



UNIVERSITY COURT

Minutes of meeting held on 1 April 2015

PRESENT

Keir Bloomer (Chair)
Fergus Boden
Jim Bradshaw
Professor Graham Caie
Ian Calder
Craig Cathcart
Dr Anthony Falconer OBE
Dr Anna Gregor
Dr Lindesay Irvine
Mark Laing

Brian Leggat
Miller McLean
Linda McPherson
Margaret O'Connor
Robert Rae
Judith Sischy OBE
Professor Petra Wend
Sheila Williams
Olga Wojtas

IN ATTENDANCE

Dr Richard Butt	Dean of School of Arts, Social Sciences and Management
Dr Fiona Coutts	Dean of School of Health Sciences
Malcolm Cutt	Director of Operations and Finance
Steve Scott	Director of Campus and Commercial Services
Gordon Craig	Head of Planning
Riley Power	Governance Officer (Minute Secretary)
Heidi Vistisen	President-Elect, QMU Students' Union

1 WELCOME AND APOLOGIES

The Chair welcomed members and those in attendance to the meeting. Apologies were noted from Professor Bob Cormack, Professor Alan Gilloran, Jackie Macdonald, Johnny Elmer and Irene Hynd.

The Chair noted in particular that the current President and Vice-President of the Students' Union were due to demit office prior to the next Court meeting in June 2015 and extended the Court's appreciation for their work on the Court and their constructive approach to working with the University on a wide range of issues over the course of their terms. The Chair also welcomed Heidi Vistisen to the meeting as President-Elect of the Students' Union and extended the Court's congratulations to her, Adam Roe (the incoming Vice President of the Students' Union) all other successful candidates in the recent student elections.

2 CONFLICTS OF INTEREST

There were no conflicts of interest declared.

3 DETERMINATION OF OTHER COMPETENT BUSINESS

There was no other competent business. Members AGREED to change the order of business at the meeting to discuss item 12 on the agenda (Mid-Year Review to 31 January 2015) prior to discussing item 8 on the agenda (Finance and Estates Committee).

4 CHAIR'S REPORT

The Chair advised members that there had been two UCEA meetings since the Court Away Days and that the focus of each meeting was on concerns about unfunded pension schemes and issues around zero hours contracts, the living wage and senior staff pay.

The Chair reported that the focus of the Committee of Scottish Chairs remained issues of governance, the progress of the new Scottish Government higher education governance bill and the outcome of the recent consultation on the bill.

The Chair also extended the Court's congratulations to the Principal and Vice-Chancellor, Professor Petra Wend on becoming a Fellow of the Royal Society of Edinburgh.

5 PRINCIPAL'S REPORT

Members RECEIVED a detailed report from the Principal (COURT (15) 07) highlighting recent news and developments that involved or impacted upon the University. The Principal noted in particular the following matters that were not specifically highlighted in the report:

- The University had signed an agreement to develop a strategic alliance with Alzheimer's Scotland to make the University a dementia aware higher education institution. This involved development of a strategic approach to the creation of sustainable learning opportunities in the undergraduate programme and to continued professional development career pathways for Allied Health Professionals in dementia care.
- A public lecture given at the University by Professor Alan Wrench on how pioneering technology was being used to help children and adults with communication problems improve their speech had been well attended and received.
- Members were invited to view, on the University's website, a new aerial film entitled 'Rise' created by Walid Salhab and Michael Grant from the University.

6 MINUTES

The minutes of the meeting of Court held on 5 February 2015 (COURT (15) MINS 01) and the notes of the Court Away Days on 5 and 6 February 2015 (COURT (15) 08) were APPROVED as a correct record.

7 MATTERS ARISING

There were no matters arising from the minutes of the previous meeting.

8 SENATE

- 8.1 Members RECEIVED the minutes of the Senate meeting held on 11 February 2015 (SENATE (15) MINS 01).
- 8.2 The Principal advised members that the most important matters arising from the Senate meeting had been included in the Court agenda and would be discussed in depth as the meeting progressed.

9 AUDIT COMMITTEE

Members RECEIVED the minutes of the Audit Committee meeting held on 28 January 2015. Members had previously received a verbal report of the discussion of the meeting at the Court meeting on 5 February 2015. Members NOTED by way of update to the minutes that the process for undertaking the external audit tender exercise had been finalised and the membership of the selection panel confirmed.

10 FINANCE AND ESTATES COMMITTEE

Members RECEIVED the minutes of the Finance and Estates Committee meeting held on 17 March 2015. Members NOTED that the FEC had agreed to the recommendations designed to achieve a sustainable budget position having regard to the Barclays' covenants. Members NOTED that a combination of increased levels of income and reductions in costs would be required in order to close the budget gap, along the following lines:

- Aiming to achieve a 5% increase in income to the University;
- Identify an additional 5% saving in staff costs; and
- Identify an additional 5% saving in discretionary non-staff costs.

