

UNIVERSITY OF DUNDEE**UNIVERSITY COURT**

A meeting of the University Court was held on 9 December 2013.

Present: Mr EF Sanderson (in the Chair), Principal Professor CP Downes, Professor RJ Abboud, Professor SM Black, Mr RS Bowie, Dr WGC Boyd, Mr R Burns, Ms SC Campbell, Dr DH Crouch, Mr J Elliot, Professor TA Harley, Mr I MacKinnon, Professor GJ Mires, Ms CA Potter, Dr AD Reeves, Mr KA Richmond, Mr KAC Swinley, Ms M Tasevska and Mr IDM Wright.

In Attendance: University Secretary; Vice-Principal (Learning & Teaching) (Minutes 1(1), 1(2), and 10); Director of Finance; Director of Human Resources; Director of Policy, Governance & Legal Affairs; Director of Strategic Planning (Minutes 11-19) and Clerk to Court.

Apologies: Lord Provost Mr R Duncan, Ms S Krawczyk, Ms B Malone and Mr D Taylor.

21. LEARNING & TEACHING**(1) University Vision (Learning & Teaching)**

The Vice-Principal (Learning & Teaching) presented his vision for learning and teaching at the University of Dundee. In doing so he told the Court that the University Strategy to 'become Scotland's leading University, celebrated internationally for the quality of our graduates and the impact of our research' was at the heart of his plans for the development of the learning and teaching agenda.

The Vice-Principal highlighted to the Court the statement from the Learning & Teaching Strategy that 'the education our students receive will be of high quality, internationally focused, a transformational experience informed by research, and offering a breadth and depth of experience, preparing students for leadership and global citizenship'. Although the strategy had been approved prior to his appointment, the Vice-Principal told the Court that he was committed to using the strategy to shape his approach to the enhancement of learning & teaching at the University.

The Vice-Principal went on to set out the major strengths in learning & teaching identified in the draft outcomes report from the Enhancement Led Institutional Review (ELIR) (Minute 1(2)), including areas of positive practice and ways in which best practice was being shared to foster a culture of excellence and improve the student experience. Areas identified for improvement through both the National Student Survey and ELIR processes included: ensuring institutional oversight of quality assurance process, developing a clear framework for the recognition of prior learning; and developing training support for postgraduate students who teach.

In presenting the key learning and teaching challenges for the University, the Vice-Principal emphasised the need to ensure that there was appropriate recognition and reward for teaching. He went on to outline practical steps being taken to improve student satisfaction in the areas of assessment feedback, and academic organisation and management, and the Court was pleased to note the Vice-Principal's aspirations for the improvement of systems and procedures in recruitment, IT, and data availability and analysis.

Noting that student recruitment issues would be discussed later in the agenda the Vice-Principal confirmed that he was working to develop a coherent strategy to grow unregulated undergraduate recruitment. Members also noted that the Vice-Principal was leading work to analyse and improve retention and progression rates, to improve language provision for international students, and to build the University brand.

In summarising his vision, the Vice-Principal told the Court that the single most important determinant of student success at university was the amount of time and effort they put into their studies and their involvement in the academic, interpersonal and extracurricular offerings. In this way, he said, the University must seek to develop as a learning community rather than as a series of individual programmes, and furthermore, academic leaders at all levels must be encouraged to communicate the importance of teaching.

In response to questions, the Vice-Principal told the Court that recognition of learning and teaching activities within the sector was improving, and that collective identity and leadership within Schools and disciplines was key to the belief that the University could be leading in learning and teaching.

Turning to the issue of unregulated teaching income generation, the Vice-Principal told the Court that further analysis of academic planning was required to review the number of programmes, to link knowledge of demand (student recruitment) and supply (development of programmes by academics), and to market the University. In discussion, the benefits of a University-wide graduate school were suggested, especially in relation to international student recruitment and support functions, and the Court noted that simple changes such as the provision of hard-copy international guides at international recruitment events had the potential to impact significantly upon current recruitment levels.

In response to questions, the Vice-Principal outlined the benefits and drawbacks of a devolved approach to learning and teaching as opposed to a centralised approach. It was, he said, important given the devolved nature of the University that local leaders for learning and teaching were empowered to deliver central strategies, but that central oversight was nevertheless required to ensure equivalence in the student experience.

The Court decided: to thank the Vice-Principal for his presentation.

(2) Enhancement Led Institutional Review (ELIR)

The Court received the draft outcomes letter from the ELIR process, noting that the full formal report would be issued in January 2014. Members were pleased to note that the outcome of the review confirmed that the University had effective

arrangements for managing academic standards, and for ensuring and enhancing the quality of its provision and the student learning experience, with a significant number of commendations. This was a positive judgement, which meant the University had robust arrangements for securing academic standards and for enhancing the quality of the student experience. Members noted the role of the Vice-Principal (Learning & Teaching), the Director of Quality Assurance, as well as the integral support from the Dundee University Students' Association during the preparation of the reflective analysis and during the review itself.

The Court decided: to note the excellent outcome of the review.

22. MINUTES

The Court decided: to approve the minutes of the meeting on 28 October 2013.

23. CHAIRMAN'S REPORT

The Chairman presented his regular report to the Court, outlining his activities since the last meeting. He had attended the Higher Education Policy Institute (HEPI) annual conference and autumn lecture, which amongst other things had had focussed on UK Research Policy & Funding and the status and reputation of UK higher education around the world.

The Chairman also told the Court that he expected to be in a position to confirm the outcome of the election for the Treasurer of the Committee of University Chairs (CUC), for which he was a candidate, following the close of voting on 15 December 2013.

Finally, the Chairman drew the Court's attention to the Discovery Days taking place on 9 and 10 January 2014, when newly appointed professors would be talking about their subjects of expertise, and winners of University teaching awards would be sharing their practice. The Discovery Day lectures were both enjoyable and informative, and the Chairman encouraged members to attend where possible.

The Court decided: to note the report.

24. PRINCIPAL'S REPORT

The Court received a report from the Principal (**Appendix 1**). Noting that many of the items within his report would be considered as substantive items later in the meeting, the Principal restricted himself to drawing members' attention to the revised financial projections for 2013/14, the submission of the University's Research Excellence Framework (REF) return on 29 November 2013, the Enhancement Led Institutional Review (ELIR) outcomes and the disbandment of the 1994 Mission Group of Universities. The Principal told the Court that the REF return reflected the University's internal standards of research excellence, and members noted the strength of the examples of impact submitted.

Members discussed the recent statement from Universities UK on gender segregation at events for external speakers and supported the Principal's position that the University of Dundee would not support an invitation to speak for anyone who requested a segregated audience.

The Principal sought the views of the Court on the revised format for his regular report, and members suggested that it would be desirable for the Vice-Principals' highlights section to be forward looking to enable Court to provide feedback on the subject matter rather than a retrospective summary of past activities.

The Court decided: to note the report.

25. TRANSFORMATION: DELIVERING THE VISION

The Court received a paper from the Senior Management Team (SMT) outlining its views on the nature and scale of investment required to deliver the ambitious vision that Court had set for the University. The paper provided a framework for the Court to debate investment priorities, along with options for the generation of the funding required to deliver sustainable growth in the University's academic reputation and financial performance, both in terms of increased income generation and reduction of costs. The paper also highlighted that the University had not consistently generated financial surpluses of sufficient scale to allow the kind of sustained annual investment that was required.

In introducing the paper the Principal reminded members of the University's commitment to excellence in learning & teaching, research and wider impact. While there were some areas operating at the highest levels in teaching, research or both, there was, he said, evidence that other areas were less productive, with significant levels of un-funded research or where there were teaching programmes which were inefficient to deliver or not financially viable due to low demand. Members noted that the level of income per academic member of staff was consistently lower than competitors, limiting the University's capacity to generate the necessary levels of surpluses to support sustained investment. The continuation of such a pattern was likely to result in a decline in the University's academic performance relative to other institutions and in its ability to meet requirements for future capital investments.

The paper outlined a number of possible options for identifying resource to enable investment and also set out the kinds of investment and developments that would be required if the University were to advance toward its vision. The paper did not at this stage set out detailed costings or priorities, and members therefore noted that a more defined account of recurrent and capital investments would be necessary alongside a project plan for delivering the level of transformation required if the Court approved the general direction of travel. There was some disappointment amongst members at the types of investment that had been identified; in particular members had hoped to see a more collaborative, interdisciplinary and sector-wide approach as foreseen in the vision. As it was, the proposed investments had a tendency to come across as a wish list, rather than as a coherent package of interdependent projects supporting the achievement of the University's ambitions. Members emphasised the need for investment to be targeted toward the achievement of excellence.

In exploring the potential routes for the generation of funding for investment, members noted that opportunities to grow income from existing sources in the short-term, for example RUK student recruitment, increased grant and contract income, and postgraduate recruitment were limited. Members were however concerned at the risk to staff morale and industrial relations should reductions in staffing be required as one of the possible means to address lack of academic productivity and fund investments; after all the University's reputation and the morale of its staff were important factors to be supported in the achievement of the vision. Members also expressed a degree of unease at the possibility of making investment announcements at the same time as engaging in measures to reduce costs. Members also questioned if recent rounds of Voluntary Severance (VS) had had an impact on the support infrastructure required to support the growth of academic programmes.

Given the Scottish Funding Council's (SFC) decision to fund only 3*/4* research and the resulting increased financial challenges faced by the sector, members noted that other institutions would be equally focussed on improving their own research standing.

Most members acknowledged the paper as a scoping document, but asked that a more evidence-based paper be brought back to the next meeting of Court which would outline more detailed proposals relating to the level of change proposed and prioritised investments required. In particular, while members generally understood the need to reshape the institution to enable necessary investment, some were uncomfortable about exploring the manner in which this could be delivered until further work by the Senior Management Team addressed the key issues arising from Court's discussions. Members gave helpful suggestions on the kind of information and further detail that might be required at the next stage. Members were also keen to ensure that, as outlined within the University's Research Excellence Framework (REF) Code of Practice, levels of inclusion in the University's REF return would not be used to identify areas where cost reductions could be pursued. In that regard they noted that the University's expected standard of excellence for research had been established some time ago as part of its excellence with impact agenda which included in respect of research a commitment to support 3*/4* activity and 2* research that was on a rising trajectory.

Through discussion, members reported concerns that the 2015/16 settlement with the SFC was likely to see a reduction in funding for the higher education sector in Scotland, which could mean the University's financial situation might deteriorate further. With this in mind, and given underperformance against the balanced budget for the current year, members were keen to address the revenue position quickly. Members indicated that future papers should also include an outline of key principles, policies and operational approaches in support of its long-term strategy of becoming Scotland's leading university. Members also expressed the importance of ensuring that the managers leading the process of transformation were given support, training and access to relevant expertise.

The Principal thanked the Court for the helpful and valuable comments on the scoping paper. In response to questions the Principal told the Court that he recognised the critical nature of the decisions that might be required, and the scale of change needed for the University to remain sustainable, but that the University was not currently in a position to withstand the rapidly changing external funding environment and moreover lacked the resilience to weather potential future cuts to

funding or to support the capital investment needed to maintain the University's reputational standing.

The Principal told the Court that in developing the paper the University SMT had recognised the need for supporting policies, data on growth and headroom potential, and defined projections on investments and returns, and that these would be included in any future papers.

In concluding the discussions the Chairman noted the concerns expressed by members and asked that the SMT prepare a paper for the next meeting of Court. The Principal undertook to consult with members further on the issues raised.

The Court decided: to endorse the general direction of travel and await a more detailed paper in February 2014.

26. FINANCE & POLICY COMMITTEE

The Court received a report of the meeting of the Committee on 11 November 2013 (**Appendix 2**). The Committee had reviewed the Financial Statements and recommended their approval. The Convener drew the Court's attention to the recommendation that Court confirm the University as a 'going-concern' and approve the Financial Sustainability Group Annual Sustainability Assurance Report.

Members noted the Committee's discussions relating to the long term position of pension liabilities, particularly in relation to the Universities Superannuation Scheme (USS). Members also noted the discussion of the annual report from the Space Management Monitoring Group and were keen to see further improvement in space utilisation rates. In response to questions it was confirmed that processes were in place that would ensure space utilisation factors were considered prior to construction of new buildings.

The Court decided:

- (i) to confirm the University as a going-concern,
- (ii) to note the Subsidiaries' and Associated Companies, as well as the DUSA accounts for 2012/13; and
- (iii) otherwise, to approve the report.

27. REMUNERATION

(1) Remuneration Committee

The Court received a report from the Remuneration Committee on 18 November 2013. Members noted that all senior staff, including the Professoriate, Grade 10 support staff, and senior management had been eligible for consideration in 2013/14. A total award of £87,712.50 for the ten months from 1 October 2013 was recommended subject to the approval of the small increase in budget.

The Convener told the Court that the Principal had requested that his salary not be considered at this time.

The Court decided: to note the report and the decisions contained within it and approve the necessary minor increase in budget.

(2) Principal's Contract

The Principal and officers, with the exception of the Director of Human Resources, left the room before discussion of the Principal's contract.

The Chair of Court reminded members that the Principal's current contract was due to expire on 6 July 2014. In doing so he advised members that the Court needed to consider if the current Principal should be re-appointed, and if so the terms of any new contract.

Members agreed that the Principal's contract should be renewed using an open-ended contract. Following wide-ranging consideration of the contract discussions when the Principal had been first appointed and the terms associated with the development of the new contract, members asked the Chair of Court to review the Principal's salary in consultation with the University's Remuneration Committee and to report his findings and recommendations to the February meeting of Court for further discussion. Members highlighted the need to consider the question of retention, comparative salary data, expectations around performance and issues around pension contributions in relation to the Principal's overall remuneration package.

The Court decided: to ask the Chairman to report his findings and recommendations to the Court at the meeting in February 2014.

(3) Senior Officers Report 2012/13

All officers with the exception of the University Secretary, Director of Human Resources, and Clerk to Court left the room before circulation and discussion of the Remuneration Committee Senior Officers report.

The Court decided: to note the report.

28. **AUDIT COMMITTEE**

(1) Audit Committee Meeting

The Court received a report of the meeting of the Committee on 25 November 2013 (**Appendix 3**). The Convener highlighted the Committee's annual report to Court reporting in particular that the external auditors had been content with the controls in place. With regard to the annual report, the Convener told the Court that the Committee was satisfied that IT issues identified by the auditors were being addressed, but that IT remained an issue on which the Committee would continue to seek regular progress reports.

Private meetings had taken place between the Committee and the Auditors and the Committee and University officers. Both meetings had been positive, and the Committee was satisfied that both the auditors and officers were discharging their responsibilities appropriately.

The Committee had also considered internal audit reports relating to: Review of Schools and Review of Governance. The latter report had also been circulated to the Governance & Nominations Committee for consideration in its development of the quinquennial review of Court effectiveness.

With regard to the Review of Going Concern and Financial Statements, the Committee recommended that the Court confirm the University as a going concern and approve the Financial Statements. The Convener drew the Court's attention to discussions relating to the potential impact of the projected USS pension deficit, and the recommendation that the Pensions Sub-Group be reconvened to consider the issue in closer detail and advise the Finance & Policy Committee on the matter.

- The Court decided:**
- (i) to reconvene the Pensions Sub-Group with the following membership: Mr Eric Sanderson, Mr Richard Burns, Mr Jo Elliot, Mr Iain Wright, Mr Ronald Bowie, with the Director of Finance and Director of Human Resources & Organisational Development in attendance; and
 - (ii) otherwise, to approve the report.

(2) Institutional Risk Register

The University Secretary introduced proposed revisions to the Institutional Risk Register. Items within the register had been updated, and a commentary on them had been provided. The Court noted that the proposed changes to the Institutional Risk Register had been discussed by the Risk Management Monitoring Group and Audit Committee.

Noting that the report was an internal management tool, members commented that in its current format the register was difficult to interpret and asked that officers consider how the presentation could be improved to highlight the key institutional risks and trends for these risks over a 4-5 year period. Members also noted the need for Court to reconsider at some stage its position in relation to its risk appetite.

- The Court decided:** to approve the revised Institutional Risk Register and suggest that revisions be made to presentation of the Institutional Risk Register to Court in future.

(3) Annual Report

The Court received the annual report from the Audit Committee for 2012/13 (**Appendix 4**).

The Court decided: to approve the report for onward submission to the Scottish Funding Council.

29. FINANCIAL STATEMENTS FOR THE YEAR ENDING 31 JULY 2013

(1) Financial Statements

The Court received the reports and financial statements for 2012/13 http://www.dundee.ac.uk/finance/procedures/financial_statements.htm.

The financial results for the year were satisfactory with a surplus for the year of £3.5m. The decline from the previous year was the result of an increase in income offset by the cost of a number of new academic posts which form part of the investment in the future development of the University.

