr M Rowley, KPMG, External Auditor

1 MINUTE OF THE MEETING HELD ON 30 MAY 2013

Paper A

The Minute of the meeting held on 30 May 2013 was approved as a correct record.

2 MATTERS ARISING

2.1 Ethical Fundraising

It was noted that each recognised society required to agree its own process for acceptance of donations with EUSA's Societies Council providing support and guidance to these autonomous organisations.

2.2 External Audit Arrangements

It was noted that there had been initial discussion with PwC and that more detailed discussions would take place to ensure a smooth transition with formal handover after the next meeting of the Audit Committee.

FOR DISCUSSION

3 THE SCOTTISH CODE OF GOOD HE GOVERNANCE

Paper B

The Committee noted that the finalised Code had been published on 18 July 2013 with effect from 1 August 2013 and that Court had established a Sub-Group to consider its implementation. The specific implications in respect of Risk Management and arrangements with the Audit Committee as set out in main Principle 5 of the Code and its supporting guidelines were noted and the current processes within the University. There was initial discussion on various aspects of the current approach and it was suggested that more detailed information on risk assessments

could perhaps be included where appropriate in Court and Committee papers and that there could be further mapping of issues to the University's Risk Register.

The joint meeting with the Risk Management Committee on 28 October 2013 would enable detailed consideration of the way forward in the light of the new Code and to promote best practice.

4 DRAFT CORPORATE GOVERNANCE STATEMENT

Paper C

It had previously been intimated that the information contained in the Annual Report and Accounts and its format were being reviewed to produce a more integrated document. The attached initial draft Corporate Governance Statement had been expanded to include information on the activities of Court and its Committees and more information than in previous Statements about Senate and the General Council.

The Audit Committee suggested that the text could be further condensed and the format improved with perhaps some of the information placed in a separate section within the final Annual Report and Accounts. It was noted that colleagues in Communications and Marketing were assisting in the drafting and that information on membership for instance may well be placed out with the Corporate Governance Statement.

5 US GAAP –UPDATE REPORT

Paper D

The Committee noted the report and was content with the process including that two or three members, depending on availability, be appointed to a Sub-Group to consider the audited US GAAP Accounts in January 2014: Mr Sinclair intimated that he was willing to be appointed to the Sub-Group.

Post meeting note: The meeting of the Sub-Group will be held on 13 January 2014 at 9.30 am in the Director of Finance's Office, Charles Stewart House. The Sub-Group will be Convened by Ms Richards with the other members being Mr Sinclair, Mr Budd and Mr Trotter. The Director and Assistant Director of Finance will be present as will a representative of the External Auditor.

6 VALUE FOR MONEY REPORT 2012/2013

Paper E

It was noted that the Report set out a number of the good practices being taken forward across the University to promote effective utilisation of resources. As different approaches were adopted, actual monetary values could not be attributed to each example. Overall procurement value for money was assessed at £12.1m based on criteria for reporting procurement efficiency in accordance with the Scottish Publicly Funded Sectors, Procurement Benefits Reporting Guidance published in November 2012. It was further noted that where appropriate the good practice examples were disseminated particularly in relation to estates and buildings activities.

The Audit Committee endorsed the report which would be included within the Committee's Annual Report to Court as part of the assurance process associated with signing off the Annual Report and Financial Statements.

INTERNAL AUDIT

7 INTERNAL AUDIT ANNUAL REPORT

Paper F

The Committee formally noted the Internal Audit Annual Report and endorsed its

onward transmission to Court as part of this Committee's Annual Report to Court which was prepared to assist in the process of approving the Annual Report and Accounts. In particular the Committee noted and endorsed the statement in the Report on the Internal Audit opinion on the adequacy and effectiveness of the University's arrangements for risk management, control, and governance which included references to the decrease in the implementation of audit recommendations within agreed timescales and the approval of a new risk appetite statement.

There was discussion on other aspects of the Internal Audit Report including the controls assurance map and the analysis of the strengths and weaknesses identified during the year and around the definition of the themes. It was agreed that further information would be included in future reports.

8 INTERNAL AUDIT REPORTS

Paper G

The Audit Committee considered the ten Internal Audit assignments completed since its last meeting.

Equine Veterinary Services - Equine Hospital

The number of high priority recommendations identified as a result of this audit was noted and that all had been agreed and being progressed. The issues were mainly around commercialisation aspects of the services provided and transparency on client account processes.

Feedback to Students on Course Performance(2)

The Committee noted that Court had received detailed information on the actions being taken forward and the progress to date around improving the student experience. It was noted that a further internal audit review would be undertaken in due course.

eAuthorisations

It was noted that this was a relatively new finance system used across the University and that consideration was being given to integrating it more fully with other financial systems. IS had recently taken over support of the system and were initiating improvements in line with the recommendations emerging from the audit assignment. The Committee was content with the actions being taken forward.

College of Medicine EEMeC application – IT Security

The two identified weaknesses were being taken forward and while there were security issues around the on-going support of this system the operational processes were considered to provide a significant defence approach.

IT Security Incident Reporting

It was noted that a process was underway to determine how best to provide standard monitoring reports on IT incidents to the Information Technology Committee for onward transmission and the difficulties around capturing near misses were noted.

School of Engineering EXAM Application – IT Security

The wider opportunities identified as a result of this audit were noted and that initial discussions had been initiated with Academic Registry. The specific issues in respect of the School of Engineering were noted and that appropriate actions were being taken forward.

SBS Trust Deed Rules

It was noted that as a result of matters raised the SBS modeller had been taken off the

web and that work was on going to resolve the issues identified. Assurances were provided that the issues were around interpretation.

The remaining Internal Audit assignments were noted.

There were also discussion on the layout of the report and it was agreed it would be helpful to provide in the summary an indication on the number of recommendations and whether these were low or high priority for each internal audit assignment to improve transparency.

9 INTERNAL AUDIT FOLLOW UP REVIEWS

Paper H

As previously reported CMG was now informed after each meeting of the Audit Committee of the outcome of this Report and continued to be supportive of ensuring that agreed recommendations were actioned in a timeous manner. It was suggested that going forward it would be helpful to include the table from the Internal Audit Annual Report which provided year on year information on the percentage of recommendations actioned within the agreed timescale and further that it would be helpful to have information on whether the recommendations were considered of low or high priority. The Committee noted the report.

10 INTERNAL AUDIT PROGRESS REPORT

Paper I

It was noted that the 2012/2013 Audit Plan was nearing completion and that the 2013/2014 plan was 9% advanced after 5 weeks. The Committee was content with these positions and congratulated the Internal Audit Service on achieving the higher level accreditation of Investors in People Bronze status.

11 INTERNAL AUDIT PERFORMANCE REVIEW

11.1 Internal Audit Benchmarking

Paper J

The Committee had previously requested that a benchmarking exercise be undertaken to determine the level of internal audit service provided to the University against that of similar institutions. The Committee welcomed the comparative information provided and noted the satisfactory value for money demonstrated in respect of the University's internal audit provision against other Russell Group institutions. There was discussion around the increasing complexity of the University's activities and on the ability of the Internal Audit Service to generate additional income and of the benefits of being able to buy in specialist assistance. The Committee would continue to monitor the appropriateness of the level of resources available to Internal Audit. There was also discussion around the internal audit planning process and the committee was assured of the involvement of all key members of CMG in the process.

11.2 Internal Audit Performance Evaluation Questionnaires

Paper K

The Committee noted the satisfactory outcome of the evaluation questionnaires exercise.

11.3 Appraisal of Internal Audit Services

Paper L

The Committee confirmed that it was in agreement with the comments contained in the paper. There was discussion on the reference to the work of APUC ltd and examining the benefit of establishing a sector framework agreement for bought in

internal audit services. It was confirmed that this was in respect of those institutions already buying in this service and was therefore not relevant to the situation at this University.

In summary, the Audit Committee remained very satisfied with the overall performance of the Internal Audit Service as demonstrated by the three papers considered at this meeting.

ANDREW GRANT BEQUEST

12 ANDREW GRANT BEQUEST DRAFT TRUSTEE'S REPORT

Paper M

The Committee considered the draft Trustee's Report under agreed delegated arrangements and was content to endorse and recommend its approval to the corporate Trustee.

FOR INFORMATION/FORMAL APPROVAL

13 AUDIT COMMITTEE SCHEDULE

Paper N

The 2013/2014 Audit Committee Schedule was approved. It was noted that other items could and would be brought to meetings of the Committee as required.

14 DATE OF NEXT MEETING

The next meeting of the Audit Committee would be held on Friday 22 November 2013 at 2.30pm in the Lord Provost Elder Room, Old College. It was noted that this meeting would be preceded by a private meeting with Internal Audit at 1.30pm and a private meeting with External Audit at 2.00pm: both these meetings would be held in the Lord Provost Elder Room and all members of the Audit Committee were invited to attend.

In addition there would be a joint meeting with the Risk Management Committee which would include discussion on IT security assurance arrangements on Monday, 28 October 2013 at 2.00 pm in the Raeburn Room, Old College.

Report of the Nominations Committee

The Nominations Committee met on 11 October 2013 and wishes to comment and to make recommendations for approval to Court as detailed below:

Curators of Patronage

The term of office of Vice-Principal Professor Miell as a Curator of Patronage to be extended by a further three years until 31 July 2017.

Membership of Court

Dr Chris Masters' term of office as a member of Court to be extended by a further three years until 31 July 2017.

Arrangements to appoint Co-opted Members of Court

Court had previously invited the Nominations Committee to consider the next recruitment process for Co-opted members of Court taking cognisance of the new Scottish Code of Good Higher Education Governance. The Committee considered proposals including: a recruitment timetable; a draft job description; and Court Skills' Registers. A pro-forma has already been sent to members of Court for completion and the attached Job description (appendix 1) is recommended to Court for approval, subject to any changes required as a result of the outcome of the self-assessment process currently underway to complete the Court Skills' Register.

It is recommended that the recruitment process commences in the week beginning 11 November 2013, with applications returned in the week beginning 16 December 2013 prior to the festive break. The Nominations Committee recommends to Court that the recruitment process should identify new members to fill the two vacancies at the start of 2014/2015 (excluding the vacancy as a result of Professor Monro's term of office ceasing) and also anticipated vacancies at the start of 2015/2016. Interviews will be held in January 2014 with recommendations submit to the Court meeting on 17 February 2014.

