

UNIVERSITY OF DUNDEE**UNIVERSITY COURT**

A meeting of the University Court was held on 23 October 2017.

Present:

Ronnie Bowie (in the Chair)
Janice Aitken
Anne Anderson
Richard Bint
Dr William Boyd
Shirley Campbell
Principal Professor Sir Pete Downes
Ezichi Ekpe
Jo Elliot
Professor Tim Kelly
Bernadette Malone
Jane Marshall
Allan Murray
Sean O'Connor
Dr Alison Reeves
Karen Reid
Andrew Richmond
Dr Jean Robson
Sharon Sweeney
Denis Taylor

In Attendance:

Wendy Alexander (Vice-Principal (International))
Professor Nic Beech (Vice-Principal (Provost))
Andrew Hewett (Director of Finance)
Naomi Jeffery (Senior Planning Officer, items 14, 15, & 16)
Dr Neale Laker (Director of Academic & Corporate Governance)
Professor Karl Leydecker (Vice-Principal (Learning & Teaching))
Dr Jim McGeorge (University Secretary)
Dr Christine Milburn (Policy Officer (Corporate Governance))
Pam Milne (Director of Human Resources and Organisational Development)
Wesley Rennison (Director of Strategic Planning)
Professor John Rowan (V-Principal (Research, Knowledge Exchange & Wider Impact)) Designate
Thomas Veit (Director of External Relations)

Apologies:

Lord Provost Ian Borthwick
Professor Tim Newman (Vice-Principal (Research, Knowledge Exchange & Wider Impact))
Professor Mairi Scott
Phil Welsh

14. UNIVERSITY STRATEGY TO 2022: PERFORMANCE INDICATORS

The Senior Planning Officer presented proposed strategy performance measures to the Court. In doing so she outlined the development process to date, and highlighted the manner in which the proposed measures related to the inner and outer segments of the strategy wheel. Members commended the comprehensive suite of measures proposed, and noted that the proposed baskets of measures had been refined by the University Executive Group (UEG) and Strategic Planning Directorate in line with feedback provided by the Court during the Court Retreat.

The Senior Planning Officer also outlined the manner in which the individual measures would contribute to the Red: Amber: Green (RAG) ratings for the composite Key Performance Indicators (KPIs), and members noted the timeline for the development of the weightings and targets for each of the measures as well as the flexibility which would be brought by the schedule for their review. Turning to performance reporting, members were pleased to note plans for up-to-date data to be released to members as it became available through a dynamic and interactive dashboard, which would be supplemented by narrative explanations of data when RAG ratings changed, thereby facilitating both the thematic approach to reporting, and a year-round relationship with committees. Through discussion the Court highlighted its support for the approach, but asked that consideration also be given to the format of the dashboard to ensure that data outliers and significant changes were not obscured by the weighted composite nature of the KPIs.

The Senior Planning Officer went on to outline the proposed schedule of reporting against the new strategy during the 2017/18 academic year. Members noted that the final report on KPIs for the Strategy to 2017 would be provided to the Court at its meeting in December 2017, and that proposals for the weighting and targets for the new Strategy to 2022 would also be presented at that meeting. It was further noted that work would begin in November 2017 to collate the historic data required to benchmark progress against the new measures, with the first report against them being scheduled for presentation to the Court at its meeting in April 2018, and the dashboard being completed by August 2018. In response to questions, the Senior Planning Officer confirmed that regular reporting would also continue to the committees throughout the first year of the new strategy, and that if it was feasible to bring the first report to an earlier meeting of the Court then the team would endeavour to do so. The Court also suggested that it would be helpful if the reporting of KPI data was linked to updates to the risk register.

The Court went on to discuss the new approach to reporting against performance targets, and members noted that as a result of the composite approach to KPIs multiple committees could have an interest in or responsibility for the monitoring of any given segment or KPI, and equally each committee of the Court may have an interest in measures across several segments. In response to questions the Senior Planning officer reassured the Court that all measures would be assigned to at least one committee. Members were also pleased to learn that as a result of the consultative nature of the development of the strategy, individuals and teams were already aware of their responsibilities for individual measures, and that the University Executive Group would take individual and collective ownership for goals and targets/segments of the wheel. Noting the relative responsibilities of the Court and the University Executive Group in relation to the monitoring and achievement of performance targets, members asked that the Governance & Nominations Committee consider how the Court may be assured that appropriate accountability was in place.