The operating surplus for 2012/13 was £3.2m which equated to 1.5% of income. Income for the year rose by 1.5% to £226.6m. Income from the Scottish Funding Council (SFC) increased by £2.6m, with the recurrent teaching grant increasing by £3m. Income from tuition fees and education contracts rose by £2.3m to stand at £40.1m. Research grants and contracts from other sources increased by £1.6m to £68.4m recovering some of the decline experienced in 2011/12. The value of grants awarded in 2012/13 was expected to underpin further growth in research income in future years. Total expenditure increased by £6.3m to £223.4m, with the main increase being in other operating expenses which increased by £6.6m. Adding back profits on the disposal of fixed assets, the overall surplus for the year was £3.5m.

The University's cash position was favourable. The total value of cash and short term investments increased by £7.6m to £40.2m. Future commitments represented by net liabilities amounted to £14.9m at the end of the year.

The Court decided: as recommended by the Finance & Policy and Audit Committees, to approve the Reports & Financial Statements for the year ended 31 July 2013.

(2) Letter of Representation

The Court considered the proposed draft letter of representation to be provided to the auditors.

The Court decided: to approve the letter of representation for signature by the Chairman and Principal.

(3) Financial Sustainability Group Annual Sustainability Report

The Court considered the annual sustainability report to the Scottish Funding Council.

The Court decided: as recommended by the Finance & Policy Committee, to approve the report for transmission to the Scottish Funding Council.

30. STUDENT RECRUITMENT

The Court received a paper setting out the final position with respect to Rest of UK (RUK) undergraduate matriculations for 2013/14 entry, key challenges within the cycle, and steps taken to address these issues within the 2014/15 cycle.

In introducing the paper, the University Secretary outlined the financial impact of the introduction of RUK fees along with the financial implications of under-recruitment in the 2013/14 entry cycle. He told the Court that the University had responded quickly to the under-recruitment of RUK undergraduates in the 2013/14 entry cycle to ensure that initiatives including improvements to marketing, enhancements to the bursaries and scholarship scheme, and additional staffing within the Admissions and Student Recruitment Services (ASRS) team could have a positive impact on recruitment for entry in 2014/15.

The University Secretary drew the Court's attention to the strategic decision in the past to raise entry grade tariffs to levels more consistent with the University's comparators. He told the Court that the increased tariffs had been introduced shortly before the introduction of the RUK fee, and that this may have been a factor in the decreasing recruitment figures. Noting that the decision had been made in order to improve the quality of the student intake, members expressed an interest in data relating to the retention and progression of students since the increase in grade tariffs. Members also noted that while the published entry tariffs had increased, around 40% of the RUK students recruited failed to achieve the published tariffs, and that although grades did not fall below those which would have been previously accepted, some students had been turned away during the normal recruitment cycle with projected grades that would have later been accepted during clearing. The University Secretary told the Court that the entry grades would be considered further and that while grades for 2014/15 entry had already been published the introduction of typical and minimum entry tariffs would support the admissions team in improving the consistency of offers throughout the cycle and maximising the existing recruitment opportunities. Members recognised that financial targets had been balanced against improvements sought in the quality of the student intake.

The University Secretary told the Court that other Scottish Universities had fared better than the University of Dundee in RUK student recruitment, and that an initial analysis by the new Student Recruitment and Admissions Committee had indicated that the bursaries on offer were likely to be a key factor. Noting the need for balance between the financial benefits and recruitment figures, the Committee had formulated a more competitive RUK bursaries and scholarship package for the current recruitment cycle, aimed at re-establishing the University within the RUK market.

Members highlighted the need to address overseas and RUK recruitment in parallel, with opportunities existing in relation to overseas undergraduates in particular. Members agreed that the University needed to invest in its marketing function and that improvements to the bursaries and scholarship packages were an appropriate response to improve the conversion rate of offers to acceptances. However members asked officers to provide a paper to the Finance & Policy Committee detailing the sensitivity analysis and potential cost of the revised schemes given the financial risk associated with the new arrangements. Members also noted that a market analysis

would be circulated to the Finance & Policy Committee once figures were available from UCAS for the 2013/14 entry cycle.

In response to questions the Vice-Principal (Learning & Teaching) told the Court that the revised bursaries and scholarship schemes would be made available across all non-controlled subject areas. This decision would be kept under review, but had been made to ensure that a simple and clear message could be marketed to potential students. He also told the Court that the re-establishment of the University as a RUK destination was a critical task and summarised the focus of the new marketing campaign (#TestDriveDundee).

The Court decided: to note that further details of the bursaries & scholarships packages and Scottish RUK market analysis would be presented to the Finance & Policy Committee.

31. LEAGUE TABLE PERFORMANCE

The University Secretary introduced a paper which provided analysis of the University's performance in a range of world and UK rankings. Members noted that there was scope to improve the management of league table rankings, and that investment in the University's planning function during 2013/14 would support this work.

The Court noted variations in league table performance on a year-to-year basis, and that seemingly small variations could have a significant impact upon the league table position.

The Court decided: to note the report.

32. UNIVERSITY STRATEGY TO 2017: KEY PERFORMANCE INDICATORS

(1) Employability, Enterprise & Entrepreneurship (EEE)

The Court received a paper from the Vice-Principal with responsibility for Employability. The report outlined early data on the performance indicators contained within the EEE Strategy. For each Performance Indicator (PI) the report highlighted performance over time, performance against target and performance compared with benchmarking institutions.

The Court noted that the Employability, Enterprise & Entrepreneurship Committee (EEEC) would reconsider the PI relating to the percentage of students engaging in EEE activity given concern that the existing indicator did not adequately capture both the quality and quantity of activity in this area.

In his report, the Vice-Principal highlighted the work of the EEEEC and provided a summary of the activities that Schools and Directorates currently engaged in relating to the EEE agenda. Members noted that the summary would be used to identify areas of good practice as well as areas where further work would be required. The Court also noted the recent co-location of the Careers Service and Enterprise Gym to create a dedicated employability and enterprise hub as well as

discussions regarding the differences between the employability agenda and the enterprise & entrepreneurship agenda which were the subject of consultation at the time of the meeting.

Court decided: to note the report.

(2) Financial Sustainability

The Court received a paper from the Director of Finance outlining early data on the performance indicators contained within the Financial Sustainability Strategy. The report highlighted performance over time against target and compared with benchmark institutions and considered: percentage operating surplus, financial sustainability, deviations of forecasts of financial surplus from actual year-end outturn, income per academic FTE, SASS costs as a percentage of total income, net current assets/liabilities, bank facilities available in the medium term, and TRAC surplus/deficit figures. Members noted that figures relating to the surplus for other institutions for 2012/13 were not yet available, but that the University's own figures had indicated a 2% surplus.

The Court was particularly interested in key performance indicator (KPI) 15 – Income per Academic FTE – where the University's figures were behind those for other institutions by around £40,000 per annum. Members also noted that forecasting accuracy was improving, with the Director of Finance now focusing in particular on further enhancing cash forecasting.

Court decided: to note the report.

33. **GOVERNANCE & NOMINATIONS COMMITTEE**

The Court received a report of the meeting of the Committee on 11 November 2013 (**Appendix 5**). The Convener of the Committee drew the Court's attention to the proposed renewals of lay Court membership, proposed membership of the Endowments Sub-committee, succession planning for upcoming vacancies on Court, the review of compliance with the Scottish Code of Good HE Governance, and a paper outlining the discussions of the performance of the Chair of Court and his response to this feedback.

The Court agreed that while its current process for the election of the Chair of Court was not compliant with the letter of the Code, it considered it was consistent with good governance practice and as such the University should look to explain this in future Annual Financial Statements rather than amend its process to comply with the approach set out in the Code. Members noted that this was the only area where the University would not be strictly compliant in this respect.

The Convener also highlighted proposed changes to Statutes, Ordinances, and Regulations relating to: the mechanism for the appointment of Graduates' Council representatives on Court; formalisation of the role of the Chancellor's Assessor as the Senior Independent Member of Court; the introduction of the use of electronic voting in elections to Court, Senate and Academic Council; and the legitimisation of the role of Students' Assessor. Mr Iain Wright (Graduates' Council Assessor on Court) outlined the discussions of the Graduates' Council Business Committee at their

meeting on 7 December 2013 relating to the proposed changes to the mechanism for the appointment of Graduates' Council representatives on Court. In doing so he confirmed their approval of the suggested changes, but highlighted their desire for minor amendment to the proposed naming of the role of those representatives.

The Court also noted that the Chair of Court and Convener of the Audit Committee were to identify additional membership for the Audit Committee.

- The Court decided:**
- (i) to approve in principle the changes proposed to Statutes 6 (The Secretary), 9 (The Court) and 20 (Graduates' Council) subject to : minor amendment to the renaming of the Graduates' Council Assessor role, the endorsement of the Senatus, ratification at a sequential meeting of the Court, and the formal approval of changes by the Privy Council;
 - (ii) to approve in principle the changes proposed to: Ordinance 18 (Election of Members of the Court and Senate); 20 (Graduates' Council); 39 (Degrees, Diplomas and Certificates); and 45 (Election of Member of Court by the Non-Teaching Staff), subject to the endorsement of the Senatus and ratification at a sequential meeting of the Court;
 - (iii) to approve the creation of a new Ordinance 63 (Chancellor's Assessor) subject to the endorsement of the Senatus and ratification at a sequential meeting of the Court;
 - (iv) to approve the creation of a new Ordinance 64 (Students' Assessor) subject to the endorsement of the Senatus and ratification at a sequential meeting of the Court;
 - (v) to approve the changes proposed to Graduates' Council Regulations, Regulations for the election of a Non-Teaching Staff member of Court, and Academic Council Regulations for the election of the Standing Committee;
 - (vi) to approve the recommendation that the role of Senior Independent Member of Court be included within the role of the Chancellor's Assessor, subject to discussion with the Chancellor and changes to Ordinance as outlined above;
 - (vii) to approve the renewal of the appointments to Court membership of the undernoted, each for a further period of four years from 1 August 2014 in terms of Statute 9(2)(g)

Mr J Elliot
 Ms CA Potter
 Mr KAC Richmond;

- (viii) to thank Mr Keith Swinley for his service on Court, noting that his term would end on 28 February 2014;
- (ix) to endorse the proposed continuation of Mr Keith Swinley as Chair of the Board of Trustees of the University of Dundee Superannuation Scheme beyond the end of his term on Court noting his willingness to remain in this capacity;
- (x) to approve the recommendation that Mr KAC Richmond become a member of the Endowments Sub-Committee; and
- (xi) to approve the proposal that upcoming lay member vacancies on the Court be advertised in the Courier, Scotsman, Herald and Sunday Times as soon as possible.

34. **OUTCOME AGREEMENT WITH THE SCOTTISH FUNDING COUNCIL**

(1) Report on the 2012/13 Outcome Agreement

The Court received a copy of the self-evaluation report to the Scottish Funding Council (SFC) in relation to the 2012/13 Outcome Agreement. The report used a red/amber/green approach to assess performance against the six agreed outcomes and had been submitted on 1 November 2013.

The Court decided: to note the report.

(2) 2014/15 Outcome Agreement

The Court received an early draft of the Outcome Agreement with the Scottish Funding Council (SFC) which had been updated for 2014/15. The Court noted that the agreement would be submitted to the SFC early in 2014 and that comments on the draft agreement should be forwarded to the University Secretary as soon as possible.

The Court decided: to endorse the agreement.

35. **COMMUNICATIONS FROM THE SENATUS ACADEMICUS**

The Court received a report from the meeting of the Senate on 27 November 2013 (**Appendix 6**). Members noted the Senate's discussion of the Wider Impact Agenda.

The Court decided: (i) to approve the recommendations concerning the conferment of the title of Professor Emeritus; and

- (ii) otherwise, to note the report.

36. **ACADEMIC COUNCIL**

The Court received a report from the meeting of the Academic Council on 18 November 2013.

The Court decided: for its part, to note the report.

37. **WELFARE AND ETHICAL USE OF ANIMALS COMMITTEE**

The Court received a report from the meeting of the Welfare and Ethical Use of Animals Committee (formerly the Ethical Review Committee) on 16 October 2013 (**Appendix 7**).

The Court decided: to approve the report.

38. **STAFF**

Statute 16 – Grievance Procedures

The University Secretary provided an update to Court on Statute 16 Grievance procedures.

The Court decided: to delegate authority to the Chair of Court and University Secretary to set up a panel or panels if required.

39. **QUEENS ANNIVERSARY PRIZE**

The Principal drew members' attention to his email to members of 22 November 2013 which announced the award of the prestigious Queens Anniversary Prize to the University's Centre for Anatomy and Human Identification (CAHId). He told the Court that the prize was amongst the most highly regarded awards for UK Universities and Colleges, presented in recognition of world class excellence, and that the award was deserved recognition for Professor Sue Black and her team for their work to establish CAHId as one of the world's foremost institutions for the study and application of human anatomy, forensic identification, disaster victim identification and forensic and medical art. Court was delighted to note this high-level recognition of the world-class standing of the Centre and the contribution it makes to the reputation of the University and asked that its congratulations be passed on to the CAHId team.

The Court decided: to ask the University Secretary to forward on the congratulations of the Court to Professor Black and her team for this outstanding achievement.

RESERVED BUSINESS

[Secretary's note: Members noted the potential conflict of interest for the Principal and the Director of Strategic Planning, as members of the Dundee Design Limited (DDL) board, and the Lord Provost Bob Duncan, as Dundee City Council was a partner in the project. The Lord Provost did not attend for this item of business. The attendance of the Principal was accepted on the basis of their roles and responsibilities within the University].

Present: Mr EF Sanderson (in the Chair), Principal Professor CP Downes, Professor RJ Abboud, Mr RS Bowie, Dr WGC Boyd, Mr R Burns, Ms SC Campbell, Dr DH Crouch, Mr J Elliot, Professor TA Harley, Mr I MacKinnon, Professor GJ Mires, Ms CA Potter, Dr AD Reeves, Mr KA Richmond, Mr KAC Swinley, and Mr IDM Wright.

In Attendance: University Secretary; Director of Finance; Director of Human Resources; Director of Strategic Planning and Clerk to Court.

40. RESERVED ITEM - V&A AT DUNDEE

The University asserts that this information is exempt from public disclosure and claims the exemptions in section 30 and 33 of the Freedom of Information (Scotland) Act 2002.

APPENDIX 1

PRINCIPAL'S REPORT (Minute 24)

Finance Matters

In contrast to the Financial Statements for 2012/13 which are provided for approval at this meeting (Paper L), and which report another strong financial performance for the University with an operating surplus of £3.2m, papers elsewhere on the agenda highlight the fragility of financial environment within which we are currently operating. Indeed the sensitivity of the break-even budget for 2013/14 has been highlighted by the impact of under-recruitment within the Rest of UK (RUK) and taught postgraduate (TPG) markets, which have contributed to revised budgetary projections of a £1.7m deficit for the coming year. While the Senior Management Team is working hard to address the immediate deficit, it in itself underlines the need for transformational change to enable the self-sustaining investment and growth necessary to assure the future financial sustainability of the University. The immediate remedies in place to address the recruitment matters are reported in Paper O, and Paper E discusses the next phase in the transformation agenda in light of the need to secure the institution's long term financial sustainability.

Vision

In order to further embed the Vision within University culture, I have recently commenced a series of presentations and meetings across the Colleges and Directorates to discuss the next phase of activity in the Transformation Agenda. I will be visiting every part of the University and will lead discussions, involving as many staff as possible, on what we have achieved so far and what we need to do next to achieve our ambitious goal. While I will be outlining the actions and decisions that have been taken at senior management level, including those outlined by Professor Decent at the last meeting of Court in his presentation of the Wider Impact agenda, the development of criteria for promotion based on Learning & Teaching activities, and the excellence focus of the Research Excellence Framework (REF) submissions, I will also be challenging those present to provide examples of their approach to the vision so far and to consider how they can further contribute to the agenda. These meetings also offer me the opportunity to further highlight to staff the results of the Staff Survey as well as the timescales for emerging action plans.

Research Excellence Framework (REF)

Members may recall that the closing date for submission to the REF was 29 November 2013. While the detail of the outcome will not be known until December 2014 I would like to acknowledge the efforts of the University's REF support team in preparing the submission. A total of 421 (395.8 FTE) academic staff have been included within our submission, and while this represents a reduction from the RAE2008 return where 528 (504.7 FTE) academics were included, it also reflects the decision to focus on the quality of the submission with the majority of outputs being at a 3* or 4* level. It is expected that a similar approach will be taken across the sector given the move by the SFC to fund only 3* and 4* Research and further analysis of the return will be provided in due course.

Mission Group Alignment

Members may have noted from the Times Higher Education (14 November) that the 1994 Mission Group of Universities has disbanded. The decision may pave the way for the formation of an entirely new grouping of Universities, and should the opportunity arise I hope that I would have the Court's support in exploring ways in which we could benefit from collaboration with others whose missions align to our own.

Enhancement Led Institutional Review (ELIR)

Included within the papers for this meeting of the Court is the final report on the outcome from the ELIR review. The purpose of the review was to focus on our procedures for enhancing the quality of the student learning experience and for securing the academic standards of our awards, and I am pleased to confirm that the University's quality assurance and enhancement procedures were found to be fully effective – the best possible outcome from the review. Professor Karl Leydecker (Vice-Principal Learning & Teaching) will no doubt speak further about the review during his presentation of the Vision for Learning & Teaching, however I am sure that Court will want to join me in congratulating those who contributed towards this success.