The Nominations Committee further recommends approval to Court of the membership of the panel tasked with short-listing applications and interviewing candidates for Co-opted membership of Court as follows:

University Secretary (to chair Panel)
Principal
Vice-Convener of Court
Professor Smyth
Professor Ansell
Mr Murdoch

Arrangements for Appointment of next Vice-Convener of Court

Court had previously invited the Nominations Committee to finalise the arrangements for the recruitment of the next Vice-Convener of Court in accordance with the new Scottish Code of

Good Higher Education Governance to enable recommendations to be presented to the Court meeting on 17 February 2014 and for the next Vice-Convener to be in place by 1 August 2014. As part of the proposals, the Nominations Committee considered and recommends approval to Court of a statement on the Roles of the Rector and Vice-Convener of Court (appendix 2) which takes cognisance of Principle 7 of the new Code. The statement is based on previous information prepared for Rectorial Elections and has also been used to inform the job description of the Vice-Convener of Court.

It is recommended that the recruitment process commences in the week beginning 11 November 2013 with applications returned in the week beginning 16 December 2013 prior to the festive break; the process therefore running concurrently with that to appoint new Co-opted Members of Court.

The Committee considered and recommends to Court approval of the job description for the Vice-Convener of Court (appendix 3). In accordance with the requirements of the Code to consult staff and students on the job description, Court is invited to approve the publication of this job description on the University's student and the staff news web pages for a period of two weeks; the finalised job description would take cognisance of the outcome of this exercise. Court is invited to delegate approval of the final job description to the University Secretary. It would also be the intention to publish the statement on the roles and of the Rector and the Vice-Convener of Court on the University's website.

Court is further invited to approve the following membership of the panel to short-list applications and interview candidates:

University Secretary (to chair Panel)
Principal
Dr Robert Black
Professor Ansell
Mr Murdoch

Staff Committee

Ms Doreen Davidson to be appointed a member of the Staff Committee with immediate effect until 31 July 2014.

Investment Committee

The Committee agreed that the vacancy on the Investment Committee at the start of 2014/2015 should be filled through an external recruitment process. It was agreed to follow a similar approach to that being undertaken for Co-opted Members of Court and a Skills' Register for the Investment Committee has been approved. It should be noted that a self-assessment process involving current members of the Investment Committee is currently underway to compete this Register.

The Committee further recommends to Court approval of the job description for an external member of the Investment Committee (appendix 4), subject to the outcome of the self-assessment exercise, and that the recruitment process should run concurrently with that of the Co-opted members of Court with recommendations being presented to Court at its meeting on 17 February 2014. Court is invited to delegate approval of the final job description to the Director of Finance.

The membership of the panel to short-list applications and interview candidates is yet to be finalised subject to availability and Court is invited to delegate final arrangements to the Director of Finance with the suggestion that, the Convener or another external member of the

Investment Committee, the Director of Finance and a Court member on the Investment Committee should be members of the panel. The interviews are likely to be held in January 2014.

Dr Katherine Novosel
October 2013

Job Description: Co-opted Court Member

Role of the University Court

The Court is the governing body and legal persona of the University of Edinburgh. It is composed of twenty two members both internal and external to the University. The internal members are staff and students of the University. A number of the external members are appointed by specific bodies while eight external members are appointed by Court itself and are referred to as co-opted members.

The Court is the employer of all University staff and the owner of all the University's assets (which are valued at £1.8 billion). It is responsible for the safeguarding of those assets, including the University's extensive estate, and ensuring proper financial control arrangements and accounting for the University's turnover of approximately £739 million per annum, much of this derived from public funds. The Court is also responsible for ensuring effective audit and risk oversight arrangements and for the University's compliance with all relevant legislation and regulations, including health and safety of staff and students.

The Court is collectively responsible for overseeing the University's activities, determining its future direction and fostering an environment in which the institutional mission can be achieved and the potential of all learners maximised. This responsibility includes considering and approving the University's strategic plan, which sets out the University's goals, aims and objectives and identifies the financial, physical, staffing and other strategies necessary to achieve them. The Court takes all final decisions on matters of fundamental concern to the institution and is required to regularly monitor its own effectiveness and the performance of the University.

Responsibilities of members

Court members collectively provide high-level strategic oversight and ensure that adequate control and monitoring arrangements exist to support management in exercising proper stewardship and working towards agreed strategic objectives. This work is distinct from the executive management of the University, responsibility for which rests with the University's senior managers.

External members are asked to bring their expertise and experience to bear on this work. The University greatly values the wide range of experience brought by all members to Court business. It is hoped that all members will question intelligently, debate constructively, challenge rigorously and decide dispassionately, having listened sensitively to the views of others, inside and outside meetings of the governing body.

The Court is entrusted with funds, both public and private, and has a particular duty to observe the highest standards of corporate governance. This includes ensuring and demonstrating integrity and objectivity in the transaction of business, and wherever possible following a policy of openness and transparency in the dissemination of its decisions.

Court members are expected to develop an understanding of the University, its teaching and research mission and internal structure and culture. In addition, members are expected to be willing to develop some understanding of the University's relationships with relevant external agencies and of the Scottish and UK higher education systems. The University endeavours to provide members with opportunities to develop this understanding.

Committee responsibilities and other work

Members will be expected to serve on a number of Court Committees (normally around two committees at any one time but may be more). Members' particular expertise and experience are taken into account by the University in deciding which committees they are asked to join. Members may also be asked from time-to-time to serve on short-term ad hoc groups set up for specific purposes; this can include steering groups for major capital projects and appeal panels set up under the University's staff discipline arrangements.

Please see the links from this webpage for details of the various Court Committees as well as further information on the University Court:

<http://www.ed.ac.uk/schools-departments/governance-strategic-planning/governance>

Period of Appointment

The appointment will be made for a period of 3 years from either 1 August 2014 or 1 August 2015. Appointees will be eligible for consideration for reappointment for a further term of 3 years subject to satisfactory appraisal.

Remuneration

In common with most higher education institutions, there is no remuneration directly associated with membership of Court but the University will meet reasonable expenses incurred in connection with membership of the Court or activities on behalf of the University including meeting child and other dependent care costs.

Time commitment

The Court currently meets six times a year on Monday afternoons, with two additional seminars held at the beginning and the middle of each academic year. The Court's Committees normally meet between three and six times a year on various days of the week. The University does expect all members to be committed and willing to engage with the work of Court and the University. Court members are invited to attend a number of University ceremonial events and some social events throughout the year.

Person Specification

The University is committed to promoting all aspects of equality and diversity and welcomes applications from all sectors of the community.

Experience

Essential:

- Professional experience and knowledge in matters relevant to the successful operation of a large complex organisation.

Desirable:

- Experience of partnership working for or with Research Councils, relevant charities or community-based or public or government organisations;

- Experience of dealing with strategic issues of a large business, commercial or public-financed organisation at senior management or board level.

Knowledge, Skills and Competencies

Essential:

- Relevant professional expertise and knowledge in matters relevant to successful operation of a large, diverse organisation, e.g. commercial acumen, risk management, organisational change;
- Understanding of financial processes, including an understanding of budgetary processes;
- Knowledge and understanding of the education sector;
- Ability to interpret information, debate constructively and rigorously challenge;
- Awareness of probity issues and commitment to high standards of integrity, transparency and impartiality;
- Ability to communicate effectively at senior level and explain issues and decisions both orally and in writing;
- Skills of networking, influencing and advocacy;
- Understanding of strategic planning processes;
- Empathy with the values and vision of the University of Edinburgh;
- Understanding of the economic, social and political dynamics of Edinburgh and wider Scotland.

Desirable:

Candidates may have two or more of the following:

- Human Resources;
- Information technology or information management;
- Legal work;
- Knowledge of the international environment particularly in relation to higher education;
- Audit and risk management oversight;
- Knowledge of philanthropic fundraising;
- Public sector, including government and local authorities;
- Involvement in improving the student experience or in management, teaching or on-line learning in secondary, further or higher education;

- Knowledge and understanding of approaches to ensuring sustainability and social responsibility within large complex organisations;
- Experience of the political, regulatory or legal framework in which the higher education sector operate;
- Experience of research management within or out with the higher education sector;
- Property and estates management expertise and/or knowledge of the construction sector;
- Knowledge and understanding of commercialisation of research and entrepreneurship;
- Knowledge of the University of Edinburgh or equivalent research intensive university.

Personal Attributes

Members of Court will have a strong personal commitment to higher education and have empathy with the values, aims and objectives of the University of Edinburgh.

Individual members and the Court collectively should at all times conduct themselves in accordance with accepted high standards of behaviour in public life, which embrace selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

Essential personal attributes include:

- Diplomacy and sensitivity;
- Sound judgment and judiciousness;
- Demonstrable commitment to equality and diversity;
- Sympathy with and understanding of the University of Edinburgh's culture;
- Strong inter-personal skills;
- Integrity, tact, discretion, independence and objectivity;
- Empathy and enthusiasm with the values and vision of the University of Edinburgh;
- Empathy with current challenges facing the higher education sector;
- Ability to constructively challenge.

Application Procedure

All applicants should apply via the University of Edinburgh's recruitment website: <http://www.ed.ac.uk/jobs>. The application process is quick and easy to follow and you will receive email confirmation of safe receipt of your application. The online system allows you to submit a CV and other attachments.

We anticipate interviews will be held in the week commencing **27 January 2014(TBC)**. You will be notified by email whether you have been shortlisted for interview or not.

The closing date is 5pm on **9 or 16 December 2013 (TBC)**.

The University of Edinburgh particularly welcomes applications from all sectors of the community, particularly from traditionally under-represented groups.

Members of Court are formally trustees of the University in its capacity as a charity; members will therefore be asked to confirm that they are not disqualified from serving as a trustee under the Charities and Trustee Investments Act (Scotland) 2005.

Confidential Discussion

Informal enquiries regarding the role may be made to University Secretary Ms Sarah Smith via email at University.Secretary@ed.ac.uk or telephone 0131 650 2144.

THE ROLE OF THE RECTOR AND VICE-CONVENER OF COURT

The primary formal role ascribed to the Rector by the legislation under which the University operates (principally the Universities (Scotland) Acts 1858 - 1966) is to preside at meetings of the University's governing body, the University Court.

The role of the Vice-Convener of Court is equivalent to that of the Chair of the institution in many other Universities in that the Vice-Convener is responsible for the leadership of the University Court and will preside at Court meetings in the absence of the Rector.

The Rector

In addition to presiding at meetings of the Court the Rector also presides at meetings of the General Council in the absence of the Chancellor.

The Rector will normally preside over the six meetings of Court held each academic year and in addition attend two half day seminars in each year: one in September and the other in March, to allow in depth debate and discussion on strategic issues.