Lastly, members noted the intention for these responsibilities to be reflected in the Objective Setting and Review (OSaR) processes going forward.

One member questioned the current practice in relation to the approval of minutes for Court Committees, and the Chair of Court suggested that the Governance & Nominations Committee review the process.

- The Court decided:**
- (i) to approve the proposed performance measures and schedule of reporting as proposed;
 - (ii) to ask the Governance & Nominations Committee to consider how the Court may be assured of management accountability/responsibility for the measures;
 - (iii) to ask the Governance & Nominations Committee to consider current practice in relation to the approval of minutes; and
 - (iv) otherwise to note await further updates in due course.

15. COURT RETREAT

The Court received a high-level overview outlining each of the sessions at the Court Retreat, and summarising the outputs of these sessions along with feedback from members. Members were supportive of the conclusions and summaries outlined in the paper, with discussions focussing largely on the pre-dinner discussion topic of 'Equality, Diversity, and Inclusion'. The Court reiterated its commitment to supporting this agenda, and members agreed that the Court (along with its Committees and members), should be vocal in its commitment. Members were also pleased to hear examples of how the session had already informed the further development of training for staff in some areas.

Turning to arrangements for the 2018 Retreat, members confirmed that they were content to continue with a residential format, and to return to the same venue. The Court noted that the timing of the Retreat had been problematic for members of the Dundee University Students' Association (DUSA) Executive as it coincided with Freshers' week activities, and so agreed that the meeting should be brought forward by one week.

- The Court decided:** to note the outputs of the Retreat, and to propose that the 2018 Retreat be held at the same location, but that the proposed dates be moved one week earlier.

16. MINUTES

- The Court decided:** to approve the minutes of the meeting on 7 September 2017.

17. MATTERS ARISING

(1) Action Log

The Court considered the action log and noted the updates provided and the proposed work plan for the Court for 2017/18.

The Court decided: to approve the Court Action Log and work-plan.

(2) Proposed Process for the Appointment of a New Chancellor (Minute 6)

Noting that the Senate had, for its part, approved proposals relating to the creation of a new Ordinance, Ordinance 67 (Appointment of the Chancellor), the Court ratified its decision taken at its meeting on 7 September 2017 to approve the Ordinance.

The Court also noted the final membership of the Appointing Committee as circulated to the Court by email as follows:

- Chair of Court, Mr Ronnie Bowie (Chair)
- Principal, Professor Sir Pete Downes
- President, DUSA, Sean O'Connor
- Jane Marshall (Court, and Graduate of the University)
- Andrew Richmond (Court)
- Professor Rami Abboud (Senate)
- Professor Divya Jindal-Snape (Senate)
- Dr Karen Petrie (Senate)

The Chair also informed the Court that the Appointing Committee had met for the first time that morning, and had considered a rich mix of suggestions resulting from the open call for nominations. The Court noted in particular that the Committee had approved the remit and criteria subject to minor amendment, and had placed a high importance on the candidates having personal qualities that were consistent with and resonated with the University's own brand and values.

The Court decided:

- (i) to ratify the decision taken by the Court on 7 September 2017 to approve Ordinance 67 (Appointment of the Chancellor);
- (ii) to formally approve the composition of the Appointing Committee; and
- (iii) otherwise to note the update and await further reports in due course.

(3) Pension Sub-Group (Minute 8)

The Court noted that the University's response to the consultation had been circulated to members along with a short briefing summary, and had been subsequently submitted to Universities UK.

The Court decided: to note the submission of the consultation response.

18. CHAIR'S REPORT

The Court received its regular report from the Chair detailing activities he had undertaken on its behalf at a University and sector level since the last meeting. In introducing his report he outlined his own reflections on the Court Retreat, and gave a brief presentation on progress made by the University over the last 5 years in terms of average UK league table performance, global reputation, recent WonkHE analysis and the Times Higher Table of Tables. The Court applauded the significant achievements of the University over this time, especially in comparison to other benchmarked institutions, and the Court expressed its appreciation for the collective work and achievements of staff and DUSA in delivering the level of progress outlined.