Queens Award

Members will have noted from my email of 22 November 2013 that the University's Centre for Anatomy and Human Identification was awarded a prestigious Queen's Anniversary Prize for Higher Education. The Queen's Anniversary Prizes are among the most highly-regarded awards for the UK's universities and colleges, presented in recognition of 'world class excellence', a label that is entirely fitting for CAHID. Professor Sue Black and colleagues at CAHID have established it as one of the world's foremost institutions for the study and application of human anatomy, forensic human identification, disaster victim identification and forensic and medical art. This award is deserved recognition for Sue Black and each and every member of CAHID's staff, and I am sure you will join me in congratulating Sue and her team.

iGEM

Finally, at the last meeting I highlighted to Court the success of an inter-collegiate team of ten students from across the University in winning the European Jamboree of the iGEM (International Genetically Engineered Machine) competition. I am pleased to announce that the same team subsequently went on to take two prizes at the World Final in Boston including Best Presentation and the 'iGEMers Prize', given to the project voted best by the students taking part. This is the third year Dundee has been represented in the highly competitive, worldwide, iGEM Competition aimed at undergraduate university students and designed to advance science and education. Dundee won successive gold medals at the 2011 and 2012 European Jamborees but this year was the first time they have been named as overall winners. Once again, I am sure that the Court will join me in congratulating the students on this success.

Professor Pete Downes
Principal & Vice-Chancellor

Senior Management Team Meetings (SMT)

<http://www.dundee.ac.uk/academic/court/com/smt/>

Since the last report to the Court, the Senior Management Team has met as follows: 23 October, 6 November, 20 November and 27 November 2013; it considered a number of issues, including the following:

- **Corporate Issues**
 - University Strategy/Sustainability
 - Strategy to 2017: Reporting Framework
 - Communications Strategy

- **Academic Management Issues**
 - RUK Scholarships
 - Budget for Summer School
 - Marketing
 - Student Support Environment Review
 - Honorary Fellows
 - ELIR
 - Collaborations
 - NSS 2014
 - Marketing Campaign for RUK

- **Human Resources Issues**
 - Personal Safety/Out of Hours Working
 - Workload Models and the 40 hour week
 - Staff Survey
 - Revised Academic Probationary Process
 - Athena Swan
 - Policy on Consultancy & Service Work

Vice-Principals' Highlights

Taking a new approach to my report, I have asked the five Vice-Principals to highlight activities and achievements across the University that may be of interest to the Court. The list is not exhaustive and with major grant awards and prizes are contained within later appendices. I would be interested in feedback from the Court on this approach.

- **CAHID Awarded Queen's Anniversary Prize for Higher Education**
As described in my main report, the University of Dundee's Centre for Anatomy and Human Identification has been awarded a prestigious Queen's Anniversary Prize for Higher Education.
- **New Marine Renewables Test Centre to Boost Scotland's Offshore Ambitions**
An announcement will be made to the media on this item shortly.
A new £2million Marine Renewables Test Centre will be created at the University of Dundee supported by £833,000 funding from the European Regional Development Fund. The Centre will become a leading facility for the development, design and testing of marine renewable construction materials and prototype foundations and will build on the world-leading expertise at Dundee in the development of concrete technology and the modelling of novel foundation solutions.
- **International Centre for Energy Arbitration (ICEA)**
The International Centre for Energy Arbitration, a joint venture between the Centre for Energy Petroleum Mineral Law and Policy in the Graduate School and the Scottish Arbitration Centre, was officially launched by the Right Honourable Alex Salmond MSP, First Minister of Scotland, in October 2013. The Centre aims to research attitudes and trends in dispute resolution in the energy sector, to facilitate debate and promote best practice, and to be a centre of excellence and a resource for those involved in energy dispute resolution whether as party, advisor, or tribunal member.
- **Integrated College-wide strategy for Public Engagement**
CASS has pioneered a collaborative and inclusive approach to its communication and public engagement. Work within the College is central to influencing policy and contributing to the development of the professions. To support this endeavour the College has hosted a series of events for audiences ranging from school children through to the wider public, with the aim of sharing knowledge to support future creativity. The College has also very successfully captured the range of best practice and noteworthy matters through its innovative communication portal <http://www.dundee.ac.uk/cass/>
- **AHRC Doctoral Training Partnership**
A pan Scottish University consortium bid for AHRC Doctoral Training Partnership funding has been successful. Dundee will gain a share of the 200 fully funded studentships, approximately £14m in total, to support the collective ambition of the consortium partners to build within Scotland a unique world-leading programme for arts and humanities doctoral researchers. The project offers the possibility of a significant gear change in the development of the Scottish arts and humanities research community and is a step closer towards the achievement of a Scottish Graduate School in the Arts and Humanities.
- **The Farr at Dundee Institute**
The new Farr at Dundee institute, a major MRC led investment creating infrastructure to support health informatics, will open early in 2014. The project emphasises the leading role of Dundee academics (including Andrew Morris, but also Ewan Pearson, Helen Colhoun, and Colin Palmer) in international exploitation of health data.
- **Go-Share**
Linked to the exploitation of informatics was the launch of Go-Share by Colin Palmer and colleagues in the autumn -this is a project that seeks to recruit >70% of the Tayside population (400,000) to give permission to use "spare" blood left over after routine NHS testing. This is a joint project with the NHS and is Wellcome Trust funded. Recruitment is going well (already > 15,000 signed up) and samples are accruing. This has attracted substantial interest internationally and from major commercial partners.
- **PHOQUS: €3.8m to help interdisciplinary scientists understand disease processes**
The University of Dundee's PHOQUS (PHOTonic tools for Quantitative imaging in tissUeS) project has been awarded funding of €3.8m from the EU's FP7 Marie Curie- Innovative Doctoral Programme to further develop state-of-the-art live cell and tissue imaging methodologies and use them to better

understand the complex cellular processes underlying embryonic development and disease. The three-year initiative will train postgraduate students as interdisciplinary scientists at the interface between Physics/Photonics, medicine and life sciences to bridge the gap between the life and physical sciences in order to better understand cardiovascular pathology and diseases such as cancer. Successful candidates will work with leading researchers from the Colleges of Life Sciences (CLS), Medicine, Dentistry and Nursing (CMDN) and Art, Science and Engineering (CASE), and will have access to world-class expertise in life sciences, surgical and image interventional technologies, nanomedicine and photonics at the University, as well as at industrial and academic partners from across Europe.

- **Dr Jacob George: Global Attention for Medical Informatics Research Paper**

Dr Jacob George, a Clinical Academic in the School of Medicine, published a very high impact article at the end of November in the British Medical Journal on the high sodium content of effervescent medications that are widely used for pain relief. The study used electronic prescribing data and health records from across the UK, and showed that use of such medication had a major effect on the risk of high blood pressure, and of stroke and heart attack. The study, which was supported by a small grant from Tenovus Tayside, has attracted worldwide interest, including that of health regulators in the US and elsewhere. It is likely to lead to a change in prescribing regulations and medication manufacture internationally.

- **Life Sciences student highly commended in the undergraduate awards**

A student from the College of Life Sciences has been commended by the Undergraduate Awards – a pan-discipline academic awards programme that identified the leading creative thinkers and problem solvers through their undergraduate course work. The University has since joined the programme as an affiliated member.

More information on the achievements of staff and students within the Colleges can be found at:

- College Art, Science & Engineering: <http://www.dundee.ac.uk/case/>
- College Arts & Social Sciences: <http://www.dundee.ac.uk/cass/news/>
- College of Life Sciences: <http://www.lifesci.dundee.ac.uk/news/2013/>
- College of Medicine, Dentistry & Nursing: <http://www.cmdn.dundee.ac.uk/main-news>

The University's press releases can be found at <http://www.dundee.ac.uk/pressoffice/> and members can subscribe to the the RSS feed from <http://feeds.feedburner.com/dundeeuniversity?format=xml>

Major Grants and Awards

The following represent a selection of the grants and awards that have been awarded by funders in open competition since my last report. The awards have been selected to celebrate both the achievements of the staff involved, and the breadth of this success.

- **Professor V L Hanson (School of Computing)**
£1,045,483 from Engineering and Physical Sciences Research Council for BESIDE - Built Environment for Social Inclusion through the Digital Economy (Design for Wellbeing: Ageing and Mobility in the Built Environment Call) (Joint with Newcastle University).
- **Professor G Houston (Division of Cardiovascular & Diabetes Medicine)**
£990k from EC FP7 People/Marie Curie for ReDVA: Development of Hemodynamic Solutions in Renal Dialysis Venous Access Failure (Joint with Guerbet SA, University of Limerick, University Hospital Birmingham NHS Foundation Trust and Industrial Partner).
- **Professor Geoff Barton (Bioinformatics at the College of Life Sciences)**
£842,437 Biomedical Resource Grant from the Wellcome Trust for Jalview which tackles the problem of 'Big Data' in biology by integrating large collections of biological sequences, such as DNA, RNA and protein with information about their function and role in disease.
- **Dr N R Stanley-Wall (CLS: Molecular Microbiology)**
£364,832 from Biotechnology and Biological Sciences Research Council for Biology and Physics at the Biofilm Surface (Joint with University of Edinburgh).
- **Professor S M Parkes (School of Computing)**
£332,000 from Natural Environment Research Council for NERC Earth Observation Data Acquisition and Analysis Service (NEODAAS).
- **Professor TP Dawson (School of Environment)**
£192,000 from Department for Environment Food and Rural Affairs for A Sustainable Marine and Fisheries Management Plan for the Pitcairn Islands (Joint with Government of Pitcairn, Zoological Society of London and Sea-Scope).
- **Professor A M Thompson (Medicine: Division of Cancer Research)**
£140,689 from STAKT/University of Nottingham for AKT Inhibitor Therapy to Overcome Hormone Resistance to Standard Breast Cancer Therapies.
- **Mrs R Fulton (Medicine: Division of Cardiovascular & Diabetes Medicine)**
£126,302 from Chief Scientist Office for Improving Adherence to Medication in Older Heart Failure Patients: A Mixed Methods Study.
- **Dr K D Read (CLS: Biological Chemistry and Drug Discovery)**
£102,111 from Wellcome Trust for New Treatment for African Animal Trypanosomiasis (Joint with GalvMed).
- **Dr Z A Colley (School of Humanities)**
£101,209 from Arts and Humanities Research Council for Universities of the Revolution: Black Nationalism and the Prison from the Nation of Islam to the Black Panther Party.

People and Prizes

- A Duncan of Jordanstone College of Art & Design PhD student, Scott Smith, has embarked on a two-month research trip to South Georgia (supported by the South Georgia Heritage Trust) to digitally reconstruct the now-abandoned industrial whaling sites of the sub-Antarctic island as part of SGHT's remit to preserve its heritage.
- A research team from the Concrete Technology Unit (CTU) were awarded the 'Paper of the Year' award from the Institution of Civil Engineers for their work on the carbonation of concrete and accelerated test methods. The Institution annually recognises work published by authors from both industry and academia that peers judge to be of exceptional quality.
- A collaboration between the University of Dundee (School of Physics, Engineering and Mathematics) and Tayside Contracts focusing on the concept of "lean thinking" has been shortlisted for the UK Best Knowledge Transfer Partnership award. The purpose of the KTP was to embed a culture of lean thinking through various intervention and training techniques, such as a workshop programme and long-term strategy for early target areas.
- University of Dundee lecturer Dr Karen Petrie has been appointed Director of Education for the Scottish Informatics and Computer Science Alliance (SICSA). SICSA is a collaboration of Scottish universities whose goal is to develop and extend Scotland's position as a world leader in informatics and computer science research and education. As Director of Education, Dr Petrie will promote computing in Scotland to an external audience as well as representing the sector in dealings with the Scottish Government, Scottish Qualifications Authority, other industry bodies and schools and colleges.
- Dr Victoria Cowling, Medical Research Council Protein Phosphorylation and Ubiquitylation (MRC-PPU) Unit of the University of Dundee, has been named as one of this year's winners of the prestigious European Molecular Biology Organisation Young Investigator Programme (EMBO YIP) Prize. Dr Cowling is one of a group of only 23 early stage PIs who have received this award this year.

APPENDIX 2

FINANCE & POLICY COMMITTEE (Minute 26)

A meeting of the Committee was held on 11 November 2013.

Present: Mr R Burns (Convener), Principal Professor CP Downes, Professor RJ Abboud, Professor SM Black, Mr R Bowie, Mr I MacKinnon (President, Students' Association), Mr KA Richmond, Mr EF Sanderson, Mr IDM Wright.

In Attendance: Mr J Elliot; Vice-Principal Professor K Leydecker; University Secretary; Director of Finance; Director of Campus Services; Director of Policy, Governance & Legal Affairs; Finance Manager, Dundee University Students' Association (Minute 6); Ms M Kenley (Minute 9(2)) and Clerk to Court.

1. MINUTES

Resolved: to approve the minutes of the meeting on 30 September 2013.

2. MATTERS ARISING

(1) Update on Student Recruitment (Minute 2)

The University Secretary informed the Committee that a paper on Rest of UK (RUK) student recruitment would be presented to the Court at its meeting on 9 December 2013.

The Committee noted that the figures used by the Scottish Funding Council (SFC) to calculate the reduction in SFC funding following the introduction of RUK student fees had been based on intake during a period when the University had been recruiting substantial numbers of students on lower entry grade tariffs. In this respect some reduction in matriculations might have been expected as a natural result of the policy to increase entry grade tariffs.

The University Secretary outlined the actions being taken in response to the recruitment figures presented at the last meeting, including: further coordination of the strategy through the new Student Recruitment & Admissions Committee; a new competitive scholarship and bursary package; allocation of £100k for a targeted marketing campaign in the north of England and Northern Ireland using an external agency; increased attendance of admissions staff at UCAS events and schools fairs; the introduction of typical and minimum grade tariffs in addition to published tariffs to ensure the consistency of offers through the normal and clearing cycles; further use of contextual admissions; and the recruitment of additional staff including a new Head of Admissions & Student Recruitment and two operational positions within the service.

In response to questions, Professor Leydecker (Vice-Principal (Learning & Teaching)) confirmed that the presentation of the University's fees and accommodation costs on the UNISTATS website was being addressed, but that the complexity of the site had meant this was taking longer than had been hoped. Following discussion of the decrease in taught postgraduate recruitment figures, it was noted that the new Head of International Operations would be looking to ensure that the University's programmes were included in the UKPASS system and that an overarching business model for the taught postgraduate programmes was developed. Members noted that planned enhancements to the University's planning function would enable better access to and analysis of data across the institution.

Members suggested that officers further analyse the performance of other Scottish institutions with regard to the recruitment of RUK students and review the University's recruitment strategy against those institutions that had been successful in increasing their RUK student numbers (noting of course that total fee income required a consideration of the level of bursaries and scholarships being offered as well as numbers of students recruited). Members also suggested consulting existing RUK students on their reasons for selecting the University as a place to study.

Resolved: to note that a paper would be presented to Court on 9 December 2013.

(2) Update on Dundee University Press (Minute 9)

The Director of Finance provided an update on discussions relating to the proposed sale of Dundee University Press (DUP) assets to Edinburgh University Press (EUP). The Committee noted that the sale had been completed on 1 November 2013 and that stock figures were being finalised for the final payment.

Resolved: to note the update.

3. **FINANCIAL REVIEW OF YEAR ENDED 31 JULY 2013**

The Director of Finance presented a financial review of the year ended 31 July 2013, including a review of the University's status as a 'going concern'. The Committee discussed the estimated deficit of the Universities Superannuation Scheme (USS), focussing in particular on the University's approach to discussions at the upcoming meeting of the Employers Pension Forum for Higher Education. Members noted that around 400 employers were involved with the USS, and as such the University could not exercise much influence alone. In response to questions the Director told the Committee that of the estimated £8-10 billion deficit across the scheme the University's share of the liability might conceivably be in the region of £30-40m. Members noted the potential impact on the University's finances but acknowledged that there was little action that it could take on its own in relation to what was a sector-wide issue.

Members also noted that the Margin for Sustainability and Investment (MSI) figures presented would be reported to the Scottish Funding Council.

In considering the review, the Committee noted that forecasting accuracy had improved over the last two years, but that phasing of the research budget remained challenging. Through discussion, members highlighted the importance of progress toward the 6% return on investment/surplus target in providing headroom for necessary investment and growth. The Principal told the Committee that the Senior Management Team (SMT) planned to present papers to the Court on relevant considerations in this respect at the meetings on 9 December 2013 and 17 February 2014.

In presenting the review of going concern, the Director told the Committee that, based upon the review, there was no reason to believe that the University would not be able to meet its liabilities over the next 12 months and as such he concluded that the University was a going concern.

Resolved: (i) to thank the Director for the review; and

(ii) to recommend to Court that it confirm the University as a going concern.