The Rector can also expect to be called upon to attend other meetings and University events and often undertakes an ambassadorial role at official ceremonies including graduations.

In recent times, Rectors have often seen their role as a point of contact for the University community, seeking to assist with difficulties or issues where they arise. It is anticipated that the Rector will have a good understanding of issues important to students and will often work closely with the student body, Edinburgh University Students Association (EUSA).

The Rector is elected by the staff and students of the University and cannot, due to the Ordinance that governs the election of the Rector, be a matriculated student or a member of staff at the time of the election. The Rector's term of office is for three years.

The Vice-Convener

As the equivalent of the chair of the institution the Vice-Convener is responsible for the overall leadership of Court and must ensure that Court conducts its business in an effective and efficient manner with due consideration of the appropriate legal and compliance issues.

The Vice-Convener should ensure that members of Court work well together and that members conduct themselves in accordance with accepted standards of behaviour in public life.

The Vice-Convener acts as a critical friend to the University, the Principal and members of the senior team.

Through leadership of the Court the Vice-Convener plays a key role in the business of the University but should not be drawn into the core day to day management which is the responsibility of the Principal and the senior management team.

The Vice-Convener also has the responsibility, along with the Principal and others, to ensure that the institution is well connected and represented with its partners, stakeholders and other external bodies. This includes the Committee of University Chairs, Committee of Scottish Chairs and the Scottish Funding Council.

In addition to attendance at Court the Vice-Convener will be the ex officio Convener of Court Committees principally Finance and General Purposes Committee and Nominations Committee. The Vice-Convener will also contribute to the governance of the University in other significant areas such

as the Remuneration Committee. There is also an expectation that the Vice-Convener will participate in University ceremonial events such as graduations.

The Vice-Convener is responsible for the appraisal of the performance of the Principal, in accordance with approved arrangements.

The commitment associated with the role of Vice-Convener is a combination of time taken to undertake the formal tasks, such as attendance at Court and Committees, and the informal support and contact which are critical to the effective discharge of the responsibilities of the position. The likely overall time commitment required for attendance at Court, (6 meetings per annum), the associated Committees and other commitments is, 2 – 3 days per month.

The Vice-Convener is appointed following an open recruitment and interview process for an initial period of 3 years which is renewable for a further period of 3 years subject to satisfactory performance.

The following information adds further detail and context (link to):

Vice-Convener Job Description

Standing Orders of Court

Statement of Court's Primary Responsibilities

Job description: Vice-Convener of Court

Purpose: Equivalent to the 'chair' of the institution, responsible for the overall leadership of Court, representing the University externally and acting as a critical friend to the Principal and the University's senior management team.

Key Responsibilities:

The role of the Vice-Convener of Court is equivalent to that of the Chair of the institution in many other Universities.

The principal roles of the Vice-Convener may be summarised as follows:

- Responsible for the leadership of Court, its effectiveness and its conduct;
- Acts as a critical friend to the University, to the Principal and to members of the senior team;
- Represents the University at meetings with external bodies and stakeholders including Committee of University Chairs (CUC), Committee of Scottish Chairs, Scottish Funding Council and Scottish Government and represents Court at ceremonial events including graduations;
- In the absence of the Rector presides at meetings of Court;
- Is responsible, in liaison with the Rector, Principal and the senior team in ensuring that the University is well connected with its stakeholders, including staff, students, General Council members and the wider community;
- May act on behalf of Court under formalised delegated arrangements to take forward matters between Court meetings such as signing off routine documents and detailed implementation arrangements for matters already agreed by Court: such matters to be formally reported to the next meeting of Court;
- In liaison with the University Secretary ensures an adequate and effective induction process is in place for all new members of Court and that there are on-going development opportunities for all Court members to enable Court to effectively discharge its responsibilities;
- Acts as a point of contact for all Court members wishing to discuss sensitive issues and matters of concern in respect of Court or University activities;
- In terms of good governance being ex officio Convener of Court Committees principally Finance and General Purposes Committee and Nominations Committee and contributing to the governance in other significant areas through membership and/or Convenership of the Remuneration Committee;
- Responsible for the appraisal of the performance of the Principal, in accordance with approved arrangements.

Period of Appointment

The appointment will be made for a period of three years from 1 August 2014. The appointee will be eligible for consideration for reappointment for a further term of three years subject to satisfactory appraisal.

Remuneration

In common with most higher education institutions, there is no remuneration directly associated with the position of Vice-Convener of Court, but the University will meet reasonable expenses incurred in connection with the Vice-Convenership of Court and other activities on behalf of the University including meeting child and other dependent care costs.

Time commitment

The likely overall time commitment required of the Vice-Convener for the effective conduct of the duties of the post is 2-3 days per month which will include attendance at Court, Committee meetings and events, along with discussions with the Principal and other members of the senior management team. The Vice-Convener is expected to be flexible in terms of their availability and being able to be contacted at short notice.

The Court currently meets six times a year on Monday afternoons, with two additional seminars held at the beginning and the middle of each academic year. The Court's Committees normally meet between three and six times a year on various days of the week. The University does expect all members to be committed and willing to engage with the work of Court and the University. Court members are invited to attend a number of University ceremonial events and some social events throughout the year. They are very welcome at these events, but the University recognises that other commitments may limit members' ability to accept all such invitations.

Committee and other work

In addition to the ex officio membership of key committees, the Vice-Convener will have the opportunity to be a member of other Committees and may be asked to serve on short-term ad hoc groups set up for specific purposes; this can include steering groups for major capital projects and appeal panels set up under the University's staff discipline arrangements. In addition the Vice-Convener will be expected to participate in senior appointment panels.

The University Secretary and Court secretariat will provide support to the Vice-Convener of Court.

Person Specification

The University is committed to promoting all aspects of equality and diversity and welcomes applications from all sectors of the community.

Experience

Essential:

- Significant experience and expertise in leading on strategic issues within a large complex organisation;
- Experience of chairing high level, strategic Board and Committee meetings and bringing often complex and sensitive matters to a satisfactory conclusion.

Desirable:

- Experience of, Research Councils, relevant Charities or Public/Government organisations.

Knowledge, Skills and Competencies

Essential:

- Relevant professional expertise and knowledge in matters relevant to successful operation of a large, diverse organisation, e.g. commercial acumen, risk management, organisational change;
- Understanding of financial processes, including an understanding of budgetary processes;
- Knowledge and understanding of the education sector;
- Able to demonstrate leadership skills and engender respect from others;
- Ability to interpret information, debate constructively and rigorously challenge;
- Awareness of probity issues and commitment to high standards of integrity, transparency and impartiality;
- Knowledge or understanding of governance in organisations;
- Ability to influence opinions and outcomes;
- Ability to communicate effectively at senior level and explain issues and decisions both orally and in writing;
- Skills of networking, influencing and advocacy;
- Understanding of strategic planning processes;
- Empathy with the values and vision of the University of Edinburgh;
- Understanding of the economic, social and political dynamics of Edinburgh and wider Scotland.

Desirable:

Candidates may have knowledge of two or more of the following:

- Human Resources;
- Information technology or information management;
- Legal work;
- Knowledge of the international environment particularly in relation to higher education;
- Risk management oversight;
- Current knowledge of the construction sector particularly at a strategic/planning level;
- Knowledge of philanthropic fundraising;
- Public sector, including government and local authorities;

- Knowledge of the University of Edinburgh or equivalent research intensive university.

Personal Attributes

The Vice-Convenor will have a strong personal commitment to higher education and have empathy with the values, aims and objectives of the University of Edinburgh. S/he will also share the University's vision and aspirations to national and international excellence as well as understand the multiple academic and business drivers needed to underpin this.

Individual members and the Court collectively should at all times conduct themselves in accordance with accepted high standards of behaviour in public life, which embrace selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

Essential Personal Attributes include:

- Diplomacy and sensitivity;
- Sound judgment and judiciousness;
- Ability to deal with conflict in a constructive manner;
- Ability to establish good working relationships with a diverse range of people (staff, students, other members of Court and its committees);
- Demonstrable commitment to equality and diversity;
- Sympathy with and understanding of the University of Edinburgh's culture;
- Strong inter-personal skills;
- Integrity, tact, discretion, independence and objectivity;
- Calm, measured approach;
- Ability to constructively challenge.

Application Procedure

All applicants should apply via the University of Edinburgh's recruitment website <http://www.ed.ac.uk/jobs>. The application process is quick and easy to follow, and you will receive email confirmation of safe receipt of your application. The online system allows you to submit a CV and other attachments.

We anticipate interviews will be held in the week commencing **20 January 2014 (TBC)**. You will be notified by email whether you have been shortlisted for interview or not.

The closing date is 5pm on **9 or 16 Dec 2013 (TBC)**.

The University of Edinburgh particularly welcomes applications from all sectors of the community, particularly from traditionally under-represented groups.

As a member of Court the Vice-Convener of Court is formally a trustee of the University in its capacity as a charity and will therefore be asked to confirm that s/he is not disqualified from serving as a trustee under the Charities and Trustee Investments Act (Scotland) 2005.

Confidential Discussion

Informal enquiries regarding the role may be made to University Secretary Ms Sarah Smith via email at University.Secretary@ed.ac.uk or telephone 0131 650 2144.

Job Description: Investment Committee Member

Job Purpose

To exercise professional experience and judgment to enable the University's Investment Committee to make decisions such that the University's endowment fund is appropriately invested and the value of those endowments is maintained and enhanced over the long term. To support the University's Investment Committee in carrying out its roles and responsibilities.

Key Responsibilities

- To support the development of the University's long and short-term investment strategy including the review of its asset allocation strategies, long-term investment objectives and investment management structures;
- To review and monitor implementation of the agreed investment strategy;
- To evaluate the investment performance of the University's funds;
- Follow closely the markets and their development;
- Consider all socially responsible investment concerns;
- Other duties as may be delegated by the Court.

Period of Appointment

Appointments are subject to approval by the University Court and will be made for a period of three years from 1 August 2014. The appointee will be eligible for consideration for reappointment for a further term of three years subject to satisfactory appraisal.

Remuneration

In common with most higher education institutions, there is no remuneration directly associated with membership of the Investment Committee but the University will meet reasonable expenses incurred in connection with membership of the Committees including meeting child and other dependent care costs.

Time commitment

The Investment Committee normally meets four times a year in August, November, February and May for 3-4 hours.

Person Specification

The University is committed to promoting all aspects of equality and diversity and welcomes applications from all sectors of the community.

Essential experience:

- Experienced Investment professional.