If expected increases in income were not realised, additional savings would be required to address the anticipated shortfall. Members NOTED that achieving the targeted income increases and cost savings would result in an overall bottom-line surplus of £750k thus allowing the University to comply with its financial strategy and loan covenants. Members were advised that ongoing work within the University would provide greater detail around how these budget measures would be achieved, and that the outcome would be reported to an extra meeting of the FEC to be held on 12 May.

Members were advised that the budget pressures currently experienced were not confined to the University and reflected challenging conditions across the sector, with other institutions reporting similar cost and funding pressures.

11 HEALTH AND SAFETY COMMITTEE

Members RECEIVED the minutes of the Health and Safety Committee meeting held on 19 March 2015 (HSC (15) MINS 01). There were no specific items brought to the attention of the Court.

Members CONSIDERED that action on achieving the University's aspiration of a smoke-free campus should be brought forward at the earliest practical opportunity. Members AGREED that a timetable of actions directed at achieving the stated aspiration should be

considered by the Health and Safety Committee at its meeting in June 2015 and provided to the following Court meeting for information.

12 EQUALITY AND DIVERSITY COMMITTEE

- 12.1 Members RECEIVED the minutes of the Equality and Diversity Committee meeting held on 24 February 2015 (EDC (15) MINS 01).
- 12.2 Members NOTED the status of the draft mainstreaming report and APPROVED the recommendation that the Chair be provided with delegated authority to approve the final version of the report, together with the employee information, prior to publication. Members NOTED that in finalising the report, regard should be had to any data protection issues associated with the publication of sensitive information.

13 NOMINATIONS COMMITTEE

- 13.1 Members RECEIVED the minutes of the Nominations Committee meeting held on 16 March 2015 (NOM (15) MINS 01). The minutes required that the Court consider, and if agreed, approve the items outlined below.
- 13.2 Members APPROVED the approach proposed in the minutes to the collection of data on the equality and diversity characteristics of Court membership.
- 13.3 Members APPROVED the draft role descriptions appended to the minutes for the Chair and Vice-Chair of Court which incorporated feedback from the facilitated discussions at the Away Day concerning the role of the Chair and the role of the Vice-Chair in reviewing the effectiveness of the Chair.
- 13.4 Members AGREED to the proposed timescale for the recruitment of lay members of Court subject to the start date for the process being moved forward to the earliest possible date.
- 13.5 Members AGREED to grant the Nominations Committee delegated authority to select and appoint a successful candidate to the expected lay member vacancies on Court subject to the outlined process being amended to include a stage whereby the short-list of candidates would be circulated amongst Court members with feedback to be provided by a specified date.
- 13.6 Members AGREED to grant the Nominations Committee delegated authority to progress arrangements for the appointment of a new Chair at the earliest opportunity following the commencement of the amendments to the QMU Order of Council.
- 13.7 Members AGREED that the term of office of the Vice-Chair of Court should be extended by one year to 30 September 2016 to allow for continuity of leadership of Court during the transition to the new Chair of Court.
- 13.8 Members AGREED the appointments to the following vacancies on Court committees expected to arise in the 2014/15 academic year:

Equality and Diversity Committee – Professor Graham Caie
Nominations Committee – Jackie Macdonald
Audit Committee – Dr Anthony Falconer

- 13.9 Members AGREED to the appointment of Margaret O'Connor to the Queen Margaret University Board of Trustees.
- 13.10 Members AGREED to the proposal to formalise the arrangements (para 9.2 to 9.4 of NOM (15) MINS 01 refers) for appointment of a Chancellor subject to an additional requirement that the provision of a ranked order of candidates to the Court be kept strictly confidential and included as an item of reserved business on the Court agenda.

14 MID-YEAR REVIEW TO 31 JANUARY 2015

- 14.1 Members CONSIDERED a paper (COURT (15) 09) which reported on the projected financial outturn at 31 July 2015 and performance against budget for the first two quarters of 2014/15. Members NOTED that the projected surplus at the end of the year would be £194k which represented a favourable variance of £462k against the budgeted deficit of £268k for 2014/15 approved by the Court in June 2014. Members also NOTED in particular the following matters:
- At Q1, provision had been made for a claw-back of grant as it was anticipated that the student number cap applied by SFC would be exceeded for 2014/15. The SFC now had relaxed this cap for 2014/15 (and also for 2015/16) and no provision for claw-back was now included in the forecast outturn
 - There was a projected adverse budget variation for staff costs which had arisen mainly through the 5% vacancy savings assumption not being met and the exceptional severance costs incurred in respect of the transfer of the student residences.
 - There was a projected favourable budget variance of £434k on non-staff costs
 - The projected outturn position of £462k against the original budget also included a number of exceptional items. In order to ensure that the year-end surplus level was in line with the amount required to meet the Barclays covenant, costs would be controlled tightly for the remainder of the financial year.
- 14.2 Members AGREED that an additional report should be provided to the next Finance and Estates Committee meeting which provided a reconciliation of the management accounts and the statutory accounts and which highlighted the relationship between performance against the University's financial KPIs and compliance with the financial strategy and banking covenants. Members AGREED that the KPIs for the following year would need to expressly include compliance with the University's banking covenants in the financial KPIs.
- 14.3 Members CONSIDERED a paper (COURT (15) 10) that provided the second quarter update and commentary on the University's performance against its KPIs. Members NOTED in particular issues related to reduced income arising from a different than planned student mix. Members queried how the University could better control or predict the student mix and the impact on income. The Head of Planning explained to members how the University had approached student numbers planning and the considerations taken into account in predicting the mix of students and the associated impacts on fee income.