4. **FINANCIAL STATEMENTS FOR THE YEAR ENDED 31 JULY 2013**

The Director of Finance presented the draft Financial Statements for 2012/13. In doing so he highlighted the introduction of a report from the Principal focussed on strategic matters and members noted that this was common practice across the sector.

The Director confirmed that the audit process had been completed and the management letter from the external auditors, which would be seen by the Audit Committee at its meeting on 25 November 2013, reported no significant issues requiring to be addressed.

The operating surplus for 2012/13 was £3.2m, with an overall surplus for the year of £3.5m once the transfers from endowments were taken into account. The operating surplus of £3.2m equated to 1.4% of total income, which itself had grown by 1.5% to stand at £226.6m. Income from the Scottish Funding Council (SFC) increased by £2.6m, with the recurrent teaching grant increasing by £3.0m and income from tuition fees and education contracts rose by £2.3m. Research income rose by £1.6m to £68.4m recovering some of the decline which was experienced in 2011/12. Total expenditure increased by £6.2m, the main increase being in other operating expenses, of which £2.8m related to additional expenditure on research which was linked to the increase in research income and a further £1.4m to the cost of running the University's physical infrastructure. The University's cash position remained favourable, with the total cash at year end increasing by £7.6m to £40.2m. Future commitments represented by net current liabilities amounted to £22.5m. Turning to the balance sheet, the Committee noted that the total net assets for the group, including pension liability had increased from £163.4m to £170m.

- Resolved:** for its part, to recommend that the Court approve the accounts for the year ended 31 July 2013.
5. **SUBSIDIARIES' AND ASSOCIATE COMPANIES' ACCOUNTS 2012/13**

The Committee received a report summarising the financial results of the University's subsidiary companies for the year 2012/13. It also provided members with an update on the status of the current spin-out companies with which the University was associated. The Director of Finance confirmed that the accounts for Dundee University Press and AMCET Ltd had been prepared on the basis that the companies would cease trading and be wound up.

In reviewing the report into spin-out companies, the Committee noted that in most instances the University maintained only a minimal shareholding in each company and members discussed the approach and strategy of the University to maximising the potential benefits of the spin-out companies created. It was noted that the companies were not of sufficient scale for the University to benefit significantly in a financial sense, but that there were benefits in terms of reputation, the opportunities for collaboration with local businesses and also in terms of the Knowledge Transfer Grant, as well as in terms of the Knowledge Transfer Grant. Members asked officers to consider if maintenance of a more significant stake in the most prominent spin-out companies would be a strategy worth pursuing. Members also requested an update on the current value of investments in spin-outs and start-ups and suggested that a review which considered the importance, impact and prospects of each company would be helpful in determining the most appropriate model for delivering this type of activity. The Principal outlined the alternative model used in the Drug Discovery Unit, where year on year income would be generated with the potential for windfalls for investors.

The Committee noted that further information on the performance of the University with regard to spin-out company formation would be provided through reporting on the Key Performance Indicator (KPI) relating to this activity.

In response to questions the Director of Finance confirmed that TMRI Ltd would be wound up when the loan was repaid.

Resolved: to note the report

6. **DUNDEE UNIVERSITY STUDENTS' ASSOCIATION – ACCOUNTS 2012/13**

The Finance Manager and the President of the Dundee University Students' Association (DUSA) presented a summary report of DUSA's accounts for 2011/12. In doing so, the Finance Manager told the Committee that 2012/13 had proved to be a difficult year for DUSA in terms of revenue generation and that the final accounts showed a deficit of £113k against a budgeted surplus of £3k and a surplus of £65k for the previous year. In response to questions the Finance Manager told the Committee that revenue in the bars and nightclubs had fallen while the shops and catering elements of the Association had seen an increase in trading.

The Committee noted that DUSA had been proactive in taking a number of steps to address the financial position ahead of the budget for the coming year including pricing adjustments, a review of the fixed cost base, and increased use of monitoring systems to enable quick response to trading fluctuations.

In response to questions relating to the DUSA financial strategy, the Finance Manager told the Committee that further reductions to the fixed cost budget were being considered, and that the repayment of the bank loan which was guaranteed by the University (December 2015) would create additional headroom in future years. There were also plans to increase income from the DUSA limited company.

Members noted that DUSA had maintained its status as the best Students' union in Scotland, but that investment in the estate and infrastructure would be required to maintain this position. Both the University Secretary and the DUSA President were supportive of a partnership approach to improving the student experience and members were open to consideration being given to investment in DUSA through both the annual subvention and capital programme if the University's overall financial position allowed. Members asked the Finance Manager to provide estimates for the required material investment in the DUSA estate and services at a future meeting.

Resolved: to note the report.

7. **FINANCIAL SUSTAINABILITY GROUP ANNUAL SUSTAINABILITY ASSURANCE REPORT**

The Committee noted the introduction in 2013/14 of a requirement to submit a formal financial sustainability report to the Scottish Funding Council once audited accounts were complete. The report had been developed by the Financial Sustainability Strategy Group in conjunction with the Committee of University Chairs (CUC) and the Higher Education Funding Council for England (HEFCE). The Committee noted that 2013 was the pilot year for implementing the report, but that the aim was to ensure that governing bodies of HEIs made an annual assessment of institutional sustainability using an appropriate and rigorous process. The Director of Finance told the Committee that the report would be submitted to the Scottish Funding Council at the same time as the annual Financial Statements were submitted.

Resolved: to recommend to Court that it approve the report for transmission to the Scottish Funding Council.

8. MANAGEMENT ACCOUNTS – PERIOD 2

The Committee received the accounts for the period to 31 September 2013 and the Director of Finance tabled a preliminary assessment of the accounts for the period to 31 October 2013. Members noted that the estimated exposures to income relating to undergraduate and taught postgraduate recruitment were now estimated at £1.27m and £2m respectively. A £1m provision against under-recruitment of MD40 students would be used to offset this deficit, but the year-end forecast was for a deficit of £1.7m, a variance of £1.8m.

The Director told the Committee that the year would be financially challenging, and that the projected deficit would need to be addressed early in the cycle. The 6% surplus/investment target was, he said, still an important aspiration to ensure the growth and future of the institution, however the University was a long way from this position of sustainability.

The Committee commented that the figures illustrated the importance of the taught postgraduate market. While visa restrictions were expected to ease in the coming recruitment cycle, members noted that other institutions facing the same restrictions did not seem to be experiencing the same level of impact on their recruitment figures and suggested that the University needed to look closely at the attractiveness of its programmes as well as their marketing and support. Members agreed that the University should be looking to coordinate graduate activity across the institution and give further consideration to programmes at the higher end of the market.

Resolved: to note the accounts.

9. ESTATES & BUILDINGS

(1) Estates & Buildings Report

The Director of Campus Services introduced his regular report to the Committee. In doing so he updated members on the implementation of recommendations from the Estates Operational Review and provided an update on progress against the capital programme including: the Ninewells Library Teaching Accommodation project, the programme of works relating to the Duncan of Jordanstone College of Art, 1-3 Perth Road, the Centre for Translational and Interdisciplinary Research (CTIR), and the installation of a 4th Combined Heat and Power (CHP) generator.

The Director told the Committee that Phase 2 of the Ninewells Library Teaching Accommodation project was due for completion in December 2013, but that Phase 3 was approximately 8 weeks behind schedule – largely as a result of complications relating to the demolition of the old fabric.

Turning to the works on the CTIR, the Director told the Committee that the contractor had made up for some lost time since the last report, and that the project was now only two weeks behind schedule.

The Committee also noted that the 4th CHP tender had been awarded to Clarke Energy following a cost/quality assessment of tenders. At £1.45m the tender was £158k greater than originally estimated, however members noted that despite the increased capital costs, increases to energy charges would mean that the payback period would remain at 32 months, with the CHP plant weekly saving after this period estimated at £10,600.

The Director also provided the Committee with a summary of projects in dispute as a result of contractors going into liquidation and members noted the value of these projects and that estimated exposures were relatively limited.

Resolved: to note the report.

(2) Space Management Monitoring Group Annual Report

The Space Manager presented the annual report on space management. In her report she provided an update on progress for each of the three key areas identified previously as having the potential to significantly improve space management.

The Committee noted that the University had not introduced a space charge, but that there were plans to use TRAC data to raise awareness of the cost of space. While this was seen as a useful approach to the matter, members questioned whether incentives and charges would be helpful to deliver the culture change required to improve space usage further.

With regard to the rationalisation of assets, the Committee was interested to note the opportunities identified for further consolidation of lease agreements, the programme of space reduction on NHS estates, and opportunities for letting to external groups.

Turning to the proposal to pool teaching space and encourage cross-collaboration and sharing of facilities, members noted that the Schools and Directorates managed an equal number of teaching and seminar rooms as the central timetabling team. Work was however ongoing to establish clear rules for the allocation and use of these rooms. Members noted that space utilisation on the City Campus was around 28% and was on track to achieve the Key Performance Indicator target of 31% by 2016/17. Significant work was being carried out to increase the amount of space under centralised management. Professor Leydecker told the Committee that a newly formed Learning & Teaching Space Focus Group was working to improve timetabling and increase space usage, and was currently considering ways to increase the usage of central space outside peak usage times.

Resolved: to note the report.

APPENDIX 3
AUDIT COMMITTEE
(Minute 28(1))

A meeting of the Committee was held on 25 November 2013.

Present: Mr J Elliot (Convener), Ms SS Morrison-Low, Mr I Stewart.

In Attendance: Mr R Burns; University Secretary; Director of Finance; Director of Policy, Governance & Legal Affairs; Ms T Levinsohn (PricewaterhouseCoopers (PwC)); Mr A Shaw (KPMG); Mr M Timar (PwC) and Clerk to Court.

Apologies: Ms B Malone and Mr KAC Swinley.

The meeting was preceded by a training and development session led by Mr Andrew Hewett (Director of Finance) and Ms Susan Young (Senior Management Accountant), focussing on Transparent Approach to Costing (TRAC).

1. **MINUTES**

Resolved: to approve the minutes of the meeting on 17 September 2013.

2. **MATTERS ARISING**

(1) Information Security (Minute 4(3)(i))

The Committee received a report from the Chief Technology Officer which outlined progress in relation to the recommendations made within the internal auditor's IT review. The Convener told the Committee that he had met with the Chief Technology Officer in the period since the last meeting and had been reassured that the matters raised were being managed as priority items. Members noted that a full project plan, including timescales for actions, would be provided for consideration at the next meeting of the Committee once the scoping exercises were complete.

Resolved: (i) to note that the implementation of the IT recommendations would remain as a standing item on the agenda; and

(ii) otherwise, to note the update.

(2) iBuy Project Summary (Minute 4(4)(i))

The Director of Finance presented a report on the implementation of the iBuy purchasing project across the University, and the Committee noted that processes, controls, and governance and policy considerations had now been documented and approved. The Director told the Committee that implementation of iBuy would commence within the College of Medicine, Dentistry & Nursing (CMDN), however, owing to delays in the recruitment of additional resource to support the PECOS System Administrator, this implementation date had been delayed to 31 July 2014. Implementation in other Colleges was to follow, with the benefit of that experience.

Resolved: to note the update.

(3) Asset Register Plans (Minute 4(4)(ii))

The Director of Finance presented a paper considering the use of asset registers across the University. The Committee noted that given the differing requirements and purposes of the existing registers in areas such as finance, IT, and Estates & Buildings it would not be feasible or desirable to move to a single University asset register.

The Director went on to highlight the current finance asset register and members noted that the general ledger within the Coda system would be implemented to replace the existing spreadsheet approach when resource permitted.

Resolved: to note that each area would continue to maintain its own asset register, but that their development would be informed by improved recognition of and co-ordination with other existing registers.

(4) Post-Investment Project Appraisal (Minute 4(7)(i))

The Director of Finance told the Committee that he and the Director of Campus Services had identified seven projects that would now be the subject of post-investment project appraisal reports. A number of templates for the report had been considered and the Director hoped to present the first reports to the next meeting of the Committee in March 2014.

Resolved: to note the update and await the reports.

(5) Programme of Internal Audits Relative to the Institutional Risk Register (Minute 4(7)(ii))

The Committee received a paper which summarised the alignment of the internal audit work contained in the Internal Audit Plan to the risks identified in the Institutional Risk Register. Members noted that the internal auditor was satisfied with the coverage of those risks by the work set out in the Plan. Members were reassured that those items on the risk register with the highest residual level of risk were indeed the subject of internal audits and asked that the report be provided on an annual basis to inform discussions of the Audit Plan.

Resolved: to ask that officers provide the report annually to inform preparation of the Internal Audit Plan.

(6) Whistleblowing (Minute 9)

The University Secretary informed the Committee that further communications from the same anonymous individual had been received in relation to the whistleblowing disclosure reported at the last meeting. The report into the investigation had therefore been delayed to allow investigation of the additional allegations and would be provided to the Committee on a confidential basis when complete. The Convenor confirmed that the Committee was interested in both the suitability of the procedures and the outcome of the investigation.

Resolved: to note the update.

3. CONVENER'S REPORT

The Convener updated members of the Committee on his discussions with the auditors and senior management since the last meeting. The Convener had met with the external auditors, management, and the Chief Technology Officer in the interim period and was satisfied with communications with both auditors and management. No issues were raised which were not dealt with elsewhere in the agenda.

Resolved: to note the update.

4. FINANCIAL STATEMENTS FOR YEAR ENDED 31 JULY 2013

(1) Review of Going Concern

The Committee received a paper setting out the basis for the University being considered a 'going concern'. Members noted that the report had also been considered by the Finance & Policy Committee. The Committee discussed the potential impact of the projected USS deficit and the importance of taking appropriate steps to mitigate the level of the risk, although members noted that the fact there were around 400 institutions involved within the scheme meant that this could only be done through collective action on the part of the employers.

In response to questions the external auditor advised the Committee that under current definitions the USS deficit would not impact upon consideration of the University as a going concern. The University Secretary suggested that the Pensions Sub-Group might be reinstated to look in closer detail at this issue both in relation to the USS deficit and the deficit in the University's own scheme and to advise the Finance & Policy Committee on the matter.

Resolved: for its part, to advise the Court that the University could be considered a going concern.

(2) External Auditors' Report to those Charged with Governance

The external auditors presented their report to the Committee. In introducing the report, the auditor told the Committee that records had been made available to the auditing team in good time, allowing the audit to progress on schedule. Post balance sheet events would be revised up to the date of the auditors' report but the auditor expected to issue an unmodified opinion.

In addressing the audit focus areas (as identified in the audit plan from May 2013), the auditor highlighted a series of issues for consideration including: the assumptions used in determining pension liabilities, the transfer of the Medical Research Council Protein Phosphorylation Unit to the University, and the preparation of the accounts relating to AMCET Ltd and Dundee University Press (DUP) Ltd on the basis that the companies would cease trading and be wound up. Members noted the review process for pension liability assumptions, which had now been agreed but were initially outwith the normal PwC ranges and were considered by PwC to have been aggressively set.

The report also highlighted a number of outstanding or partially implemented recommendations from previous years which related to information technology and members noted that these were captured in the report referred to in paragraph 2(1) above and would be addressed by the new Chief Technology Officer over the coming academic year.

The auditors stated that there were no uncorrected misstatements and were able to confirm that the accounts complied with the relevant statement of recommended accounting practices, with the Scottish Funding Council's Accounts Direction and Financial Memorandum.

Resolved: to thank the auditor for the report.

(3) Financial Statements 2012/13

The Committee discussed the draft statements for the period to 31 July 2013.

Resolved: having received the report of the external auditors and considered the points made therein, to recommend to Court that it approve the statements at its meeting on 9 December 2013.

(4) Letter of Representation

The Committee receive a draft of the proposed letter.

Resolved: to approve the letter.

5. **FINANCIAL STATEMENTS OF SUBSIDIARY AND ASSOCIATED COMPANIES**

The Committee considered the accounts for the year ended 31 July 2013 for:

- a) AMCET Ltd
- b) Dundee University Press Ltd (DUP)
- c) Dundee University Project Management Ltd
- d) Dundee University Utility Supply Company Ltd
- e) University of Dundee Nursery Ltd
- f) Dundee University Incubator Ltd
- g) Dundee Student Villages (DSV)
- h) West Park Conference Centre (WPCC)

The Committee noted that the accounts for AMCET Ltd and DUP Ltd were prepared on the basis that the companies would cease trading and be wound up. Members discussed the model and agreement in place with partners for the West Park Conference Centre. The Director of Finance confirmed that the University had begun to review the financial structure of the Dundee Student Villages in conjunction with external consultants.

Resolved: to note the subsidiary and associate companies' accounts.

6. INTERNAL AUDITORS

(1) Schools Review

The auditor presented a report examining the control environment in: the Graduate School of Natural Resource Law, Policy & Management ('Graduate School'; the School of Education, Social Work & Community Education; the School of Law; and the Continuing Education Unit. As with previous reviews of Schools, the report considered procedures in place for monitoring the effectiveness of devolved controls and the identification of individuals responsible for their implementation. The report also provided guidance on the design of such processes. This particular review focussed on controls relating to: the pricing of courses, engagement with consulting, and international activities.