Essential Knowledge, Skills and Competencies

Candidates must have knowledge, skill or competency in two or more of the following:

- Relevant investment experience and knowledge;
- High level of experience in financial matters;
- Excellent communication skills;
- Ability to interpret information, debate constructively and rigorously challenge;
- Awareness of probity issues: high standard of integrity, transparency and impartiality;
- Knowledge or understanding of governance in complex organisations;
- Ability to influence opinions and outcomes;
- Empathy with the values and vision of the University of Edinburgh;
- Understanding of the economic, social and political dynamics of Scotland and in particular of Edinburgh.

Personal Attributes

Strong personal commitment to higher education and empathy with the values, aims and objectives of the University of Edinburgh, applicants will also share the University's vision and aspirations to national and international excellence as well as understand the multiple academic and business drivers needed to underpin this.

Individual members and the Investment Committee collectively should at all times conduct themselves in accordance with accepted high standards of behaviour in public life, which embrace selflessness, integrity, objectivity, accountability, openness, honesty and leadership.

Further information

The Investment Committee of the University is responsible for the oversight and strategic direction of both short-term and long-term investments. This includes overseeing the short and long term investment strategy, investment principles, monitoring and review of investments, governance, identification and selection of investments, appointment of advisers and fund managers, implementing the Socially Responsible Investment policy, monitoring the performance and risks in relation to both long and short term investments with a view to advising Court on its investment programme. Further information is set out in the terms of reference at Appendix A.

The University's Endowment Fund is one of the largest in the UK (£280 million) and has detailed records going back to the 1950s which show the value of funds endowed, investment returns and areas of expenditure. Endowments are primarily used to fund the University's generous scholarship and bursaries' programme, academic chairs and building works. Endowment Funds have contributed £36.5 million over the last 5 years impacting on all aspect of University life. The investment objective of the Endowment Fund is to grow the capital value of the assets over the long term whilst providing income to support the activities of the numerous endowments. The value of the University's short term investments is around £345 million.

During 2012-13 the Investment Committee undertook a review of the Fund's investment strategy with the aim of broader manager diversification. As a result the Endowment Fund's assets are now

managed by four external fund managers and there are new investments in property (Hermes and Deaconess Student Accommodation) and the asset allocation was revised as a result of these changes. The fund has a long term relationship with Baillie Gifford Fund Managers who have been providing investment advice since 1968.

Going forward, the Endowment Fund has committed to invest in private equity via Old College Capital which is the venture investment arm of the University of Edinburgh providing growth and development finance into early and mid-stage spin-out and start-up companies as part of syndicated venture capital rounds. The largest portion of the Fund's assets continues to be invested in equities given their potential for delivering good, long term, real returns.

Since 2003, the University has had a Socially Responsible Investment Policy which has endorsed an approach based on 'engagement' with companies on ethical issues. In January 2013 the University became the first in Europe to sign up to the United Nations Principles of Responsible Investment which provides a framework for the University to take environmental, social and corporate governance (ESG) considerations into its investment strategies.

The University Court appoints members to the Investment Committee drawn from both Court members and external investment professionals. The Investment Committee has 7 members. Currently there are three external members, three members of the University Court and the Vice-Principal and Director of Corporate Services. The vacancy has arisen as one of the members is stepping down at the end of July 2014. The Committee is supported in its work by the Director of Finance, a Committee Secretary and an external investment adviser.

Further information on the Investment Committee is at <http://www.ed.ac.uk/schools-departments/finance/about/sections/financial-accounting/investment>

Application Procedure

All applicants should apply via the University of Edinburgh's recruitment website: <http://www.ed.ac.uk/jobs>. The application process is quick and easy to follow and you will receive email confirmation of safe receipt of your application. The online system allows you to submit a CV and other attachments.

We anticipate interviews will be held in the week commencing (TBC). You will be notified by email whether you have been shortlisted for interview or not.

The closing date is 5pm on 9 or 16 Dec 2013 (TBC).

The University of Edinburgh particularly welcomes applications from all sectors of the community, particularly from traditionally under-represented groups.

Confidential Discussion

For informal enquiries and discussions please contact Mr Phil McNaull, Director of Finance via email at P.McNaull@ed.ac.uk or telephone 0131 650 2181.

INVESTMENT COMMITTEE

Terms of Reference:

1 Purpose

To consider the corporate governance and other related implications of the University's investments, in particular to consider strategic formulation and risk containment and to review and monitor both long and short term investments.

2 Composition

2.1 The Committee shall consist of not more than seven members.

2.2 The Vice-Principal and Director of Corporate Services and the Convener of the Finance and General Purposes Committee shall be ex officio members of the Committee.

2.3 The remaining five members may be lay members of Court, employees of the University or external to the Court and the University: at least three must be external members. All shall have expertise in finance and investment matters and in particular recent or current experience of the asset classes that the investments are presently invested in.

2.4 Court shall appoint members of the Investment Committee on the recommendation of the Nominations Committee.

2.5 The Nominations Committee shall consult with the Convener of the Committee, with ex officio members and with the Director of Finance on suitable external members.

2.6 The term of office of members shall normally be for a maximum of three years unless otherwise determined by Court.

2.7 Members are eligible for re-appointment up to a normal maximum of two consecutive terms of office.

2.8 Court on the recommendation of the Nominations Committee shall appoint the Convener of the Committee who shall be an external or a lay member.

2.9 All members of the Investment Committee are expected to comply with the University's Code of Conduct as set out in the University's Handbook and declare any interests which may conflict with their responsibilities as members of the Investment Committee.

2.10 Senior Officers of the University may be in attendance at Committee meetings and in particular the Director of Finance shall have a right of attendance at all meetings.

3 Meetings

3.1 The Committee shall meet as required to fulfil its remit and will meet at least twice in each academic session.

3.2 Minutes, agendas and papers will normally be circulated to members of the Committee at least five days in advance of the meeting. Late papers may be circulated up to two days before the meeting. Only in the case of urgency and with the agreement of the Convener will papers be tabled at meetings of the Committee.

3.3 Non-contentious or urgent matters not on the agenda may be considered at a meeting subject to the agreement of the Convener of the meeting and with the consent of the majority of members present.

3.4 Minutes, agendas and papers will also be circulated to those in attendance at meetings at least four days in advance of the meeting unless the originator of the paper otherwise determines. Any other person in attendance at the meeting will be issued with papers appropriate to their reason for attendance.

3.5 Papers will indicate the originator/s and purpose of the paper, the matter/s which the Committee is being asked to consider and any action/s required and confirm the status of the paper in respect of freedom of information legislation.

3.6 Three members of the Committee shall be a quorum. This number must include one Court member and two members who are either external members or lay members. In the absence of the Convener of the Investment Committee the majority of members present may appoint one of the external or lay members to act as Convener for the duration of the Committee meeting.

3.7 A formal minute will be kept of proceedings and submitted for approval at the next meeting of the Committee. The draft minute will be agreed with the Convener of the Committee prior to circulation and in the case of the absence of the Convener at a meeting the Committee member appointed to act as Convener for the duration of that specific meeting.

4 Remit

4.1 To propose and agree with the Court, investment objectives and to recommend through the Finance and General Purposes Committee an investment strategy appropriate to meet these objectives.

4.2 To keep under review the investment strategy.

4.3 To appoint investment and fund managers or equivalent, agree their remuneration and to monitor their performance against agreed benchmarks.

4.4 To monitor the performance of the Finance Department Treasury function against an agreed benchmark.

4.5 To directly invest in property up to 20% of the total value of the endowment fund.

4.6 To follow guidance from the Court to implement any restrictions on investments required on ethical or socially responsible grounds.

4.7 To ensure all funds held in trust by the University of Edinburgh Endowment Fund are operated within the relevant legislation and the specific terms of each trust.

4.8 To inform the Finance and General Purposes Committee of the future income projections from endowment investments.

5 Other

5.1 The Committee will undertake from time to time a review of its own performance and effectiveness as part of the overall review of Court and its Committees and report thereon to Court.

5.2 In order to fulfil its remit the Committee may obtain external professional advice as necessary.

5.3 Reports on the main points discussed at each meeting will be provided to the subsequent meeting of the Finance and General Purposes Committee and thereon reported to Court.

5.4 The membership of the Committee will be published on the University's internet in accordance with the University's agreed publication scheme.

5.5 An Annual Report will be prepared and submitted to Court through the Finance and General Purposes Committee.

Approved 5 November 2012

The University of Edinburgh

The University Court

4 November 2013

Academic Report

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

The paper is the Academic Report to Court providing information on the discussion which took place at the most recent meeting of the University Senate on 2 October 2013 and of the business dealt with by the electronic Senate of 10 – 18 September 2013. The paper also includes electronic business approved by Senate on the 18 October 2013.

Papers for the meetings are available at: <http://edin.ac/13pqU5E>

Copies of slides for the presentation are available upon request from the Senate Secretariat.

Action requested

The report on Senate activities is for information.

Senate invites Court to approve the recommendations endorsed by Senate contained in Appendix One.

Resource implications

Does the paper have resource implications? No.

Risk Assessment

Does the paper include a risk analysis?

Equality and Diversity

Has due consideration been given to the equality impact of this paper? Yes

Freedom of Information

Can the paper be included in open business? Yes.

Originator of the paper

Anne Marie O'Mullane
Senate Clerk

Summary Report of the Senatus Meeting on 2 October 2013

Presentation and Discussion – Open Access

This was the first meeting where staff were invited to attend the presentation and discussion section of the meeting. This innovation was deemed a success and it was agreed that it should be repeated at the February Senate.

The strategic theme for the meeting was '*Open Access*'. Professor Jo Shaw, Dean of Research and Deputy Head of College, CHSS, provided an introduction to the issue of open access and background on how the University has engaged with the issue. John Scally, Director of Library and University Collections, provided a background to the national and global drivers for open access. Dominic Tate, Scholarly Communications Manager, provided an overview of the portfolio of services, offered by the Scholarly Communications Team and within Colleges, to academics in relation to open access. Stuart Lewis, Deputy Director of Library & University Collections and Head of Research and Learning Services, provided an overview of what open access means for academics. Possible future policy developments for open access in relation to scholarly communications and research data were also highlighted.

The presentations and discussion gave Senate members space to engage in a valuable and lively discussion about the University's response to open access, future developments in the area and the possible impact of this on the landscape of publishers and learned societies. This discussion will contribute to a university wide position on open access. The minutes for the meeting will be made available online in due course: <http://edin.ac/13pgU5E>.

Formal Business

1. Approval of E-Business conducted from 10 September 2013 – 18 September 2013

Minutes from the Senate Meeting 5 June 2013

The Minutes of the meeting of Senate held on 5 June 2013 were approved.