15 STRATEGIC PLAN DEVELOPMENT PROCESS

Members CONSIDERED a paper (COURT (15) 11) which summarised the key points from the breakout group discussions at the launch of the University's new strategy on 4 February and which set out the planned Court, Senate and Committee stages in developing the detailed strategic plan. Court NOTED the indicative timetable for developing the strategic

plan and stressed the importance of finalising the final detailed strategic plan as soon as possible.

16 STUDENTS' UNION

Members NOTED the 'Report of the Trustees and Audited Financial Statements' for the year ended 31 July 2014 for the QMU Students' Union. The Student President indicated that there were some exceptional items that had led to better than expected results for the year that were not expected to be repeated in future years.

17 NOTICE OF AMENDMENT TO COURT STANDING ORDERS

Members NOTED the intention to revise the Court Standing Orders to ensure that the Court had greater flexibility in setting the order of business at Court meetings and to ensure that the standing orders were consistent with and reflected the policy intent behind the proposed amendments to the Queen Margaret University, Edinburgh (Scotland) Order of Council 2007.

18 SCOTTISH CODE OF GOOD HIGHER EDUCATION GOVERNANCE

- 18.1 Members NOTED an update (COURT (15) 14) on the progression of the amendments to the Queen Margaret University, Edinburgh (Scotland) Order of Council 2007 that had been submitted to the Privy Council for consideration.
- 18.2 Members CONSIDERED a paper (COURT (15) 15) which set out a proposal for an externally facilitated review of Court effectiveness. Specifically, the proposal recommended the establishment of a sub-group of Court to conduct the review convened by the Chair of Court, and with membership drawn from the broad membership of Court. The proposed group also included an external consultant to facilitate the review.
- 18.3 Members AGREED with the proposals for conducting the Court effectiveness review contained in the paper. However, members NOTED that the membership of the group should be limited to representatives of each category of Court member and should reflect the need to incorporate a review of the effectiveness of the Chair of Court and the Senate. Members AGREED that the membership of the group should be:
- Keir Bloomer, Chair (Convener)
 - Mark Laing
 - Professor Alan Gilloran
 - Graham Caie
 - Student President
- 18.4 Members considered a paper which proposed an amendment to the Queen Margaret University Court Statement of Primary Responsibilities which was designed to expressly reflect the core responsibility of the Court to monitor strategic KPIs. This change was intended to give effect to an internal audit recommendation on the University's compliance with the Scottish Code of Good Higher Education Governance. Members APPROVED the change to the Statement of Primary Responsibilities.

19 SCOTTISH FUNDING COUNCIL – OUTCOME AGREEMENT 2015-16

Members RECEIVED the final version of the Queen Margaret University Outcome Agreement 2015/16 submitted to the Scottish Funding Council, having been approved by Chair's action under powers delegated by the Court.

20 PROPOSED DATES AND TIMES FOR COURT MEETINGS FOR COURT MEETING IN 2015/16

20.1 Members NOTED the following Court meeting dates for the 2015/16 session. The proposed dates were:

- 7 October 2015
- 25 November 2015
- 3-4 February 2016
- 6 April 2016
- 22 June 2016

20.2 Two members advised that dates proposed for November and for the Away Days in February conflicted with other known commitments. Members AGREED that the dates be circulated by email amongst members for any further comment before finalising.

20.3 Members CONSIDERED a proposal previously suggested by members at the Court Away Days on 6 February 2015 that Court meetings be brought forward from 4.00pm to 3.00pm. Members expressed concerns that the earlier start time would create difficulty for members with work commitments, and considered that the additional flexibility to be introduced in the order of Court business (Minute 17 refers) would address any concerns about the timing of meetings.

21 MEMBER RETIRAL – OLGA WOJTAS

The Chair advised members that the meeting would be the final Court meeting attended by Olga Wojtas, who was due to demit office on 30 May 2015, having served as a Court member since 1 June 2009. The Chair noted that Olga had served the Court with distinction through her six year tenure, both as a Court member and as a member of several Court committees, including the Audit Committee, Equality and Diversity Committee and Nominations Committee. The Chair remarked on the important broad perspective brought to the role through Olga's background as an accomplished and award-winning writer and as a journalist and Scottish editor of the Time Higher Education. As a token of Court's appreciation, the Chair presented Olga with a commemorative gift. Olga Wojtas thanked the Court and shared her thoughts and reflections on her time in office.

22 DATE OF NEXT MEETING

Court will meet on the following dates in 2014/15

24 June 2015

The meeting will commence at 4.00 pm.