The auditor made one high and three low risk recommendations, with the high risk recommendation relating to due diligence in honorary teaching appointments within the Graduate School. Management had accepted the recommendations and proposed further sampling of the high risk recommendation in April 2014.

In response to questions the auditor confirmed that procedures for setting prices and budgets had been examined and were in line with expected practice. The University Secretary told the Committee that management also needed to consider the pricing of taught postgraduate courses to ensure that programmes were marketed competitively.

Resolved: to note the report.

(2) Governance Review

The auditor summarised their report into the compliance of the University's governance arrangements with the principles of the new Scottish Code of Good Higher Education Governance. The review used a traffic light system to indicate areas of compliance, areas for enhancements and areas where amendments would be required to comply with the principles of the Code. The Committee noted that the University was already largely compliant with these principles and the report had been shared with the Governance & Nominations Committee, which had made a number of recommendations to Court with the aim of further improving processes and compliance.

The Director of Policy, Governance & Legal Affairs told the Committee that after debate, the Governance & Nominations Committee had decided to recommend to Court that the process for the appointment of the Chair of Court remain unchanged in the first instance and that the University would require to explain its process in this respect in future corporate governance statements contained within the financial statements.

Resolved: to note the report.

(3) Status Update Report

The auditors presented their report detailing the status of audits relative to the audit plan for 2013-14. The Committee noted that the proposed timing of two audits had been adjusted to better align with the cycle of production of relevant data.

Resolved: to note the report

7. RISK MANAGEMENT MONITORING GROUP

The Committee received a report from the meeting of the Risk Management Monitoring Group (RMMG) on 29 October 2013. The University Secretary informed the Committee that the group had received the minutes from the meetings of the Audit Committee on 22 May and 17 September 2013 to provide context to the work of the group and to reinforce the mechanisms by which control weaknesses and actions identified through the audit process were incorporated into risk registers.

The Committee noted the Group's discussion of the Institutional Risk Register and Business Continuity Planning related incidents. The University Secretary highlighted the Group's discussions relating to its membership and that it had endorsed the recommendation that future meetings of RMMG be arranged within the schedule of Directors & College Secretaries Group meetings due to the overlapping membership of the Groups. In response to questions the University Secretary confirmed that the meetings of the RMMG would still be minuted separately and reported to the Audit Committee, but that their inclusion within the Directors & College Secretaries Group meeting cycle would allow additional flexibility for risk management items to be taken as and when required.

Resolved: to note the report

8. **INSTITUTIONAL RISK REGISTER**

The Committee considered proposed revisions to the Institutional Risk Register. Members proposed increases to the risk ratings of those items relating to pensions and reduction of public funding.

9. **MEMBERSHIP OF THE COMMITTEE**

The University Secretary informed the Committee that the Governance & Nominations Committee had considered a request from the Convener of the Audit Committee for an additional member of Court to be invited to join the Audit Committee and had asked the Chair of Court, in conjunction with the Convener of the Audit Committee, to identify a suitable additional member for the Committee.

Resolved: to note the update and await the identification of a suitable additional member.

10. **LEGAL MATTERS**

The Committee received a routine report detailing the current legal cases involving the University, including updates since its last meeting. Members suggested updating the template for the report to include information on accounting provision and indications of post-incident procedural changes where applicable.

Resolved: to note the report.

11. **PRIVATE MEETING WITH OFFICERS**

The auditors withdrew from the meeting at this point so that the Committee could speak in private with the officers. At the conclusion of the discussion, the auditors were re-admitted, and the Convener was pleased to report that officers had indicated a good, professional working relationship with both internal and external auditors.

12. **PRIVATE MEETING WITH AUDITORS**

The officers withdrew from the meeting at this point so that the Committee could speak in private with first the external and then the internal auditors. At the conclusion of the discussion, officers were re-admitted, and the Convener advised them that no issues of concern had been raised by the auditors.

13. **ANNUAL REPORT OF THE AUDIT COMMITTEE**

The Committee considered a draft of its annual report to Court. This document would also be submitted to the Scottish Funding Council.

Resolved: to approve the report, subject to minor amendment, for submission to the Court and the Scottish Funding Council.

14. **REAPPOINTMENT OF AUDITORS**

The appointment of PwC as external auditor to the University expires after 3 years with the current audit, and the appointment of KPMG as the internal auditor expires in July 2014 after 4 years (including the one year extension approved by Court on 6 September 2013). Arrangements will be made for simultaneous competitive procurement of both appointments with interviews being scheduled during March 2014 with a view to a recommendation being made to Court in April. The interview panel will include the Convener and members of the Audit Committee. It is hoped that the procurement can be dealt with through the

APUK template which is expected to be available shortly after Christmas and would simplify the procedure.

Resolved: to note the update

APPENDIX 4

**AUDIT COMMITTEE: ANNUAL REPORT 2012/13
(Minute 28(3))**

1. MEMBERSHIP AND MEETINGS

The Committee meets four times *per annum*, and the meetings for the year 2012/13 took place as follows: 18 September 2012, 26 November 2012, 5 March 2013 and 22 May 2013.

Attendance by members was as follows:

		Sept.	Nov.	March	May
Howard Marriage (Convener)	Court member	Y	Y	Y	Y
Ann Burchell	Court member	Y	N	N	Y
Andrew Richmond	Court member	Y	Y	Y	Y
Keith Swinley	Court member	Y	Y	N	N
John Barnett	Co-opted	Y	N	Y	Y
Ian Stewart	Co-opted	Y	Y	Y	Y

Additionally, the Convener of the Finance & Policy Committee, Richard Burns, was in regular attendance at meetings of the Audit Committee in 2012/13.

The University Secretary, Director of Finance and Director of Policy, Governance & Legal Affairs also attended meetings on a regular basis. All Committee meetings are attended by representatives of the Internal Auditors (KPMG LLP (KPMG)) and External Auditors (PricewaterhouseCoopers LLP (PwC)).

2. FINANCIAL STATEMENTS

Year ended 31 July 2013

The Committee received draft financial statements for the University for the year ended 31 July 2013 at its meeting on 25 November 2013, following their consideration by the Finance & Policy Committee at its meeting on 11 November 2013. The Committee also received a report from the external auditors, PwC. PwC were formally appointed for the provision of external audit services for the financial years 2010-11 to 2012-13 (with the possibility of an extension of up to two additional years) at the meeting of the Court on 26 April 2011.

In terms of audit and financial reporting the report indicated that:

- The auditors expected to give an unmodified opinion on the statements and that they had been prepared in accordance with the Accounts Direction of the Scottish Funding Council (SFC) and the appropriate Statement of Recommended Practice (SORP);
- The auditors expected to conclude that income from the SFC, as well as from other sources, had been appropriately applied;
- The statements had been produced on a timely basis in accordance with the agreed timetable, but that areas for highlight included the following:
 - i. A number of assumptions used in determining the pensions liability were originally outwith the range expected by the auditors. Following discussion with the actuary the RPI assumption was increased to 3.30%, with the effect of increasing the FRS 17 liability to £25.3m. While this figure was at the lower end of the acceptable range, the auditors concluded that the overall position was reasonable.
 - ii. During the year the equipment and employees of the Medical Research Council Protein Phosphorylation Unit (MRC PPU) were transferred to the University of Dundee for nil consideration. The auditors had queried a number of accounting estimates made during the transfer, some of which resulted in adjustment to the financial statements. Although none of these were material it was recommended that accounting implications should be more fully explored for all similar future transactions.
 - iii. AMCET Ltd and Dundee University Press Ltd financial statements were prepared on the basis that they were no longer considered a going concern, were to cease trading, and would be wound up.
 - iv. The internal control report had highlighted a number of recommendations from previous years relating to information technology which had still not been fully implemented.

Having carefully considered the report of the external auditors, the Audit Committee resolved to recommend to Court that the financial statements should be approved. The Committee noted the recommendations contained in the report from the external auditors and were satisfied by the associated management responses.

3. TERMS OF REFERENCE AND PROCEDURES

There were no changes made to the Committee's Terms of Reference (TOR) during the year, however minor amendments to the Terms of Reference were made at the meeting of the Committee on 17 September 2013 which focussed on improvement to the oversight of legal issues, and issues relating to public interest disclosures (PID), bribery and corruption, or fraud.

In considering internal audit reports the Committee focuses primarily on critical or high risk recommendations, where the issue represents a control weakness that is fundamental to the system under review and where the University should take immediate or prompt action. In addition, when critical level recommendations are made the internal auditors inform the Convener of the Audit Committee directly at the earliest possible time. For all internal audit reports, the audit sponsor or relevant Director is invited to attend the meeting of the Committee to provide appropriate contextual information to the Committee and to allow joint exploration of the issues raised.

A formal process of following-up and reporting on outstanding audit recommendations was introduced during 2011/12. Twice annually an update is provided on outstanding recommendations. A report is then prepared for the Committee and, should there be evidence of repeated non-implementation of recommendations, the individual responsible may be asked to attend the Audit Committee meeting for further discussion.

4. INTERNAL AUDIT

Internal audit work for the year was provided by KPMG. During 2012/13 the Committee received reports on the following internal audit assignments with recommendations graded as shown. Each report was considered in detail, with the auditors and officers addressing comments and questions from Committee members. The Committee was generally satisfied with the management responses to the issues raised and with the timescales for addressing them, where appropriate. Where timescales for implementation were considered to be lengthy, further reports providing details of milestones toward full implementation were requested to aid understanding of the proposed timescale and active monitoring of progress.

The Committee took particular interest in the outcomes of the IT review where progress had previously been slower than expected and requested that progress updates on this area be provided as a standing item for the Committee's consideration throughout 2013/14. Progress on the implementation of all recommendations will be monitored through follow-up reports from the auditors, as well as through active monitoring by University officers, as outlined above.

	Critical	High	Medium	Low
Bribery Act and Donations Policy			2	3
International Activities			2	2
Implementation of strategy and project management			4	2
Business Continuity Planning			4	1
Regulatory markets – student numbers				2
Schools review		1	1	4
PURE			3	2
Procurement			2	2
DUSA			2	3
IT review – information security		3	7	
Payroll and human resources			2	3
Control risk self-assessment			2	3
Total		4	31	27

The Audit Committee has considered and approved the draft audit plan for 2013-2014 prepared by University management in consultation with the Internal Auditors.

DUSA

The auditors carried out their annual routine review of finance arrangements in place at DUSA. The objective of the review was to consider the effectiveness and efficiency of key controls over financial and non-financial processes. Processes and controls assessed within the 2012/13 review related to: expenditure – raising expenditure on goods and services, receipting goods, updating stock records and processing purchase invoices; the efficiency and effectiveness of IT arrangements; and payroll – the recording and monitoring of hours and the processing and authorisation of payroll information. A range of minor recommendations were suggested, but on the whole it recognised that DUSA was a well-managed organisation.

Assessment of the Effectiveness of the System of Internal Control

The internal auditors provided the Committee with their overall assessment of the University's internal control systems. Based on their work in 2012-13, the auditors were of the opinion that these systems provided a 'reasonable basis for maintaining control' and that the control framework provided 'reasonable assurance regarding the effective and efficient achievement of strategic objectives'. In their annual report, the auditors highlighted the following significant (rated high) recommendations emanating from their audit work during the year:

- The need to improve the processes for monitoring of annual leave amongst academic staff;
- The need to enforce the University's data protection policy to address the significant threat of unauthorised access to sensitive data and information loss through technical vulnerability;
- The need to introduce a remote access policy, including processes for the approval and renewal of the remote access of staff to the network level providing applications used by central functions, and for third party access to the University network;
- The need to manage the use of end user devices by users through an asset management system, the development of a formal hardware asset disposal policy, and training to educate users on both the policy and the secure handling of sensitive data.

There remain significant areas for improvement in IT. The Committee is however satisfied that management is developing a detailed plan for their resolution and will be monitoring progress against this plan at each of its meetings over the next 12 months

5. RISK MANAGEMENT

The Committee received regular reports from the Risk Management Monitoring Group. The Audit Committee oversaw the review of the institutional risk register, incorporating an assessment of gross and residual risk, the adoption wherever appropriate of SMART mitigating actions, and the focus on key strategic risks. Revised institutional risk registers were approved by Court at its meetings on 10 December 2012 and 10 June 2013 and a benchmarking comparison with registers across the Higher Education sector was carried out by the external auditors.

During the course of the 2012/13 academic year, the Committee had overseen the development of a draft information security policy and the approval of the Donations Policy at the meeting on 18 September 2012. A review of the implementation of policies relating to Bribery Act Compliance and the Donations Policy was completed by the internal auditors in November 2012.

6. OTHER ACTIVITIES

In response to the Audit Committee's self-review of effectiveness in 2011/12, training sessions for members of the Audit Committee focussed on sectoral issues for Higher Education Audit Committees and corporate risk registers within the HE Sector were delivered by the internal and external auditors at the meetings in November 2012 and May 2013 respectively.

In September 2013 the Audit Committee considered and approved the internal audit plan for 2013/14. In addition to the annual reviews of Schools arrangements and the Dundee University Student's Association, reviews were scheduled in the following areas: financial controls within the PECOS system; governance arrangements; data returns; TRAC returns; student experience; research costing, pricing and administration; health & safety implementation; strategy, planning and resource alignment; international activities; and research costing, pricing and administration. Internal audit time has also been allocated for further review of the IT provision and function within the University.

7. OPINION*Auditors*

The Committee has been satisfied with the performance and diligence of the internal and external auditors.

Effectiveness of Internal Controls

The Committee can assure the Court that the University has effective financial management and financial controls in place. The Committee will continue to monitor the progress of the University on the implementation of the recommendations contained in the external auditors' report and the various reports from the internal auditors.

APPENDIX 5
GOVERNANCE & NOMINATIONS COMMITTEE
(Minute 33)

A meeting of the Committee was held on 11 November 2013.

Present: Mr EF Sanderson (Convener), Principal Professor CP Downes, Professor RJ Abboud, Dr W Boyd, Dr DH Crouch, Mr R Burns, Ms M Tasevska, Mr IDM Wright.

In Attendance: University Secretary; Director of Policy, Governance & Legal Affairs; Policy Officer (Corporate Governance).

Apologies: Ms B Malone.

1. **MINUTES**

Resolved: to approve the minutes of the meeting of 13 May 2013.

2. **MATTERS ARISING**

Corporate Governance: Chairman of Court (Minute 3)

The Committee received a paper which summarised discussions from the annual review of the performance of the Chair of Court at the meeting of the Court on 10 June 2013. Members noted that the Chair of Court had, as recommended, left the meeting during the discussions and that the Chancellor's Assessor and University Secretary had subsequently provided the Chair with feedback on his performance. The report included considered responses from the Chair and members were pleased to note the Chair's commitment to further enhancement of his reports to Court.

Resolved: (i) to endorse the proposals made by the Chair of Court; and
(ii) otherwise, to note the report.

3. **COMMITTEE MEMBERSHIP**

(1) Final Committee Membership for 2013/14

The Committee received a paper which summarised the final membership of Court Committees for 2013/14 and included full membership of the Ethical Review Committee. Members considered whether the non-Court staff members on the Human Resources Committee should be full members of the Committee or in attendance and concluded that it was appropriate for these individuals to remain as members of the Committee.

Resolved: to note the Committee Membership.

(2) Audit Committee Membership

Noting that the quorum for meetings of the Audit Committee was three members (with at least one being a member of Court), the Committee agreed to the request from the Convener of the Audit Committee for an additional member of Court to be invited to join the existing three Court members and two Lay Audit members in serving on the Committee.

The Committee asked the Chair to consult with the Convener of the Audit Committee to identify an additional member of Court to serve on the Committee. Members noted that the terms of reference dictated that the Audit Committee be composed entirely of Lay members and that members may not serve on both the Finance & Policy Committee and the Audit Committee concurrently.

Resolved: to ask the Chair of Court and the Convener of the Audit Committee to identify a suitable additional member to serve on the Audit Committee.

4. SUCCESSION PLANNING

(1) Renewal of Lay Court Membership

The Committee noted the expiry date for the first term of office of Mr Keith Swinley (28/02/2014), Mr Jo Elliot (31/07/2014), Ms Christina Potter (31/07/2014), and Mr Andrew Richmond (31/07/2014). The Chair of Court confirmed that he had spoken with these members and all had expressed an interest in continuing in their role on Court for a further term of four years.

The Committee considered and discussed the renewal of each membership based upon: the attendance and contribution of the member at meetings of Court and its Committees since their appointment; the involvement of the members with other aspects of University business such as hearings and graduations; the qualities sought of Court members as published alongside the advertisement for new members; and the balance of skills across the Court.

The Committee noted the value and commitment of each member to the University Court. Nevertheless, members expressed concern in relation to the attendance record of Mr Swinley over the past four years. Mr Sanderson advised the Committee that attendance had been discussed with Mr Swinley in his private meeting with him and that it had been acknowledged as an issue. There had been extenuating family circumstances during 2013 but other commitments had impacted on his ability to attend over a longer period. Members were keen to highlight the value of Mr Swinley's pensions knowledge and his considerable commitment to meetings of the Board of Trustees of the University of Dundee Superannuation Scheme, of which he was the Convener.