Special Meeting and Graduation Ceremonials on 28, 29 June, 1, 2, 3 4, 5 and 6 July 2013

The Minutes of the Special Meetings and Graduation Ceremonials in June and July 2013 were taken as read and approved. It was noted that copies are available from the Registry, Old College.

Report of the Vacation Senatus

The Report of the business conducted by the Vacation Senate was noted.

Membership of Senate

The Senatus noted the new professorial and ex-officio members.

Senate Assessor Vacancies

Senate approved the Regulations for the Conduct of the Senate Assessor Elections and the constitution of the Scrutinising Committee. Senate had also been invited to consider and make nominations for the three vacancies. The outcome of the nominations would be reported to the October 2013 meeting of the Senatus.

Conferment of the title Emeritus Professor

The Senatus agreed to confer the title of Professor Emeritus on the Professor listed in Paper E, requesting that the relevant Heads of College / School prepare the necessary Special Minutes.

Proposal for clarifying Senate membership vacancies

The Senatus approved the proposal for calculating vacancies for non-professorial representatives and also University demonstrators and academic research staff. Senatus recommended to the University Court, the adoption of the approach for calculating vacancies **(See Appendix One)**.

The University of Edinburgh Baseline Statement on Quality Arrangements

The Senatus endorsed the University of Edinburgh Baseline Statement on Quality Arrangements.

Special Minutes

The Senatus adopted the Special Minute for Professor I Power.

Annual Report to the Scottish Funding Council on Institution-led Review and Enhancement Activity 2012/13

The Senatus noted the Report for onward transmission to the University Court.

Communications from the University Court

The Senatus noted the content of the report from the University Court on its meeting of 24 June and offered no observations on the draft Resolution 73/2013.

Report from the Central Management Group

The Senatus noted the report from the Central Management Group on its meetings of 19 June and 21 August 2013.

Resolutions – Chairs

The Senatus offered no observations on the draft Resolutions:

Draft Resolution No. 74/2013:	Foundation of a Chair of Epigenetics
Draft Resolution No. 75/2013:	Foundation of a Chair of Medical and Social Anthropology
Draft Resolution No. 82/2013:	Foundation of a Chair of Applied Hydrodynamics
Draft Resolution No. 76/2013:	Alteration of the title of the Robert Irvine Chair of Medical Microbiology
Draft Resolution No. 77/2013:	Alteration of the title of the Chair of Accountancy and Finance
Draft Resolution No. 78/2013:	Alteration of the title of the Regius Chair of Sanskrit Language, Literature, and Philosophy, and Comparative Philology
Draft Resolution No. 79/2013:	Alteration of the title of the Personal Chair of Drama and Performance Studies
Draft Resolution No. 80/2013:	Alteration of the title of the Chair of History of Art
Draft Resolution No. 81/2013:	Alteration of the title of the Chair of Strategy and Change
Draft Resolution No. 83/2013:	Foundation of a Personal Chair of Reproductive Steroids

Report from the Central Academic Promotions Committee

Senatus noted the report from the Central Academic Promotions Committee informing it of the award of one further out of cycle Personal Chair.

Report from the Discipline Committee

The Senatus noted the Report of the Discipline Committee hearings of 7 June 2013 and 1 July 2013.

2. Amendments to the Terms of Reference and Composition of Senate Committee(s)

Senatus approved changes to the terms of reference for Senate Learning and Teaching Committee, Senate Researcher Experience Committee, and Senate Curriculum and Student Progression Committee.

Communication

3. Senate Assessor Vacancies – Outcome

Senatus noted that Professor Sarah Cooper, Business School, and Dr Claire Phillips, The Royal (Dick) School of Veterinary Studies were elected to the two ordinary term vacancies, commencing on August 1 2014 (ending July 31 2018), due to an uncontested election.

4. National Student Survey Update 2013

Senatus noted the verbal update from Dr Rigby, Vice Principal for Learning and Teaching, on the National Student Survey results. Dr Rigby discussed the progress and good practice that is taking place across the University taking forward the work contained in the paper on NSS approved by Senate at the June 2013 meeting. Dr Rigby asked Senate members to

adopt an advocate role in relation to the recommendations approved at the June 2013 Senate meeting.

Closed Business

5. Recommendations for Degrees and Diplomas

Senatus approved the recommendations as presented in paper S 13/14 1 D.

6. Report of the Honorary Degrees Committee

Senatus approved the recommendations as presented in the tabled paper S 13/14 1 E.

Summary Report of the Electronic Business Approved by Senate on 18 October 2013

On the 18 October Senatus approved, via electronic business, the recommendation contained within a confidential report from the Honorary Degrees Committee, outwith the normal committee cycle.

The University of Edinburgh

Electronic Senate

10 – 18 September 2013

Proposal for clarifying Senate membership vacancies

Brief description of the paper, including a statement of relevance to the University's strategic plans and priorities

Proposal for calculating Senate membership vacancies for particular membership categories:

- Non-professorial representatives – Readers, senior lecturers, and lecturers
- University demonstrators and academic researcher staff representatives

This purpose of the proposal is to remove ambiguity as Ordinance 204 does not prescribe a precise vacancy amount for the categories.

Action requested

The Senatus is invited to approve the proposal contained within the paper and recommend to University Court the adoption of the approach for calculating a vacancy amount

Resource implications

Does the paper have resource implications? No

Risk Assessment

Does the paper include a risk analysis? No

Equality and Diversity

Has due consideration been given to the equality impact of this paper? Not relevant

Freedom of Information

Can this paper be included in open business? Yes

Any Other Relevant Information

A comment need only be submitted to raise an objection/suggest corrections. If no comments are received the minutes will be deemed approved. In this context any comments on this paper should be e-mailed to Senate.Support@ed.ac.uk quoting “comment on e-S 12/13 1 F.” These comments will be added verbatim at <http://edin.ac/18tbekG>.

Originator of the paper

Anne Marie O'Mullane, Senate Clerk, Academic Services

Proposal for clarifying Senate membership vacancies for two membership categories

Background

Ordinance 204 governs the composition of Senatus Academicus.¹ Ordinance 204 does not prescribe the exact vacancy amount for the following two categories:

- Non-professorial representatives – readers, senior lecturers, and lecturers
- University demonstrators and academic researcher staff representatives

Membership to these categories is organised by election coordinate by Academic Services. Good governance requires that the vacancy amount for the two categories should be formally clarified in order to remove the ambiguity.

Ordinance 204 sets out that University Court has the power to determine the numbers of places for readers, senior lecturers, and lecturers admitted to membership of the Senate. Ordinance 204 also sets out that the University Court has the power to determine the numbers of places for university demonstrators and academic research staff representatives admitted to membership of the Senate.

Recommendation to Senate

At its meeting on the 22 August Senate Agenda Committee approved the following approach to clarify the vacancies amounts for the categories of non-professorial representatives - readers, senior lecturers, and lecturers and university demonstrators and academic researcher staff representatives, as recommended by the Senate Clerk:

1. Senate is asked to recommend to University Court that the vacancy amount for non-professorial representatives should be determined as follows:

The number of places for readers, senior lecturers, and lecturers so admitted to Senate shall be one-half of the number of Professors of the University, including the Principal of the University. For the purpose of calculating the vacancy amount, the calculation will be based on the number of Professors (holding Substantive or Personal Chairs) in post on August 1 of the Academic Year in question.

2. Senate is asked to recommend to University Court that the vacancy amount for University demonstrators and academic research staff representatives should be determined as follows:

The number of places for University Demonstrators and academic research staff so admitted to the membership of Senate shall be one half of the places determined for readers, senior lecturers, and lecturers so admitted to the membership of Senate.

¹ Ordinance 204 is available at

<http://www.docs.sasg.ed.ac.uk/AcademicServices/Committees/Senate/Ordinance204.pdf>

Please note the proposal does not reduce the number of vacancies for the categories. The purpose of the proposal is to remove ambiguity as Ordinance 204 does not prescribe a precise vacancy amount for the categories.

The University of Edinburgh

The University Court

4 November 2013

Resolutions

Consent having been graciously granted by Her Majesty in respect of Resolution No. 78/2013 and no observations having been received from the General Council, the Senatus Academicus or any other body or person having an interest and in accordance with the agreed arrangements for the creation and renaming of Chairs, the Court is invited to approve the following Resolutions:

- Resolution No. 73/2013: Code of Student Conduct
- Resolution No. 74/2013: Foundation of a Chair of Epigenetics
- Resolution No. 75/2013: Foundation of a Chair of Medical and Social Anthropology
- Resolution No. 76/2013: Alteration of the title of the Robert Irvine Chair of Medical Microbiology
- Resolution No. 77/2013: Alteration of the title of the Chair of Accountancy and Finance
- Resolution No. 78/2013: Alteration of the title of the Regius Chair of Sanskrit Language, Literature, and Philosophy, and Comparative Philology
- Resolution No. 79/2013: Alteration of the title of the Personal Chair of Drama and Performance Studies
- Resolution No. 80/2013: Alteration of the title of the Chair of History of Art
- Resolution No. 81/2013: Alteration of the title of the Chair of Strategy and Change
- Resolution No. 82/2013: Foundation of a Chair of Applied Hydrodynamics
- Resolution No. 83/2013: Foundation of a Personal Chair of Reproductive Steroids

Dr Katherine Novosel
October 2013

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 73/2013

Code of Student Conduct

At Edinburgh, the Fourth day of November, and Two thousand and thirteen.

WHEREAS the University Court, on the recommendation of the Senatus Academicus, deems it expedient to amend the regulations governing student conduct:

THEREFORE the Court, on the recommendation of the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 4 of Part II of Schedule 2 to that Act, hereby resolves:

1. The attached Code of Student Conduct shall become operative in the University of Edinburgh.
2. On the date on which this Resolution comes into force, Resolutions 48/1999, 33/2000, 37/2002, 3/2007, 3/2009 and 13/2010 shall be repealed.
3. This Resolution shall come into force with effect from 1 January 2014.

For and on behalf of the University Court

SARAH SMITH

University Secretary

THE UNIVERSITY OF EDINBURGH

POLICY

Code of Student Conduct

Scope

- 1 The Code of Student Conduct applies to all students of the University. It applies to
 - a. activities in which they engage in their capacity as students of the University; or
 - b. services or facilities they enjoy by virtue of being a student of the University; or
 - c. their presence in the vicinity of, or their access to, any premises owned, leased or managed by the University, the Edinburgh University Student Association (EUSA) or the Edinburgh University Sports Union (EUSU); or
 - d. any activity not covered by a), b) or c) above, which is considered to affect adversely the safety, interests or reputation of the University, its students, employees or authorised representatives, as outlined in this Code.