- Resolved:**
- (i) to recommend unanimously to Court the renewal of the membership of Mr Jo Elliot for a further term of four years in terms of Statute 9(1)(l) and 9(1)(g);
 - (ii) to recommend unanimously to Court the renewal of the membership of Ms Christina Potter for a further term of four years in terms of Statute in terms of Statute 9(1)(l) and 9(1)(g);
 - (iii) to recommend unanimously to Court the renewal of the membership of Mr Andrew Richmond for a further term of four years in terms of Statute in terms of Statute 9(1)(l) and 9(1)(g); and
 - (iv) to recommend to Court that the membership of Mr Keith Swinley on Court was not renewed, but that he continue to serve as a University-nominated Trustee of the University of Dundee Superannuation Scheme.

(2) Chancellor's Assessor

Members noted that the term of office of the Chancellor's Assessor, Mr Richard Burns, would expire on 31 July 2014 and that having served two terms his membership was not eligible for renewal. The Chair asked members to give thought to potential successors for Mr Burns in his role as the Chancellor's Assessor and proposed that the matter be discussed further at the meeting of the Committee in March 2014.

The Committee also noted that Mr Burns was currently the Convener of the Finance & Policy Committee and the Endowments Sub-Committee. Members agreed that it should continue to be the case that the Convener of the Finance & Policy Committee would also serve as the Convener of the Endowments Committee. The Committee therefore agreed that this issue should be resolved when membership and convenership of the Committees of Court was reviewed in May as part of the normal cycle of business. With regard to membership of the Endowments Sub-Committee, members noted that, as requested by the Finance & Policy Committee at their meeting on 19 August 2013, the Chair of Court and Convener of the Finance & Policy Committee had spoken with two members of Court with regard to possible membership of the Sub-Committee and that Mr Andrew Richmond had confirmed that he would be interested in joining the Sub-Committee.

Noting that the position of Chancellor's Assessor was conventionally regarded at the University as a senior lay role on the University Court, members discussed the formalisation of this in the context of recommendations made in the Scottish Code of Good Higher Education Governance. Following discussion members agreed that the role should continue to be known as Chancellor's Assessor, but that it should be made clear that the individual holding this position would also be the Senior Independent Member of Court, and as such be responsible for charring sessions considering the

performance and effectiveness of the Chair of Court, and acting as an intermediary or source of leadership for members of Court who may wish to raise concerns about the conduct of the Court of its Chairperson.

The Director of Policy, Governance & Legal Affairs outlined proposals that would see the role defined in Statute and Ordinance. Members suggested that the proposed wording for a new Ordinance (Ordinance 63 - Chancellor's Assessor) should include direct reference to the term 'Senior Independent Member of Court'. Members also asked the Principal and University Secretary to consult with the Chancellor with regard to the proposed changes, particularly as the process for appointment/nomination of the Chancellor's Assessor may need to be reconsidered in light of the recommendations.

- Resolved:**
- (i) to recommend to Court that Mr Andrew Richmond be invited to join the Endowments Sub-Committee;
 - (ii) to endorse to Court the proposed revisions to Statute 9 and the proposed new Ordinance 63 – Chancellor's Assessor (as set out in annex a), subject to consultation with the Chancellor and minor amendment to the wording of the Ordinance, noting that Privy Council approval would be required for changes to Statute 9; and
 - (iii) to consider a make a recommendation for the appointment of a successor to Mr Burns as Chancellor's Assessor at the meeting in May 2014.

(3) Lay Membership of Court

Noting the discussions earlier in the meeting, the Committee recognised that there would be two lay member vacancies arising on Court before the end of the academic year. Members reviewed the current skill set of the Court and identified skills and areas of knowledge desirable for new members including: marketing, the voluntary sector, and experience of overseas Higher Education. Members also noted that the two members who would be leaving had financial backgrounds.

Members considered options for identifying potential new members and agreed that those who had been of interest to the Committee in the previous round of appointments should be encouraged to reapply, but that the positions should be externally advertised via the national press. The Committee went on to discuss Ms Sandra Morrison-Low as a potential candidate. Ms Morrison-Low had been interviewed during the last round of appointments and had been considered to be a strong candidate at that time, but as vacancies were limited she had been invited to join the Audit Committee as a lay member. With this in mind, members suggested that the Committee should reconsider her application alongside new applications resulting from advertisement.

Members asked officers to draft and circulate an advertisement for approval and publication as soon as possible. Members also asked that quotations be sought for publication within the Sunday Times as well as the Scotsman, Courier and Herald as per the last advertisement.

- Resolved:**
- (i) to request that a draft advertisement for lay Court members be circulated to the Committee as soon as possible;
 - (ii) to ask that quotations be sought from the Sunday Times, Scotsman, Courier and Herald for advertisement of the vacancy; and
 - (iii) to recommend to Court that an advertisement be placed in the press in December 2013 and to request that an additional meeting be arranged for January 2014 for shortlisting of potential candidates and selection of an interview panel.

5. **PROPOSED CHANGES TO STATUTES AND ORDINANCES**

(1) Graduates' Council

The Graduates' Council Business Committee had previously asked the Governance & Nominations Committee to consider alternative mechanisms for the identification of Graduates' Council Assessors on Court following poor engagement with recent elections. The Committee noted that the Business Committee had, at its meeting on 18 May 2013, considered and endorsed the resulting proposal to

replace the election with an interview and appointment process subject to minor amendment to the proposed membership of the selection panel to ensure that the balance of membership was weighted toward the Graduates' Council itself through its Business Committee.

Members were supportive of the proposed changes to the Statutes (6, 9 and 20), Ordinances (20 and 39) and Graduates' Council Regulations that had been designed to give effect to the recommendations but suggested these governance instruments should be further updated to refer to 'graduates of the University' rather than 'Assessors' to improve the understanding of the role by potential applicants.

Resolved: to endorse to the Court the proposed amendments (as set out in annex b) noting that the amendments would be considered by the Graduates' Council Business Committee at their meeting on 7 December 2013, and that Privy Council approval would be required for changes to Statutes 6, 9, and 20.

(2) Elections

The Committee considered a paper outlining proposed changes to Ordinances and Regulations to enable the use of alternative voting methods (for example online voting) in elections to Court, Senate and Academic Council where appropriate.

Members noted that Ordinance 18 (Election of Members of the Court and Senate), Ordinance 45 (Election of Member of Court by the Non-Teaching Staff), Regulations of Court for the Election of a Non-Teaching Staff Member of Court and Academic Council Regulations for the Election of the Standing Committee all stipulated the use of a postal ballot, making the process both time consuming and costly. Furthermore, it was hoped that the use of electronic voting methods would improve engagement with the elections. Members were supportive of these changes.

The Director of Policy, Governance & Legal Affairs also highlighted proposed changes to Ordinance 18 paragraph 3 which had been designed to ensure compliance with the recommendations of the Scottish Code of Good Higher Education Governance by limiting the continuous service of elected members to a maximum of eight years in any category or combination of categories. Members noted that this would bring the maximum continuous term of office of elected members in line with that of lay members of the Court. The Committee was supportive of this proposal and went on to recommend amendment to Statute 9(1)(j) to extend its application to elected members in its stipulation that members may not seek re-election, re-nomination or re-appointment in any category until a period of at least four years had elapsed from the date on which their membership ceased.

Resolved: (i) to endorse to Court the proposed changes to Ordinance 18, Ordinance 45, and Regulations of Court for the Election of a Non-Teaching Staff Member of Court and Academic Council Regulations for the Election of the Standing Committee as set out in annex c; and

(ii) to propose additional changes to Statute 9(1)(j).

(3) Students' Assessor

The Director of Policy, Governance & Legal Affairs introduced a paper outlining proposals designed to legitimise the role of the Students' Assessor on Senate. Members noted that the appointment was originally governed by a now lost sub-paragraph of Statute 10. Members were supportive of the proposals which set out the period of office and expectations of those appointed to the role as well as the suggestion that the number of Students' Assessors on Senate be increased to two. Members noted that the current Students' Assessor and the President of the Dundee University Students' Association had been consulted and had indicated their support for the proposals as described.

Resolved: to endorse to Court the proposed new Ordinance 64 (as set out in annex d) subject to minor amendment to clarify that the Assessor would be appointed to the Senate and did not have to be an existing member of the Senate.

6. SCOTTISH CODE OF GOOD HIGHER EDUCATION GOVERNANCE

(1) Review of Compliance with the Code

The Committee received a copy of the internal auditor's review of the University's compliance with the Scottish Code of Good Higher Education Governance. Members were pleased to note that the auditors had agreed with the internal assessment that the University was largely compliant with the Code. The Committee noted that many of the identified areas of non-compliance had been addressed through the changes to Statute and Ordinance considered earlier in the meeting while other areas would be further reviewed as part of the quinquennial review of Court effectiveness. Members asked officers to keep them informed of the progress of all items that were subject to Privy Council approval.

The Director of Policy, Governance & Legal Affairs highlighted Principle 11 within the Code, which related to the recommended process for appointment of the Chair of the Governing Body. The Committee noted that the current process for the election of the Chair of Court by members of the Court was not compliant with the letter of the Code which recommended that appointment of the Chair be managed by the Governance & Nominations Committee, with the position being externally advertised. Members discussed this issue at length, and while members were keen that the University comply with the Code wherever possible, the value attached by Court to the current process whereby the Chair was elected by all members of the Court from the existing lay membership was recognised. In particular, members highlighted how important it was for the Chair to have the support and respect of the Court as well as experience and knowledge of the business of the Court and the University. The Committee recalled that the appointment of the Chair had been a high-profile issue within the review of Higher Education Governance by Professor Ferdinand von Prondzynski and noted both the approach being taken by other Scottish Institutions in this matter and the need to ensure that the role was seen both internally and externally as a legitimate appointment. However on reflection members suggested that the University might wish to address this requirement on an 'explain' rather than 'comply' basis within the Annual Financial Statements for 2013/14 and decided that Court should be invited to consider such an approach.

Resolved: (i) to note the report.

(ii) To invite Court to consider the process for the appointment of its Chair as an area in relation to which it chose to explain its approach rather than comply in full with the principles of the Scottish Code of Good HE Governance.

(2) Letter from the outgoing Chair of the Scottish Funding Council (SFC) to the Chair of the Committee of Scottish Chairs of HEIs Regarding the Publication of the Code

The Committee noted the letter from the outgoing Chair of the Scottish Funding Council (SFC) to the Chair of the Committee of Scottish Chairs of HEIs dated 1 October 2013. In the letter the outgoing Chair of the SFC acknowledged the publication of the Code in July 2013 and confirmed that he was satisfied that the Code met the Principles of good practice in relation to governance.

The outgoing Chair highlighted legislation that required the SFC to mandate compliance "...with any principles of governance which appear to the Council to constitute good practice in relation to HE institutions...", and while at the time of the letter the mechanism for implementing the statutory duty was a matter subject to further consideration the Committee noted it was widely assumed that the Code would be adopted by the SFC for this purpose. Members also noted that the interpretation of the Code would be subject to scrutiny in a number of areas.

Resolved: to note the letter.

7. QUINQUENNIAL COURT REVIEW OF EFFECTIVENESS

The Committee discussed arrangements for the quinquennial review of Court effectiveness and noted that the report from the internal auditor regarding the implementation of the Scottish Code of Good Higher Education Governance had provided a useful starting point for the review of the governance instruments and processes and procedures relating to the Court. Members were keen that, in line with the recommendations of the Code, external facilitation be sought for the review and suggested that the review take place in the latter half of the academic year and focus on the process and effectiveness of major decisions made by the Court in the last five years -for example in relation to Dundee Student Villages, the approval of the project to build the Centre for Translational and Interdisciplinary Research and the V&A at

Dundee. The Committee asked the Director of Policy, Governance & Legal Affairs to review the self-evaluation questionnaire used during the last quinquennial review with a view to using this as a starting point for the coming review.

Resolved: to request that costs and options for external facilitation of the review be presented at the next meeting of the Governance & Nominations Committee in January 2013.

8. FINANCIAL STATEMENTS: CORPORATE GOVERNANCE STATEMENT

The Committee reviewed the draft Corporate Governance Statement as provided to the external auditors for inclusion within the Financial Statements.

Resolved: to approve the draft Corporate Governance Statement subject to minor amendment.

9. REMUNERATION COMMITTEE

The Secretary reminded the Committee of arrangements for the production of an annual report to Court on senior officers' remuneration. The Committee reviewed the template provided and asked that the Remuneration Committee consider the possible inclusion of the value of individual's pension funds and the increase in individual pension values over the year to improve the Court's understanding of the total remuneration packages awarded.

Resolved: to approve the template subject to the Remuneration Committee's consideration of the inclusion of additional pension information.

10. REGISTER OF MEMBERS' INTERESTS

The Committee received a paper containing a summary of the most recent disclosures by members of Court.

Resolved: to note the content and endorse its publication on the University's webpages subject to minor amendment.

11. DATE OF NEXT MEETING

Members noted that the next meeting was scheduled for 24 March 2014 and requested that an additional meeting be scheduled for January 2014.

Chancellor's Assessor – Amendments to Statute and Proposed New Ordinance

Statute 9 – The Court

- (1) The Court shall consist of the following persons, namely:
- (a) A Chairperson (in terms of paragraph (3) below)
 - (b) The Principal or, in the absence of the Principal, a Vice-Principal
 - (c) The Rector or an Assessor nominated by him or her, after consultation with the Students' Association, to serve throughout the Rector's term of office
 - (d) An Assessor appointed in consultation with the Chancellor and whose role shall be as defined in the Ordinances.

[(1)(e) – (l) unchanged]

[(2)(a) – (d) unchanged]

- (e) The Assessor appointed in consultation with the Chancellor shall hold office for a period of four years from the date of appointment and shall be eligible for further appointment, but shall not hold office continuously for a longer period than eight years:
Provided always that in the event of the Chancellor ceasing to hold office the serving Assessor shall continue to be a member of the Court until an Assessor is appointed in consultation with the new Chancellor and no longer.

[Remainder of Statute unchanged.]

NEW Ordinance 63 – Chancellor's Assessor

(An Ordinance made in terms of Statute 9(1)(d))

- 1 The Chancellor's Assessor shall be appointed by the Court on the recommendation of the Governance & Nominations Committee following consultation with the Chancellor.
- 2 The Chancellor's Assessor shall act as an additional channel for communication between the Court and the Chancellor, and he or she shall endeavour to meet with the Chancellor at least annually to apprise him of the work of the Court.
- 3 The Chancellor's Assessor shall be the senior independent member of Court and shall act as intermediary for members of Court who might wish to raise concerns about the conduct of the Court or of its Chairperson. He or she shall, at least annually, chair a meeting of the Court to discuss the performance of the Chairperson in the Chairperson's absence.

**Graduates' Association
Proposed Changes to Statutes, Ordinances and Regulations**

Statutes

6 The Secretary

- (1) The Court shall appoint a Secretary with such duties, at such remuneration and (subject to Statute 16) upon such terms and conditions as it shall think fit. The Court, however, shall make such an appointment only after considering a report from a Joint Committee of the Court and Senatus.
- (2) The Secretary shall be responsible for providing secretarial services for the Court, the Senatus, the Academic Council, and the Graduates' Association and, under the direction of the Principal, for the administration of the University.

9 The Court

- (1) [.....]
 (f) Two members of the Graduates' Association appointed by the Graduates' Association, to be known as Graduates' Association Members.
 [.....]
- (2) (a) The Chancellor of the University shall have the right to receive Court papers and to attend Court meetings, but shall not be a member of the Court and shall not be entitled to vote at Court meetings.
- (b) The Principal and the Rector shall hold office as long as they continue to occupy the positions named respectively.
- (c) The manner of appointment and period of office of the Graduates' Association Members of Court shall be as prescribed in the Ordinances.
- (d) The manner of election of the members of Court elected by the Senatus, by the Academic Council and by the non-academic staff and their respective periods of office shall be as prescribed in the Ordinances.
- (e) The manner of identification and respective period of office of the student member appointed under sub-paragraph (k) of paragraph (1) shall be as prescribed in the Ordinances.
- (f) The Assessor nominated by the Chancellor shall hold office for a period of four years from the date of nomination and shall be eligible for further nomination, but shall not hold office continuously for a longer period than eight years:
 Provided always that in the event of the Chancellor ceasing to hold office the serving Assessor shall continue to be a member of the Court until an Assessor is nominated by the new Chancellor and no longer.
- (g) Where, under sub-paragraph (c) of paragraph (1) above, the Rector elects not to hold office as a member of Court, but to appoint an Assessor, the Rector shall nevertheless retain the right to receive Court papers and attend Court meetings, but shall not be a member of Court and shall not be entitled to vote at Court meetings. An Assessor so nominated by the Rector shall hold office until the expiry of the term of office of the Rector by whom he or she was nominated and shall be eligible for further nomination, but shall not hold office continuously for a longer period than six years:

 Provided always that on the expiry of a Rector's term of office any serving Assessor shall continue to be a member of the Court until a new Rector is elected and joins the Court as a member or nominates a new Assessor to hold office as a member of the Court in his or her place.
- (h) A co-opted member shall hold office for a period of four years from the date of co-option and shall be eligible for further co-option, but shall not hold office continuously for a longer period than eight years.
- (i) "The maximum total continuous period of office of a person serving as an assessor or a co-opted member of Court who serves consecutive periods of office under a combination of any of the terms of clauses (c) to (f) and (l) of paragraph (1) above is eight years.