Basis of Jurisdiction

- 2 Under the Universities (Scotland) Acts all students of the University are subject to the jurisdiction of the Senate, for their studies and for their conduct. The Senate has primary responsibility for student discipline and recommends to the University Court the University's disciplinary procedure¹.
- 3 For students on programmes of study which are provided jointly between the University of Edinburgh and another institution, misconduct alleged to have been committed on the premises of either institution shall be dealt with under the relevant institution's discipline regulations. Which regulations take priority may be agreed in writing between the institutions. When the alleged misconduct is committed elsewhere, the University Secretary of the University and of the other institution, or their nominees, shall consult and decide whether the case shall proceed under the Code of Student Conduct of the University of Edinburgh or that of the other institution.

Student Conduct

- 4 The primary purposes of the University are the advancement and application of knowledge and the education of its members; its central activities are teaching, learning and research. These purposes can be achieved only if the members of the University community have mutual trust and confidence and can live and

¹ <http://www.legislation.gov.uk/ukpga/1966/13>

work beside each other in conditions which permit freedom of thought and expression within a framework of respect for the rights of other persons.

- 5 All students of the University are required at all times to conduct themselves in an appropriate manner in their day to day activities, including in their dealings with other students, staff and external organisations. Students are required to comply with University policies and regulations.
- 6 By matriculating, or by enrolling on any University course, a student becomes a member of the University community and is subject to University discipline. The University may also take action under this Code when the individual concerned is no longer registered or enrolled at the University.
- 7 Students' behaviour may be affected by some health conditions or disabilities. However, the University has a duty to ensure that members of the University community are not subjected to unacceptable behaviour and any allegations of inappropriate behaviour will be investigated. Where health conditions or disabilities may be a contributing factor, reports or evidence of these will be taken into account. Where student conduct is found to be unacceptable as a result of a health condition or disability, the University will endeavour to offer appropriate support to assist the student but may take action under the Code of Student Conduct.

University responsibilities

- 8 The University aims to deal with all disciplinary issues in a fair and consistent manner. It recognises that, for the students and staff concerned, involvement in disciplinary procedures can be difficult and stressful. The University will therefore ensure that those involved are made aware of available guidance and support, and that disciplinary issues are dealt with as quickly as the specific circumstances allow.
- 9 Considering and using disciplinary action at an early stage can prevent more serious offences or issues arising. The University views the Code of Student Conduct and discipline procedures as a part of a welfare approach: misconduct may be the first indicator of underlying problems. The process can provide students with an opportunity for reflection and learning.
- 10 The University will:
 - a. Make this Code and associated guidance material available to all students and staff [include link to guidance when available]
 - b. Deal with student disciplinary issues in a proportionate and transparent way, as soon as issues become apparent
 - c. Respect the need for confidentiality in relation to disciplinary issues
 - d. Implement the Code of Student Conduct in line with all data protection legislation.
- 11 The Senate may devolve responsibility to relevant Senate committees, with appropriate student membership, for:
 - a. Keeping the Code of Student Conduct under review, and proposing any amendments to the Senate and the University Court;

- b. Discussing, reviewing and approving appropriate student disciplinary procedures and guidance;
- c. Proposing nominations for the Senate to appoint members of the Student Discipline Committee, and appointing Student Discipline Officers; and
- d. Considering an Annual Report about the number, types and outcomes of cases of misconduct found to have been committed.

Misconduct Offences

12 Examples of student misconduct are provided below. This list is not exhaustive. The University may choose to investigate and take action on misconduct offences whether they take place on University, EUSA or EUSU premises or elsewhere. Below, "Person", means any student of the University; any employee of the University; any visitor to the University; any subcontractor employed by the University or any other authorised representative of the University.

- 12.1 Disrupting, or interfering with any academic, administrative, sporting, social or other University activities;
- 12.2 Obstructing, or interfering with, the functions, duties or activities of any Person;
- 12.3 Violent, indecent, disorderly, threatening or offensive behaviour or language (whether expressed orally, in writing or electronically) including harassment of any Person whilst engaged in any University work, study or activity;
- 12.4 Conduct which unjustifiably infringes freedom of thought or expression whilst on University premises or engaged in University work, study or activity;
- 12.5 Fraud, deceit, falsification of documents, deception or dishonesty in relation to the University or its staff or in connection with holding any office in the University or in relation to being a student of the University;
- 12.6 Behaving in a way likely to cause injury to any Person or impair safety;
- 12.7 Discriminating against any Person on grounds of age, disability, race, ethnic or national origin, religion or beliefs, sex, sexual orientation, gender reassignment, pregnancy, maternity, marriage or civil partnership, colour or socio-economic background;
- 12.8 Failing to comply with any University rule, regulation or policy;
- 12.9 Assessment offences, including making use of unfair means in any University assessment or assisting a student to make use of such unfair means;
- 12.10 Misconduct in research;

- 12.11 Damaging, defacing, stealing or misappropriating University property or the property of any Person;
 - 12.12 Misusing or making unauthorised use of University premises or items of property, including IT facilities or safety equipment;
 - 12.13 Deliberately doing, or failing to do, anything which thereby causes the University to be in breach of a statutory obligation;
 - 12.14 Behaving in a way which brings the University into disrepute (without prejudice to the right to fair and justified comment and criticism);
 - 12.15 Making false, frivolous, malicious or vexatious complaints;
 - 12.16 Failing, upon request, to disclose name and other relevant details to an officer or employee of the University in circumstances when it is reasonable to require that such information be given;
 - 12.17 Failing to comply with a previously-imposed penalty under this Code;
 - 12.18 Any misconduct prior to a student's enrolment at the University of Edinburgh, which was not previously known to the University, which raises questions about the fitness of the student to remain a member of the University community; poses a threat to any Person or the discipline and good order of the University; or raises questions about the student's fitness to be admitted to and to practise any particular profession to which the student's course leads directly.
- 13 Detailed regulations and policies are published separately about, for example, University examinations, libraries, the use of computing facilities, the use of automatically processed personal data (in connection with academic work), academic misconduct, fitness to practise in a particular profession and University managed accommodation. Breaches of any of these or other University regulations or policies which amount to misconduct as outlined above, may be dealt with under the Code of Student Conduct.

Misconduct and the Law

- 14 The University may report to the police any allegation that a criminal offence has been committed.
- 15 The University encourages any student who has been the victim of an alleged criminal offence to report this to the police, and, if relevant, to the University.
- 16 Where alleged misconduct constitutes a criminal offence, the University may investigate or take disciplinary action whether or not the matter has been referred to the police and whether or not criminal proceedings have begun or been completed.
- 17 The University may, at its discretion, suspend any internal investigation or disciplinary action on an alleged criminal misconduct to await the outcome of any criminal proceedings. The decision whether or not to suspend the University's disciplinary process is taken collectively by the University Secretary or a Deputy Secretary or their nominee taking action with a designated Vice-Principal. The Secretary of the Student Discipline Committee is informed.

- 18 The University may investigate and take disciplinary action on alleged misconduct whatever the outcome of any external proceedings about the same matter and irrespective of whether external proceedings have been concluded.
- 19 Where a student is convicted of or cautioned or warned for an offence, this may be relied upon as evidence in any University proceedings provided that the circumstances leading to that conviction are directly relevant to those proceedings.
- 20 Any sentence or order pronounced by a court may be taken into account in the imposition of any disciplinary penalty.

Staff involved in dealing with alleged misconduct cases

- 21 Staff involved in dealing with alleged misconduct cases are:
 - a. **Conduct Investigators.** Allegations of student misconduct are investigated by Conduct Investigators. Each School, Service, College and Support Group may have one or more Conduct Investigators.
 - b. **Student Discipline Officers and Student Discipline Committee.** University disciplinary action can be taken by Student Discipline Officers or by the Student Discipline Committee.
 - c. **Secretary of the Discipline Committee.** The Secretary of the Discipline Committee has responsibility for the student disciplinary process and supports the Student Discipline Committee.
 - d. **University Appeal Committee.** The University Appeal Committee deals with student appeals against a decision of a Student Discipline Officer or the Student Discipline Committee. The grounds for appeal are set out in paragraph 74 below.
- 22 The **Student Discipline Officers** are:
 - a. The Heads of the Colleges and Heads of Support Groups;
 - b. One or more members of the senior management in each College and Support Group, or their nominated representatives, to be appointed on behalf of the Senate.
 - c. The University Secretary, Deputy Secretaries and College Registrars, and any deputies they nominate to act on their behalf.
 - d. Designated Vice-Principals.
- 23 The **Student Discipline Committee** consists of at least six members of staff of the University and at least six matriculated students of the University, who are appointed to the committee by the Senate. At least four of the staff members must be academics. The sabbatical officers of Edinburgh University Students Association (EUSA) and current Student Discipline Officers are not eligible for membership of the Student Discipline Committee.

- 24 Student Discipline Committee members' period of office is three years, one-third of the members retiring each year. All members are eligible for re-appointment provided that no member serves for more than six years. The Senate appoints the Convener and Vice-Convener from the staff members.
- 25 Meetings of the Student Discipline Committee must consist of not less than six members. All meetings must be attended by the **Secretary of the Student Discipline Committee**, a member of administrative staff nominated by the University Secretary. The Convener, or in his or her absence the Vice-Convener, presides at all meetings, and has on all occasions both a deliberative and a casting vote.
- 26 If a member of the Committee has been involved in a case at an earlier stage, he or she will not serve on the Committee when it considers that case.
- 27 The Secretary of the Student Discipline Committee maintains lists of current Conduct Investigators, Student Discipline Officers and members of the Student Discipline Committee, which are published on the University website.

Reporting student misconduct allegations

- 28 Staff may report allegations of student misconduct to their Head of School or the Head of the relevant Service. The Head of School or Service will report the allegations to a relevant Conduct Investigator and ask them to investigate the case. Cases of academic misconduct are investigated using the academic misconduct procedures.
www.ed.ac.uk/schools-departments/academic-services/staff/discipline/academic-misconduct
- 29 A student or a member of the public who wishes to make a complaint about the conduct of a student must use the Complaint Handling Procedure:
www.ed.ac.uk/schools-departments/student-academic-services/student-complaint-procedure
If the complaint raises student misconduct issues then these will be taken forward by the University through the Code of Student Conduct. Staff with responsibility for the complaint and discipline procedures provide advice on which of the procedures should apply to relevant elements of the case.