- (j) Where a particular skill or expertise might otherwise be lost, the Court may exceptionally agree to extend by a maximum of two years the period of office of members serving under the terms of sub-paragraph (l) or as an assessor in terms of sub-paragraphs (c) or (d) of paragraph (1) above. Graduates' Association Members of Court who have reached their maximum term of office in that category may, for the same reason, be co-opted for an additional maximum period of two years under the terms of sub-paragraph (l) of paragraph (1) above, if such a vacancy exists.
- (k) On expiry of their maximum period of office on Court, members having served as an assessor, or as an appointed, elected or co-opted member in terms of sub-paragraphs (a), (c), (d), (f), (i) or (l) of paragraph (1) above shall not be permitted to seek re-election, re-nomination or re-appointment in any category until a period of at least four years has elapsed from the date on which their membership ceases.
- (l) Casual vacancies among the members of the Court shall be filled as soon as conveniently possible by the body which or person who nominated or elected the person whose place has become vacant, and the person nominated or elected to fill the vacancy shall be a member for the unexpired portion of the period of office of his or her predecessor and shall be eligible for further nomination or re-election.
- (m) Any member of the Court, not being an ex officio member, may resign at any time by writing addressed to the Secretary.
- (n)
 - (i) The Court shall have the power after due investigation to remove the Chairperson or any other member of Court on the grounds of serious personal misconduct, abuse of the rights and privileges of membership of Court, bringing the University into disrepute, persistent absenteeism, medical incapacity or legal impediment.
 - (ii) When an investigation of the case for dismissal of a member of Court has been instigated the individual concerned shall be suspended from Court membership pending the outcome of the investigation and the Court's decision thereon.
 - (iii) In all proceedings under this paragraph the Court shall ensure that the requirements of human rights legislation are observed.

20 Graduates' Association

- (1) The Graduates' Association shall consist of the following persons:
 - (a) Graduates of the University as defined by Ordinance
 - (b) Graduates of the University of St Andrews who pursued the whole or part of their University studies in Queen's College, Dundee, in the University of St Andrews or in the former University College, Dundee, and who have elected to become members of the Graduates' Association
 - (c) Graduates and diplomates of the former Duncan of Jordanstone College of Art, Fife College of Health Studies, Tayside College of Nursing and Midwifery, Dundee College of Education and Northern College of Education (Dundee)
 - (d) Honorary Graduates of the University
- (2) All persons qualified and intending to graduate for the first time in the University shall, as a condition of graduation, pay to the University a registration fee of such amount as may be prescribed from time to time by the Court: Provided, however, that the obligation to pay the registration fee shall not apply to persons specified in clauses (b), (c) and (d) of paragraph (1) above.
- (3) The Graduates' Association shall have power to make representations to the Court on all matters affecting the well-being and prosperity of the University.
- (4) The Graduates' Association shall appoint a Business Committee with such membership and such functions as may be prescribed by Ordinance or in the Regulations. The Business Committee shall appoint a Convener who shall act also as the Chairperson of the Graduates' Association.
- (5) There shall be an annual meeting of the Graduates' Association and such other meetings as may from time to time be convened as may be prescribed by Ordinance. In the absence of the Chairperson, a chairperson for the time being shall be elected by the meeting from amongst those present. There shall be presented to the annual meeting an audited financial statement of the University for the previous year, an annual report by the Principal on the working of the University during that year, and a report on the activities of the Business Committee by the Chairperson.
- (6) The period of office and manner of appointment of the Graduates' Association Members of Court shall be as prescribed by Ordinance.

Ordinances

20 - Graduates' Association

- 1 The annual meeting of the Graduates' Association shall be held during March or April on a date approved by the Business Committee. Other meetings may be called by direction of the Chairperson, by the direction of the Business Committee or on the requisition in writing of at least fifty members.
- 2 The appointment of the Graduates' Association Member of Court shall be conducted according to procedures laid down in the Graduates' Council Regulations.
- 3 Such graduates shall hold office for a period of four years and shall be eligible for re-appointment but shall not hold office continuously for a longer period than eight years, except as may be prescribed by Statute 9 The Court.

39 - Degrees, Diplomas and Certificates

[1-5 Unchanged]

- 6 A graduate of the University of Dundee is a person who has been awarded one or more of the degrees or qualifications given in paragraph 1(1) and 2 above, or who has been awarded the Diploma of Higher Education or the Certificate of Higher Education; provided that as a condition of graduation and in accordance with paragraph (2) of Statute 20 they shall pay a registration fee. Such persons shall be members of the Graduates' Association.

[7 Unchanged]

Graduates' Association Regulations

(Note: Regulations made under Ordinance 20.)

- 1 The Secretary of the University shall maintain a register of members of the Graduates' Association recording their full names, addresses, degrees and year of conferment of their first degree. This duty is disapplied to the extent that (1) such information may be unavailable; (2) any consent required by law or by any code of practice, etc of individuals is not forthcoming for any reason; (3) where compliance with this duty would breach data protection or other legislation, regulations or case-law.
- 2 The register may be consulted only by officers of the University and those delegated by them and to the extent, if any, permitted under data protection or other relevant legislation, regulations or case-law.
- 3 Notices of all meetings of the Association shall be advertised by the Secretary not less than ten weeks before the dates of the meetings. The notices shall include information relating to any vacancies requiring to be filled either by election or appointment as set out in these regulations. They shall also call for any other competent business to be considered at the meeting to reach the Secretary not less than four weeks before the dates of the meetings.
- 4 The papers for each meeting shall be available to all members of the Graduates' Association not less than two weeks before the date of the meeting.
- 5 Twenty members of the Graduates' Association shall form a quorum.
- 6 The Chairperson shall have a deliberative vote and in the case of an equality of votes the Chairperson shall also have a casting vote, provided that this Regulation shall not apply to votes for elections.
- 7 Every matter of business except where otherwise specially provided shall be determined by the majority of members present and voting on the matter.
- 8 The Chairperson shall determine all matters of competence and relevancy. When a point of order is raised the Chairperson shall rule at once. When the Chairperson's ruling is challenged, the Chairperson shall ascertain the mind of the Association by a vote taken without debate.
- 9 The Chairperson shall have power to adjourn a meeting, provided that only unfinished business shall be transacted at an adjourned meeting.
- 10 The Graduates' Association shall appoint a Business Committee with the following membership:
 - a) The Graduates' Association Members of Court, that being those appointed by the Graduates' Association (ex officio);
 - b) The Convener of the Business Committee (ex officio);
 - c) Eight members of the Association to be elected at the annual meeting of the Association;
 - d) Such other persons not exceeding two in number, as may be co-opted from time to time by the Business Committee. Such persons shall usually, but not necessarily, be Graduates of the University as defined by Ordinance;

- e) The President of DUSA or his/her nominee;
- f) A member nominated by the Academic Council;

11 (1) The period of office of the elected members of the Business Committee shall be four years at the end of which they shall be eligible for re-election, but shall not hold office continuously for a period longer than eight years.

(2) The period of office of members co-opted in terms of Regulation 10 shall be two years. Such co-opted members retiring shall be eligible for further co-option provided that no co-opted members shall serve continuously for more than four years in that capacity.

(3) The maximum total continuous period of office of a person serving as an elected, nominated or co-opted member, or in a combination thereof shall be eight years. On expiry of their maximum period of office, such persons shall not be permitted to seek re-election, be co-opted or nominated until a period of at least four years has elapsed from the date on which their membership ceases.

12 (1) The Business Committee shall at the meeting next before the annual meeting of the Association elect a Convener from those elected or co-opted to membership of the Business Committee in terms of sub-paragraphs c) and d) of Regulation 10, provided always that the Convener so elected shall be a Graduate of the University, as defined by Ordinance. The Convener shall begin a new term of office on the Committee and shall hold office for one year whereafter the Convener shall cease to be a member of the committee. The Convener shall be eligible for re-election but shall not serve continuously for more than four years in that office.

(2) If the member elected Convener would otherwise not be due to retire from the Business Committee at the next annual meeting of the Council, his or her election shall be deemed to create a vacancy, which may be filled by co-option.

(3) The Convener so elected shall also be the Chairperson of the Graduates' Association

(4) The Business Committee may at any time appoint a Vice-Convener from among its members. The period of office of the Vice-Convener shall be fixed by the Business Committee but shall not exceed the period for which the person appointed would otherwise have served as a member of the Committee.

(5) In the absence of the Convener and the Vice-Convener, if any, from any meeting a chairperson for the time being shall be elected by the meeting.

13 Two members of the Committee shall be elected each year. A casual vacancy may be filled by co-option at any meeting of the Business Committee and the person co-opted shall be a member for the unexpired period of office of his or her predecessor.

14 Elections for the Business Committee shall be held at the annual meeting of the Association. The Secretary shall invite nominations in the papers issued for the annual meeting. Nominations may be made by a proposer and seconder in writing accompanied by the candidate's consent in writing and shall reach the Secretary before the hour of the annual meeting. Nominations duly proposed and seconded of persons present may also be made at the meeting. The election shall be by ballot on voting papers provided at the meeting. In the event of a tie the elections shall be decided by the drawing of lots.

15 Five members of the Business Committee shall form a quorum.

16 The Secretary of the University shall be responsible for providing secretarial services to the Business Committee.

17 The Business Committee shall deal with any matters on behalf of the Association and may act on behalf of the Association and report thereon to the Association. The Committee shall frame the programme of business to be submitted to the annual meeting of the Association subject to the addition of items received in terms of Regulation 3. The Business Committee shall have the power to establish a Convener's Sub-Committee or other Sub-Committees to act on its behalf.

18 The Business Committee shall define the limits of the powers of the Sub-Committee which shall report on the exercise of the powers to the Committee.

19 (1) When a vacancy is due to occur in the office of the Graduates' Association-Members-on Court the Secretary of the University shall intimate this in the business paper for the annual meeting immediately preceding the annual meeting at following which such an appointment will take effect. The vacancy shall also be advertised on the University's web site, and by such other means as the Secretary may consider appropriate.

(2) Applications by graduates of the University to be considered for appointment to the Court shall be submitted to the Secretary of the University by 30 September preceding the annual meeting following which the appointment shall take effect. Applications must be accompanied by a curriculum vitae and a supporting statement, along with details of the degrees or diplomas held and the year obtained. Potential candidates for appointment on Court are strongly encouraged to speak on a private informal basis with the Convener or Vice-

Convener of the Business Committee or with one of the sitting graduates on Court in order to ensure they are fully briefed about the requirements and expectations of the role and to assist in approaching their candidacy submission on an informed basis.

(3) Following receipt of applications for the appointment to Court, the Secretary shall make arrangements for a selection panel to consider them. The panel shall consist of the Convener, the Vice-Convener, a current Graduates' Association Member of Court and a member of the University's Governance & Nominations Committee, and any such other persons that the panel may itself co-opt, upon the advice of the Secretary of the University. Where any of the Convener, Vice-Convener or current Graduates' Association Members on Court are prevented from acting in this capacity, or where any of the positions are vacant, the Graduates' Association Business Committee may identify individuals from within its membership to serve on the panel. The panel, on the advice of the Secretary of the University, shall determine for itself the process for selection, but such process shall normally include an interview with the panel and informal meetings with the Principal and Chairperson of Court.

(4) In making its selection, the panel shall have regard to the criteria for appointment to the role of Graduates' Association Member of Court that the Business Committee shall from time to time devise. It shall also have regard to the balance of skills already exhibited by the entire membership of the University Court.

20 In any year in which no application for appointment to Court by a graduate comes forward by the deadline of 30 September as set out in regulation 19, following consultation with the Secretary of the University, the Business Committee shall nominate a candidate who shall be appointed, subject to ratification by the University Court.

21- In the event of a casual vacancy occurring, following consultation with the Secretary of the University, the Business Committee shall nominate a candidate who shall be appointed as a Graduates' Association Member of Court, subject to ratification by the University Court, for the remainder of the term falling vacant.

22 These Regulations may be suspended (except insofar as doing so would result in a breach of data protection or other legislation, regulations or case-law) by a resolution passed by a two-thirds majority of members present and voting.

Ordinance 18 - Election of Members of the Court and the Senatus

- 1 The election of the members of the Court elected by the Senatus (Statute 9(1)(g)) shall take place in the second semester to enable, whenever possible, an announcement of the successful candidates to be made at the latest by the last Court meeting of the academic year in which an election falls due. Their periods of office shall be four years from the first day of August immediately following their election. They shall be eligible for re-election, but shall not hold office continuously for a longer period than eight years. A member of the Court elected by the Senatus who ceases for any reason to be a member of the Senatus shall simultaneously cease to be a member of the Court.
- 2 (1) The election of the members of the Court elected by the Academic Council (Statute 9(1)(i)) and the members of the Senatus elected by the Academic Council (Statute 10(1)(d)) and by the Colleges (Statute 10(1)(g)) shall take place in the second semester in accordance with the Regulations made by the Senatus after consultation with the Academic Council. The period of office of those elected shall be four years from the first day of August immediately following their election. They shall be eligible for re-election but the Members of Court and the Senatus elected by the Academic Council shall not hold office continuously for a longer period than eight years.
- (2) Votes by part-time and honorary Readers, Senior Lecturers and Lecturers and other Part-time and Honorary Staff who are Members of the Academic Council shall count as half-votes:
- Provided that the votes of the following categories of staff shall count as full votes - (i) full-time Library staff holding honorary appointments as Readers, Senior Lecturers or Lecturers; (ii) Readers, Senior Lecturers or Lecturers who have accepted re-engagement on partial salary immediately following retirement from a full-time appointment in the University in terms of the Premature Retirement Compensation Scheme.
- 3 In elections to Court from either the Academic Council or the Senatus, candidates may not serve for more than eight years continuously in either category or a combination of both.
- 4 If for any reason the elections described in sections 1 and 2 cannot be held in the second semester or, having been held, are declared to be invalid, then elections shall take place in the next semester as soon as possible. In the case of the members elected by the Academic Council and by the Colleges the elections shall be as far as possible in accordance with the procedure prescribed in Section 2. The periods of office of the members previously elected and due to demit office shall be extended until the deferred elections have taken place. The periods of office of members elected in deferred elections shall be four years from the first day of August immediately following the second semester in which the elections should have taken place.
- 5 Elections to casual vacancies among members of the Court and the Senatus elected in accordance with the preceding Sections shall take place within a semester as soon as possible after the date when the vacancy occurs. In the case of the members elected by the Academic Council and by the Colleges the election shall be in accordance with the procedure prescribed in Section 2.
- 6 (1) In elections of members of the Court and of the members of the Senatus elected by the Academic Council the Secretary shall act as Returning Officer and shall be responsible for keeping the Electoral Roll. The Secretary shall fix the dates of the elections and shall determine the manner of election, provided that in doing so all members of staff eligible to vote are given the opportunity to vote in accordance with the provisions of this Ordinance. If for any reason the Secretary is unable to act, the Principal shall appoint a substitute.
- (2) In elections by Schools to membership of the Senatus, the School Secretary shall act as Returning Officer and shall be responsible for keeping the Electoral Roll. The College Secretary shall fix the dates of the elections and shall determine the manner of election, provided that in doing so all members of staff eligible to vote are given the opportunity to vote in accordance with the provisions of this Ordinance. If for any reason the School Secretary is unable to act, the Dean shall appoint a substitute.
- 7 (1) There shall be School quotas for the members of the Senatus to be elected by Schools under clause (h) of paragraph (1) of Statute 10, which shall be

<i>School</i>	<i>Elected members</i>
<i>Computing</i>	<i>1</i>
<i>DJC</i>	<i>4</i>
<i>Engineering, Physics & Maths</i>	<i>3</i>
	<i>8</i>

<i>Life Sciences Research</i>	3
<i>Life Sciences Learning & Teaching</i>	2
	5
<i>Medicine</i>	7
<i>Dentistry</i>	2
<i>Nursing & Midwifery</i>	3
	12
<i>Graduate School</i>	1
<i>ESWCE</i>	2
<i>Humanities</i>	2
<i>Law</i>	1
<i>Psychology</i>	1
<i>Business</i>	1
<i>Environment</i>	1
	9

- (2) It shall be in the power of the Senatus at any time to amend these School quotas provided that the total numbers of seats for elected members do not fall below thirty four.

Ordinance 45 - Election of Member of Court by the Non-Teaching Staff

- 1 The election of the member of Court elected by the Clerical, Manual and Technical Staff shall take place in the second semester to enable, whenever possible, an announcement of the successful candidate to be made at the latest by the last Court meeting of the academic year in which an election falls due. The period of office of the person elected shall be four years from the first day of August immediately following the election. The person elected shall be eligible for re-election but shall not hold office continuously for a longer period than 8 years.
- 2
 - (1) The election shall be carried out in accordance with the Regulations approved by the University Court.
 - (2) Votes by part-time staff whose weekly working hours total not less than fourteen hours shall count as half votes.
 - (3) Staff whose weekly working hours total less than fourteen hours shall not be entitled to vote.
- 3
 - (1) If, for any reason, the election cannot be held in the second semester or, having been held, is declared invalid, then the election shall take place in semester time as soon as possible. The period of office of the person elected in a deferred election shall be four years from the first day of August immediately following the second semester in which the election should have been held.
 - (2) In a deferred election, the period of office of the person due to demit office shall be extended until the deferred election has been held.
- 4 If a casual vacancy arises in this membership, an election to fill the vacancy shall take place in semester time as soon as possible after the date when the vacancy occurs. Election to a casual vacancy shall be in accordance with the same Regulations as for an ordinary vacancy.
- 5 The Secretary shall act as Returning Officer in this election and shall be responsible for keeping the electoral roll. He shall fix the date of the election. If for any reason the Secretary is unable to act as Returning Officer the Principal shall appoint a substitute.

Court Regulations**Regulations for Election of Non-Teaching Staff Member of Court**

(Note: Regulations made under Ordinance 45)

1. The election shall take place during the second semester except in the case of an election to fill a casual vacancy which may be held during the first semester.
2. The Returning Officer shall communicate with all electors not less than twenty-one days before an election calling for nominations to fill the vacancy. The communication shall include the name of the person retiring.
3. Nominations shall not be valid unless received by the Returning Officer fourteen days before the date of the election. Each nomination shall require the endorsement of two supporters, who shall be electors, and confirmation from the candidate that they agree to stand for election. Nominations may be accompanied by personal notes on the candidates subject to a maximum length determined by the Returning Officer.
4. Not less than seven days before the date of the election the Returning Officer shall communicate with all electors informing them of (i) the dates and format of the election and (ii) the names of the candidates in alphabetical order together with a statement of the candidates' names and categories of employment, the names of their supporters, and any personal notes on the candidates submitted with their nominations.
5.
 - 1) The election shall be conducted in a format approved by the Returning Officer and under the single transferable vote system (as defined in 'How to Conduct an Election by the Single Transferable Vote' by Newland and Britton, 1976).
 - 2) Candidates, or their representatives, shall be invited to be present at the counting of the votes.
 - 3) The candidate with the highest number of votes shall be deemed to be elected.
 - 4) In the event of a tie the election shall be decided by the drawing of lots by the candidates with equal numbers of votes in the presence of the Returning Officer.
 - 5) The Returning Officer shall have power to declare a ballot paper (if used) spoilt or invalid and to decide any matter for which provision is not made in these Regulations.
6. The Returning Officer shall issue a statement of the result of the election not later than the second day following the election and shall submit the same statement to the University Court at its meeting immediately following the election.
7.
 - 1) An election to fill a casual vacancy shall follow the foregoing procedure.
 - 2) If a casual vacancy arises during the vacation preceding the semester during which an election for an ordinary vacancy is due to be held, the vacancy will be deemed to be an ordinary vacancy and will be filled by an election in the second semester.

Academic Council Regulations - Election of Standing Committee

(Note: Regulations made under Ordinance 27.)

1. The Secretary shall act as Returning Officer and shall be responsible for keeping the Electoral Roll. The Secretary shall fix the dates of the elections. If for any reason the Secretary is unable to act, the Principal shall appoint a substitute.
2. Elections shall take place in the autumn term: Provided that the first election shall take place in term time as soon as possible after Ordinance 27 is confirmed by the Court.
3. Members of the Standing Committee shall hold office for a period of three years from the first day of December immediately following their election and shall be eligible for re-election, but shall not hold office continuously for a longer period than six years: Provided that the members elected in the first election shall hold office as follows: five (of whom two shall be, and three shall not be, members of the Senatus Academicus) for a period of three years, five (of whom two shall be, and three shall not be, members of the Senatus) for a period of two years, and five (of whom two shall be, and three shall not be, members of the Senatus) for a period of two years, and five (of whom two shall be, and three shall not be, members of the Senatus) for a period of one year; the Standing Committee shall itself decide which of its members shall hold office for the respective periods: Provided further that the members elected in the first election shall take office immediately after the election but their periods of office shall be calculated from the first day of December aforesaid.
4. The Returning Officer shall communicate with all electors not less than twenty-one days before an election calling for nominations and indicating the number of vacancies to be filled, the names of the persons retiring and whether they are eligible for re-election. Nominations shall not be valid unless received by the Returning Officer at least fourteen days before the date of the election. Each nomination shall require the endorsement of two supporters and confirmation from the candidate that they agree to stand for election.
5. Not less than seven days before the date of the election the Returning Officer shall communicate with all electors informing them of (i) the date and format of the election and (ii) the names (in alphabetical order) of the candidates who are members of the Senatus and the names (in alphabetical order) of the candidates who are not members of the Senatus together with the names of their supporters.
6.
 1. The manner of the election shall be determined by the Returning Officer, provided that in doing so all members of staff eligible to vote are given the opportunity to vote;
 2. Electors shall vote by placing a cross against the name of each candidate of their choice.
 3. Electors shall have as many votes as there are places to be filled, but they may not allocate more than a single vote to any one candidate.
 4. Candidates, or their representatives, shall be entitled to be present at the counting of the votes.
 5. The candidates with the highest number of votes shall be deemed to be elected.
 6. In the event of a tie for the last or only place the election shall be decided by the drawing of lots by the candidates involved in the presence of the Returning Officer.
 7. If in any election the period of office relating to one or more of the vacancies is, by operation of Regulation 8, less than three years the periods of office of the successful candidates shall be determined by the number of votes cast for each candidate, the candidate with the highest number of votes serving the longest period. In the event of a tie between successful candidates or in the case of candidates returned unopposed, the periods of office of the successful candidates shall be determined by the drawing of lots by them in the presence of the Returning Officer. When a successful candidate is unable to be present for the drawing of lots, he or she or the Returning Officer may appoint another person to draw a lot on the absent candidate's behalf.
 8. The Returning Officer shall have power to declare a ballot paper (if used) spoiled or invalid and to decide any matter for which provision is not made in these Regulations. He or she shall report to the Academic Council the number of such papers and any decision taken in exercise of this power.
7. A statement of the result of each election shall be published not later than the second day following the election.
8. Casual vacancies may be filled by co-option by the Standing Committee: Provided that a member co-opted to fill a casual vacancy shall hold office only until the next annual election, at which time the casual vacancy shall be filled by election. A member elected into such casual vacancy shall hold office for the unexpired portion of the period of office of the elected member whom he replaces.

NEW Ordinance 64 – Students’ Assessor

(An Ordinance made in terms of Statute 10(1)(j))

1. On the recommendation of the Senatus and following consultation with the Students’ Association, the Court shall appoint at least one but no more than two Students’ Assessors, who shall become members of the Senatus.
2. Students’ Assessors shall be appointed for a period of three years, and shall be eligible for re-appointment, but shall not normally serve for more than six years.
3. Academic staff of the University shall be eligible for appointment as Students’ Assessor. It shall be the expectation of the appointment that it is not held by a Dean, or a member of staff holding an equivalent or similar appointment, nor by a Head of College.
4. The responsibilities of the appointment shall be as determined from time to time by the Senatus in discussion with the Students’ Association. They shall, however, be focused on ensuring student cases are dealt with in a manner which conforms to due process and shall normally include the following:
 - (1) Providing advice to students on framing appeals under the postgraduate and undergraduate appeals procedures;
 - (2) Providing advice to students on framing appeals under the termination of studies procedures;
 - (3) Membership of the Senate Termination of Studies (Appeals) Committee;
 - (4) Involvement in disciplinary or academic dishonesty hearings;
 - (5) Involvement in postgraduate and undergraduate appeals hearings;
 - (6) Providing advice as necessary to students with complaints about their treatment by academic departments or individual members of staff;
 - (7) Liaising with relevant University officers on the treatment of individual cases.

APPENDIX 6

COMMUNICATIONS FROM THE SENATUS ACADEMICUS (Minute 35)

A meeting of the Senatus Academicus was held on 27 November 2013.

1. PRINCIPAL'S REPORT

The Senatus received a report from the Principal on issues arising from the most recent meetings of the Senior Management Team.

The Principal spoke briefly on the dissolution of the 1994 Group, recently announced, and noted that although the timing of events was unfortunate the debate that took place at Senate on this issue had proven to be useful and productive. The Principal asked Senate for its support to participate positively in any future discussions on new groupings, should they arise.

On the recent media coverage of the Five Million Questions programme, the Principal reaffirmed his support for the programme and its Director. The Principal described the events that had led to a brief period of media interest in the concept of academic freedom and explained the University's measured response to the incident.

The Principal then referred to the positive outcome to the Enhancement-Led Institutional Review that had recently been completed. The Principal asked Senate to join him in congratulating the team that had overseen the preparations for the review and to thank the Vice-Principal (Learning & Teaching), the former Deputy Principal for Learning & Teaching and the Director of Quality Assurance, in particular, for their efforts in securing a very positive result for the University.

The Vice-Principal (Learning & Teaching) explained that formal notification of the report and recommendations of the Review would follow in due course but indicated to Senate members that many positive aspects of the University's learning and teaching activities would be commended along with some enhancement-focused recommendations in two or three areas. In response to a question the Vice-Principal informed Senate that the report would be aimed at the institutional level rather than providing detailed feedback at School or Unit level.

On a final note the Principal asked Senate to join him in congratulating the staff and students of the Centre for Anatomy & Human Identification on the award of a Queen's Anniversary Prize for Higher Education.

The Senatus decided:

- (i) for its part, to approve the Principal's stance on future discussions on HE Mission Groups, and;
- (ii) to note the Principal's report.

2. WIDER IMPACT

The Senatus received a paper and presentation from the Vice-Principal (Wider Impact), Professor Stephen Decent.

In his introduction the Vice-Principal asked Senate to note the development of a Wider Impact Committee that would focus on the implementation of the strategy across the University.

The Vice-Principal explained that the University Vision and Strategy had incorporated wider impact as a third category of fundamental activity alongside research and learning & teaching. He also explained that the importance of wider impact was also acknowledged in the current REF exercise where it had formed 20% of the assessment. The Vice-Principal advised that future REF exercises could be expected to focus even more on the impact of research outputs, and research funding would continue to become more and more focussed in institutions that could demonstrate the greatest impact in their outputs, particularly economic outputs.

On the University's current performance, the Vice-Principal observed that on various key performance indicators related to impact the University was starting from a good position and mentioned, by way of example, the healthy levels of income from industry, well developed knowledge-exchange collaborations and a confident and popular programme of public engagement across the campus.

The Vice-Principal argued that although the wider impact agenda intersected with a range of activity that underpinned the University's strategy it should not be regarded as simply supporting the achievement of other related aims or objectives but should be an important aim in itself with discrete criteria of excellence. The Vice-Principal concluded his presentation by highlighting the potential priorities as the Wider Impact agenda took shape over the coming months, including:

- (i) developing a clearer account of how the University was contributing to economic growth as part of its core mission;
- (ii) the development of doctoral degree programmes that have an integral knowledge exchange elements so as to encourage the application as well as the generation of innovation and new knowledge;
- (iii) a refocussing of the institution's self-image and the projection of that image both on campus and with the wider world; and
- (iv) a plan to utilise the depth of expertise, professionalism and impact of the University's graduates especially in the run up to the 50th anniversary of the University in 2017.

Members of Senate, in the discussions that followed the presentation, suggested that the developing strategy should include a recognition that much of the University's contribution to society is delivered through its students and graduates. Members argued that more should be made of the impact that students and graduates have had, particularly in the professions, and when international alumni have returned to their home countries.

Members of Senate concluded that a whole institution approach would be needed and that every part of the academic portfolio would need to consider impact carefully in a variety of ways. It was acknowledged that some aspects of impact, in its broadest sense, would be difficult to quantify but that this should not preclude the University developing a clear strategic position on areas that are likely to form the subject of external judgements linked to funding and reputation.

The Senatus decided: to thank the Vice-Principal for his presentation.

3. HONORARY DEGREES COMMITTEE

The Senatus received a report (annex) of the meeting of the Committee held on 13 November 2013.

The Senatus decided: to note the report.

4. PROFESSORES EMERITI

The Senatus decided: subject to the concurrence of the Court to confer the title of Professor Emeritus upon:

Professor Seaton Baxter
Professor Jeffrey G Williams

HONORARY DEGREES COMMITTEE

A meeting of the Committee was held on 13 November 2013.

Present: The Principal (Convener), Professor S Black, Professor J Connell, Mr G Dobson (Graduates' Council), Professor A Fairlamb, Professor P Ferguson, Professor G Gadd and Mr I MacKinnon (President, DUSA).

Apologies: Professor R Duck, Professor E Shemilt.

In Attendance: The Secretary, Dr N Laker, Mr R Isles and Dr M Glover.

1. MINUTES

The Committee received the Minutes of the meeting held on 6 November 2012 and subsequently approved by the Senatus.

2. MATTERS ARISING FROM THE MINUTES

(1) Honorary Degrees: September 2012 (Minute 4)

- Resolved:**
- (i) to note that initial approaches to Donald Berwick and Ben Goldacre had been made without success and that as a result they were no longer being pursued at this time;
 - (ii) to note that an initial approach had been made to Annie Lennox but was inconclusive;
 - (iii) to note that Leymah Gbowee and Ronald Laskey would be awarded their Degrees during ceremonies in 2014.

(2) Future Developments (Minute 2.2)

The Committee expressed concern that the number of nominations and awards of honorary degrees showed a preponderance of male recipients and that action was necessary to redress this imbalance.

Resolved: to ask that members of the Committee and Officers, in light of these concerns, give further consideration to additional potential recipients.

3. JUNE 2013 GRADUATION

Resolved: to note that the following were conferred with the degree of LLD *honoris causa* at the ceremonies in June 2013: Deyan Sudjic, Mary E. Schwartz and Val McDermid

4. CONFERMENT OF HONORARY DEGREES

The Committee received and considered a total of 46 nominations for honorary degrees. Of these a number did not demonstrate a clear connection with the University. A small number of nominations had been considered in the past and either ruled out or unsuccessfully approached.

A number of suggestions were received that related to staff, students or serving UK politicians despite the guidance issued that such nominations would not be considered. The Committee asked that the Nomination Form be amended to include eligibility criteria before reissue in 2014.

The Committee considered the remaining suggestions and after due debate made the following resolutions.

Resolved: (i) to recommend that the following be approached with regard to conferment of the degree of LLD *honoris causa* at academic ceremonies in June and November 2014:

Sir David Baulcombe
Prof Nicholas Hastie
Prof William Herbert

Chris Van Der Kuyl
Seamus McGarvey
Prof Chris Marshall
Caitlin Moran
Prof David Sigsworth
Prof Sir Patrick Stewart
Danny Wallace

- (ii) to ask Officer to provide further information in relation to a small group of additional nominations for consideration in due course.

APPENDIX 7**WELFARE AND ETHICAL USE OF ANIMALS COMMITTEE
(Minute 37)**

A meeting of the Ethical Review Committee was held on 16 October 2013.

1. PROJECT LICENCE APPLICATION

The Committee considered an application for a project licence from a principal investigator. The applicant was then invited to make a short presentation and to answer questions.

Resolved: to approve the application.

2. UNDERCOVER VIDEO FROM IMPERIAL COLLEGE

The Committee viewed the video produced by the British Union for the Abolition of Vivisection (BUAV), and discussed the implications for training, security and whistle-blowing.

Resolved: to take steps further to promote a sympathetic approach to any concerns being raised about animal welfare, initially by creating a list of "first-contact" individuals who can be approached in confidence.

3. REPORT FROM THE NAMED VETERINARY SURGEON

A number of minor animal welfare issues had arisen since the last meeting of the Committee, but all had been resolved.

4. TRAINING AND COMPETENCE

The Committee approved updated guidance on the assessment and recording of the training and competence of those conducting regulated procedures.

5. GUIDANCE AND POLICY DOCUMENTS

The Committee reviewed the following documents and approved them subject to specific changes being made:

- an update to the Committee's operations document
- an update to the University's publically-accessible statement on the use of animals in research
- policy on re-homing of animals
- guidance on the recording of the actual severities of regulated procedures
- guidance on the design of experiments testing the efficacy of potentially therapeutic substances

6. REPORT FROM THE DIRECTOR OF BIOLOGICAL SERVICES

The Director of Biological Services reported that, since the last meeting, two applications for new project licences to authorise continuing research programmes and one application for substantive amendment to an existing licence had been approved. Two applications for more minor licence amendments had also been approved via the fast-track mechanism.