Immediate suspension

- 30 Suspension pending a hearing is not used as a penalty. The power to suspend is to protect the members of the University community or a particular member or members, or members of the general public. The power shall be used only where it is urgent and necessary to take such action. Written reasons for the decision are recorded and sent to the student.
- 31 In urgent situations, the University Secretary or a Deputy Secretary or their nominee, taking action with a designated Vice-Principal, may decide to immediately suspend a student:
 - a. who is a danger to him or herself or others; or
 - b. who is the subject of a misconduct allegation; or
 - c. against whom a criminal charge is pending; or

d. who is the subject of a police investigation.

The decision can be made at any stage of the University's student disciplinary process under this Code. This suspension may be a total or a selective restriction on attending the University or accessing its facilities or participating in University activities. It may also include a requirement that the student should have no contact with named individuals.

- 32 Any student suspended under the provisions of this section must be given an opportunity within five working days to make representations in person and/or through a member of the University community, including a member of EUSA, to the relevant University Secretary or Deputy Secretary or their nominee and the designated Vice-Principal. Where it is not possible for the student to attend in person, he or she is entitled to make written representations.
- 33 Any decision to immediately suspend a student is subject to review every twenty working days. Such a review will not involve a hearing or submissions made in person, but the student is entitled to submit written representations. A record of the review outcome is made and sent to the student.
- 34 Any decision to permit the student to return to the University following a period of immediate suspension will be sent to the student in writing. A decision to permit the student's return may be made subject to conditions. The student will be provided with information to support his or her reintroduction and any conditions which he or she needs to meet.

Investigating student misconduct

- 35 The Conduct Investigator will investigate the alleged misconduct, in accordance with this Code. As soon as practicable the student will be informed in writing and will be provided with details of the alleged misconduct and, if appropriate, of the requirement to attend for interview. The student is given the opportunity to respond and is invited to admit or deny responsibility.
- 36 Investigation may also include interviews with the person who reported the alleged misconduct, members of staff and students of the University and, if necessary, members of the public. People may provide evidence to the Conduct Investigator in writing in addition to, or instead of, attending an interview.
- 37 The student under investigation has the right to be accompanied and/or represented at the interview by a member of the University community, including a member of EUSA. The Conduct Investigator has the right to question the student directly, where necessary. Those accompanying or representing the student will be given the opportunity to contribute at the Conduct Investigator's invitation. The Conduct Investigator may be assisted by a note-taker who will take a record of the meeting.
- 38 If the student does not appear on the date appointed and the Conduct Investigator is satisfied that he or she has received due notice to appear, the Investigator may deal with the alleged misconduct in the student's absence.
- 39 If the student admits responsibility or if the Conduct Investigator is satisfied that the allegations are well-founded then disciplinary action may be taken. The

Conduct Investigator invites the student, or any representative, to make a statement in explanation or extenuation of the misconduct or in mitigation of any possible penalty.

- 40 After investigation, the Conduct Investigator decides whether or not the misconduct has taken place. The Investigator may:
 - a. Dismiss the allegation of misconduct; or
 - b. Pass the case to a Student Discipline Officer for disciplinary action; or
 - c. Pass the case to the Secretary to the Student Discipline Committee for Student Discipline Committee action.

Disciplinary action: Student Discipline Officers

- 41 Disciplinary action can be taken by Student Discipline Officers or by the Student Discipline Committee.
- 42 The Student Discipline Officer receives the case from the Conduct Investigator. The case is not re-investigated and the Student Discipline Officer may decide to take disciplinary action without meeting the student.
- 43 Alternatively, the Student Discipline Officer may require the student to attend a meeting. The student has the right to be accompanied and/or represented at the interview by a member of the University community, including a member of EUSA. The Student Discipline Officer has the right to question the student directly, where necessary. Those accompanying or representing the student will be given the opportunity to contribute at the Student Discipline Officer's invitation. The Student Discipline Officer will be assisted by a note-taker who will take a record of the meeting.
- 44 If the student has not already provided a statement (see paragraph 39), the Student Discipline Officer will invite the student, or any representative, to make a statement in explanation or extenuation of the misconduct or in mitigation of any possible penalty.
- 45 If the student does not appear on the date appointed and the Student Discipline Officer is satisfied that he or she has received due notice to appear, the Officer may deal with the alleged misconduct and impose a penalty in the student's absence.
- 46 The Student Discipline Officer may decide that due to the nature or gravity of the case it is more appropriate for the Student Discipline Committee to take disciplinary action. He or she will discuss this with the Secretary to the Discipline Committee and, if this is agreed, will refer the case to the Student Discipline Committee for a hearing and will inform the student. In this situation the Student Discipline Officer takes no disciplinary action.
- 47 Student Discipline Officers may impose penalties in line with those established by the relevant Senate committee. In deciding what penalties will apply, the Student Discipline Officer will consider the relevant student's disciplinary record. The penalties are some or all of:

- a. a fine;
 - b. a reprimand;
 - c. suspension of specified privileges for a specified period that does not exceed one semester (this may include suspension from the University Library, computing facilities, particular premises, placements);
 - d. require the student to make good in whole or in part, the cost of any damage caused;
 - e. rescind the result of an assessment or examination diet, for academic misconduct offences;
 - f. impose an academic penalty in the case of an academic offence;
 - g. terminate the occupancy of University managed accommodation by any resident on giving a month's notice in writing. In the case of gross misconduct or misdemeanour, the Student Discipline Officer may order the termination of occupancy within 24 hours;
 - h. require the student to write an approved apology to any wronged party.
- 48 The Student Discipline Officer will inform the student of the penalty decision within three working days of the decision and will remind the student of his or her right of appeal (see paragraph 74).
- 49 The Student Discipline Officer will send a record of the offence and the penalty to the Secretary of the Student Discipline Committee. Any assessment penalty under paragraph 47 is reported to the relevant Boards of Examiners.

Disciplinary action: Student Discipline Committee

- 50 The Conduct Investigator may refer the case direct to the Student Discipline Committee due to the nature or gravity of the case. This referral must be agreed with the Secretary of the Student Discipline Committee.
- 51 The Student Discipline Committee receives cases from Conduct Investigators and Student Discipline Officers.
- 52 The Conduct Investigator provides the Student Discipline Committee with a written statement about the case and the alleged misconduct. This includes the names and addresses of witnesses who may be called in support of the alleged misconduct and copies of any documents referred to in or pertinent to the case.
- 53 The Secretary of the Student Discipline Committee writes to the student, providing at least seven days' notice, requiring the student to appear at a hearing before the Student Discipline Committee at a specified time and place. At the same time, the student is sent a copy of the Conduct Investigator's written statement about the case and the alleged misconduct. Contact details of witnesses are not sent to the student.

- 54 The student is encouraged to contact EUSA, his or her Personal Tutor, or the Secretary to the Student Discipline Committee for advice about the student discipline procedure.
- 55 The student may call witnesses to attend the hearing and, if intending to do so, must inform the Secretary of the Student Discipline Committee, at least 48 hours in advance of the time of hearing, of the names and addresses of his or her witnesses. Any documents which he or she desires to present to the Student Discipline Committee must be submitted no later than this time.
- 56 The Student Discipline Committee may extend the time for intimating names of witnesses or submitting documents, and may adjourn, continue, or postpone a hearing at its discretion.
- 57 The student may be accompanied by another member of the University, including a member of EUSA.
- 58 If the student wishes to admit the alleged misconduct, he or she may do so in writing to the Secretary of the Student Discipline Committee. He or she may then be required to appear before the Committee for the imposition of a penalty.
- 59 If the student wishes to challenge the relevancy or competency of the allegation of misconduct, he or she must do so in writing to the Secretary of the Student Discipline Committee at least 48 hours in advance of the time fixed for the hearing, and this shall be the first question to be decided by the Student Discipline Committee at that hearing. If the challenge is upheld then the misconduct allegation is dismissed. The Student Discipline Committee may refer the matter for action under other University regulations if this is appropriate.
- 60 If the student does not admit the alleged misconduct and any challenge to the relevancy or competency of the allegation is dismissed, the case against the student will be presented by the Conduct Investigator.
- 61 Any evidence provided by or on behalf of the student is then heard.
- 62 The members of the Student Discipline Committee and the student and/or his or her representative may examine, cross-examine, and re-examine witnesses.
- 63 The Conduct Investigator and the student or his or her representative may make a final address, the student or his or her representative having the last word.
- 64 Everyone except the Secretary of the Student Discipline Committee withdraws while the Committee considers its decision. The Secretary of the Student Discipline Committee records the Committee's decision and its reasons for reaching this decision.
- 65 If the Committee decides that the alleged misconduct is proved, the student, or any representative, is invited to make a statement in explanation or extenuation of the misconduct or in mitigation of any possible penalty, before a penalty is imposed.

- 66 If the student does not appear on the date appointed and the Student Discipline Committee is satisfied that he or she has received due notice to appear, the Committee may deal with the alleged misconduct and, if it is found to be proved, impose a penalty in the student's absence.
- 67 Student Discipline Committee may impose penalties in line with those established by the relevant Senate committee. In deciding what penalties will apply, the Student Discipline Committee will consider the relevant student's disciplinary record. The penalties are some or all of:
- a. a fine;
 - b. a reprimand;
 - c. suspension of specified privileges for a specified period that does not exceed one year (this may include suspension from the University Library, computing facilities, particular premises, placements; a bar on registering, matriculating, or graduating);
 - d. require the student to make good in whole or in part, the cost of any damage caused;
 - e. rescind the result of an assessment or examination diet, for academic misconduct offences;
 - f. impose an academic penalty in the case of an academic offence;
 - g. terminate the occupancy of University managed accommodation by any resident on giving a month's notice in writing. In the case of gross misconduct or misdemeanour, the Student Discipline Committee may order the termination of occupancy within 24 hours;
 - h. require the student to write in apology to any wronged party;
 - i. in relation to research misconduct in a research degree, the student may be deemed to have failed the degree where the misconduct applies and/or will not be permitted to submit work for this or any other research degree of the University;
 - j. place the student "on probation" for a specified period with relevant stated conditions;
 - k. immediate permanent exclusion from the University with no eligibility for re-admittance to the University on any degree programme.
- 68 Any assessment penalty under paragraph 67 is reported to the relevant Boards of Examiners by the Secretary of the Student Discipline Committee.
- 69 In disciplining a student pursuing a course leading directly to a qualification which confers authorisation to practise a profession (such as in Medicine, Nursing, Teaching or Veterinary Medicine) the Student Discipline Committee may consider the relevance of the misconduct in relation to the student's fitness

to practise that profession. The Committee may remit the case to the relevant Fitness to Practise Committee for action or advice.

- 70 The Secretary of the Student Discipline Committee informs the student of the Committee's penalty decision, with a written statement of the reasons for the decision, within three working days of the decision and reminds the student of his or her right of appeal.
- 71 A summary of the offence, proceedings and the evidence heard and the penalty decision is kept by the Secretary of the Student Discipline Committee.

Standard of Proof

- 72 An allegation of misconduct can only be upheld if there is proof that the student has engaged in the misconduct specified in paragraph 12 above.
- 73 The standard of proof that shall be used in all discipline cases is the balance of probabilities, which is the standard of proof that is used in civil law. This means that an Conduct Investigator, Student Discipline Officer or Student Discipline Committee will be satisfied that an event occurred if they consider that, on the evidence available, the occurrence of the event was more likely than not.

Appeals

www.ed.ac.uk/schools-departments/academic-services/staff/appeals/overview

- 74 A student may submit an appeal on the decision of the Student Discipline Officer or the Student Discipline Committee within ten working days of the decision being issued. Appeals are submitted to the Secretary of the University's Appeal Committee. The grounds for appeal must be one or both of:
- a. substantial information directly relevant to the investigation of a student discipline case which for good reason was not available to the Student Discipline Officer or Student Discipline Committee when their decision was taken;
 - b. alleged irregular procedure or improper conduct of an investigation and disciplinary action. This includes conduct of a meeting of the Student Discipline Committee.
- 75 The appeal is handled under the University's appeal procedures. In addition to the appeal submitted by the student, information may be requested from the Conduct Investigator, Student Discipline Officer, the Secretary of the Student Discipline Committee and/or others relevant to the appeal.
- 76 The decision of the Appeal Committee is final and there is no further opportunity for appeal against that decision within the University.
- 77 If an appeal is upheld then the Appeal Committee will refer the student discipline case to either the Student Discipline Officer or Student Discipline Committee to review their decision.
- 78 Any penalties imposed by the Student Discipline Officer or Student Discipline Committee remain in force until the outcome of any review of the decision.

Reporting and recording

- 79 The Secretary of the Student Discipline Committee keeps a record of student misconduct offences and penalties and informs the relevant Senate committee annually of all cases considered by Student Discipline Officers and the Student Discipline Committee.
- 80 Details of any discipline penalty imposed on a student are held on the relevant student's record.

Independent review

- 81 The Scottish Public Services Ombudsman (SPSO) has responsibility for investigating student appeals and complaints. Where a complaint is made, the SPSO will consider the case and make a decision on whether to investigate. The SPSO can investigate whether a student discipline appeal has been handled appropriately by the University. The SPSO can only consider cases when consideration is complete at University level. Information on how to complain to the SPSO and on how it handles complaints can be found at the SPSO website: [Scottish Public Services Ombudsman](#).

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 74/2013

Foundation of a Chair of Epigenetics

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to found a Chair of Epigenetics:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act, 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. There shall be a Chair of Epigenetics in the University of Edinburgh.
2. The patronage of the Chair shall be vested in and exercised by the University Court of the University of Edinburgh.
3. This Resolution shall come into force with effect from 1 August Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 75/2013

Foundation of a Chair of Medical and Social Anthropology

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to found a Chair of Medical and Social Anthropology:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act, 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. There shall be a Chair of Medical and Social Anthropology in the University of Edinburgh.
2. The patronage of the Chair shall be vested in and exercised by the University Court of the University of Edinburgh.
3. This Resolution shall come into force with effect from 1 August Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 76/2013

Alteration of the title of the Robert Irvine Chair of Medical Microbiology

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to alter the title of the Robert Irvine Chair of Medical Microbiology confirmed by Ordinance No. 426 Edinburgh No. 129 as amended by Resolution 31/1997;

AND WHEREAS paragraph 5 of Part II of Schedule 2 to the Universities (Scotland) Act 1966, provides that the University Court may, after consultation with the Senatus Academicus and with the consent of the incumbent and patrons, if any, alter the title of existing professorships;

AND WHEREAS the Chair dealt with in this Resolution is in the patronage of the University Court itself:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. The Robert Irvine Chair of Medical Microbiology shall hereafter be designated the Robert Irvine Chair of Medical Bacteriology.
2. This Resolution shall come into force with effect from 1 August Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 77/2013

Alteration of the title of the Chair of Accountancy and Finance

At Edinburgh, the Fourth day of November, Two thousand and thirteen

WHEREAS the University Court deems it expedient to alter the title of the Chair of Accountancy and Finance confirmed by Ordinance No. 426, Edinburgh No. 129 as amended by Resolution 7/1971;

AND WHEREAS paragraph 5 of Part II of Schedule 2 to the Universities (Scotland) Act 1966, provides that the University Court may, after consultation with the Senatus Academicus and with the consent of the incumbent and patrons, if any, alter the title of existing professorships;

AND WHEREAS the Chair dealt with in this Resolution is in the patronage of the University Court and the Council of the Institute of Chartered Accountants in Scotland and the said Council has signified its assent to the change in title:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. The Chair of Accountancy and Finance shall hereafter be designated the Chair of Accounting.
2. This Resolution shall come into force with effect from 1 July Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 78/2013

**Alteration of the title of the Regius Chair of Sanskrit Language, Literature, and
Philosophy, and Comparative Philology**

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to alter the title of the Regius Chair of Sanskrit Language, Literature, and Philosophy, and Comparative Philology confirmed by Ordinance 426 Edinburgh No. 129;

AND WHEREAS paragraph 5 of Part II of Schedule 2 to the Universities (Scotland) Act 1966, provides that the University Court may, after consultation with the Senatus Academicus and with the consent of the incumbent and patrons, if any, alter the title of existing professorships;

AND WHEREAS the Chair dealt with in this Resolution is in the patronage of the Crown and Her Majesty has signified her assent to the change in title:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. The Regius Chair of Sanskrit Language, Literature, and Philosophy, and Comparative Philology shall hereafter be designated the Regius Chair of South Asian Language, Culture and Society.
2. This Resolution shall come into force with effect from 31 October Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No.79/2013

Alteration of the title of the Personal Chair of Drama and Performance Studies

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to alter the title of the Personal Chair of Drama and Performance Studies founded by Resolution 67/2013;

AND WHEREAS paragraph 5 of Part II of Schedule 2 to the Universities (Scotland) Act 1966, provides that the University Court may, after consultation with the Senatus Academicus and with the consent of the incumbent and patrons, if any, alter the title of existing professorships;

AND WHEREAS the Chair dealt with in this Resolution is in the patronage of the University Court itself:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. The Personal Chair of Drama and Performance Studies shall hereafter be designated the Personal Chair of Drama.
2. This Resolution shall come into force with immediate effect.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 80/2013

Alteration of the title of the Chair of History of Art

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to alter the title of the Chair of History of Art founded by Resolution 59/2012;

AND WHEREAS paragraph 5 of Part II of Schedule 2 to the Universities (Scotland) Act 1966, provides that the University Court may, after consultation with the Senatus Academicus and with the consent of the incumbent and patrons, if any, alter the title of existing professorships;

AND WHEREAS the Chair dealt with in this Resolution is in the patronage of the University Court itself:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. The Chair of History of Art shall hereafter be designated the Chair of Modern and Contemporary Art.
2. This Resolution shall come into force with effect from 1 May Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 81/2013

Alteration of the title of the Chair of Strategy and Change

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to alter the title of the Chair of Strategy and Change founded by Resolution 39/2013;

AND WHEREAS paragraph 5 of Part II of Schedule 2 to the Universities (Scotland) Act 1966, provides that the University Court may, after consultation with the Senatus Academicus and with the consent of the incumbent and patrons, if any, alter the title of existing professorships;

AND WHEREAS the Chair dealt with in this Resolution is in the patronage of the University Court itself:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. The Chair of Strategy and Change shall hereafter be designated the Chair of Strategic Management and Organisation with a founding date of 1 July 2013.
2. This Resolution shall come into force with effect from 1 July Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 82/2013

Foundation of a Chair of Applied Hydrodynamics

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to found a Chair of Applied Hydrodynamics:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act, 1966, with special reference to paragraph 5 of Part II of Schedule 2 to that Act, hereby resolves:

1. There shall be a Chair of Applied Hydrodynamics in the University of Edinburgh.
2. The patronage of the Chair shall be vested in and exercised by the University Court of the University of Edinburgh.
3. This Resolution shall come into force with effect from 1 October Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

UNIVERSITY OF EDINBURGH

Resolution of the University Court No. 83/2013

Foundation of a Personal Chair of Reproductive Steroids

At Edinburgh, the Fourth day of November, Two thousand and thirteen.

WHEREAS the University Court deems it expedient to found a Personal Chair of Reproductive Steroids:

THEREFORE the University Court, after consultation with the Senatus Academicus and in exercise of the powers conferred upon it by Section 3 of the Universities (Scotland) Act 1966, with special reference to paragraph 5 of Part II of Schedule 2 to the Act, hereby resolves:

1. There shall be a Personal Chair of Reproductive Steroids in the University of Edinburgh, which shall be established solely for the period of tenure of the Professor appointed, and on the Professor ceasing to hold office, the provisions of this Resolution shall cease to have effect, and the said Personal Chair shall thereupon cease to exist.
2. The patronage of the Personal Chair shall be vested in and exercised by the University Court of the University of Edinburgh.
3. Notwithstanding the personal nature of this Chair, the terms and conditions of appointment and tenure which by Statute, Ordinance and otherwise apply to other Chairs in the University shall be deemed to apply in like manner to the Personal Chair of Reproductive Steroids together with all other rights, privileges and duties attaching to the office of Professor.
4. This Resolution shall come into force with effect from 1 August Two thousand and thirteen.

For and on behalf of the University Court

SARAH SMITH

University Secretary

The University of Edinburgh

The University Court

4 November 2013

D4

Donations and Legacies to be notified

Brief description of the paper, including statement of relevance to the University's strategic plans and priorities where relevant

A report on legacies and donations received by the University of Edinburgh Development Trust from 1 September 2013 to 18 October 2013, prepared for the Meeting of Court on 4 November 2013.

Action requested

For information.

Resource implications

Does the paper have resource implications? No

Risk assessment

Does the paper include a risk assessment? No, not applicable.

Equality and diversity

Has due consideration been given to the equality impact of this paper? N/A

Freedom of information

Can this paper be included in open business? No

Its disclosure would substantially prejudice the effective conduct of public affairs

Originator of the paper

Ms Kirsty MacDonald
Executive Director of Development & Alumni Engagement / Secretary, University of Edinburgh
Development Trust