Members were particularly interested to note the University's classification as one of a group of 'high-fliers' in the WonkHE analysis of UK Higher Education (HE) in 2017, owing to its strong performance in both the Teaching Excellence Framework (TEF) and Research Excellence Framework (REF). Members were also pleased to note the University's current position as one of the top 30 UK Universities in the Times Higher Table of Tables, and as the only British university in the Nature top 50 innovative universities.

The Chair outlined his attendance at the most recent meeting of the Committee of Scottish Chairs (CSC), and members were interested to note discussions relating to student visas, gender representation, learner journey, Scottish Code of Good HE Governance (2017), Vice-Chancellor's pay, and the USS actuarial valuation. With regard to the discussion of learner journeys, a member highlighted opportunities for the University to engage with the 6 improvement collaborations across Scotland at an early stage.

The Court decided:

- (i) to note the update; and
- (ii) otherwise to note the update.

19. PRINCIPAL'S UPDATE

The Court received an update from the Principal which highlighted recent news and sector matters of interest (**Appendix 1**). The Principal drew members' attention to his update on the sector environment, and members noted that it was increasingly likely that the Scottish Funding Council (SFC) Main Grant would at best provide a flat cash settlement. In this respect, he highlighted the ongoing importance of the University taking the future into its own hands through activities designed to increase net income from unregulated sources. The Court noted in particular the summary relating to recruitment for entry in 2017/18, and the challenges faced by the University as a result of UKVI delays in the processing and issuing of visas to overseas students. Focussing on opportunities for income growth, members expressed an interest in updates on fundraising and the University's response to the UK Industrial Strategy, and noted that the Finance & Policy Committee would consider reports on these matters at its next meeting along with a summary of recruitment figures relative to budget.

The Principal highlighted the University's ranking as one of the UK's top universities in this year's Times/Sunday Times Good University Guide (23rd). In doing so, he highlighted how the University's employability strategy, and the approach of the Careers Service (itself ranked 3rd in the UK at the national AGCAS Awards and the winner of a number of innovation awards), had contributed to this rise.

The Court decided: to note the report.

20. SCOTTISH CODE OF GOOD HE GOVERNANCE 2017

The Director of Academic & Corporate Governance delivered a presentation which outlined the background to the development of the revised Scottish Code of Good HE Governance (2017), and highlighted the major changes resulting from the 2013 version.

In particular, members noted that compliance with the Code had been previously established as the means by which universities fulfilled the requirements for good governance set out in the Post-16 Education (Scotland) Act. The Director drew members' attention to the Code's references to rights and responsibilities of governing body members, the increased emphasis on induction, the requirement for a public meeting of the governing body, and further expectations in relation to equality, diversity and inclusion. He also highlighted recommendations from the Steering Group reviewing the Code, including the proposal that the Scottish Funding Council (SFC) adopt the revised Code as its identified principles of good governance, and the associated need for the SFC to consider how it would monitor compliance and what the consequences for non-compliance would be. The Court also noted the recommendation that the Sector create a repository of best practice.

Discussions focussed on the areas of the new Code where the Director had identified the University's current practice would need to be updated, and members were supportive of the proposal that the Governance & Nominations Committee consider the Code and the issues highlighted in detail, with the aim of achieving full compliance with the Code by 31 July 2018 at the latest. The Court also noted aspects of the Code which related to the Senate, and was pleased to note that these would be addressed in conjunction with the implementation of recommendations relating to the review of the effectiveness of the Senate, which were to be considered by the Governance & Nominations Committee at its next meeting.

The Court decided: to thank the Director for his presentation, and await recommendations from the Governance & Nominations Committee in due course.

21. COMMITTEES

(1) Audit Committee

The Court received a report from the meeting of the Audit Committee on 19 September 2017 (**Appendix 2**). In introducing the report the Convener highlighted the attendance of the new external lay member of the Audit Committee, Karen Bassett, at her first meeting. The Court also approved updates to the Committee's terms of reference and remit, and its work-plan for 2017/18.

The Convener drew members' attention to the internal audit report on ICT and data security. The Court discussed the auditors' recommendations, and was reassured to note that the Audit Committee was to monitor progress in implementing the recommended actions. A number of members shared their own experience of data security testing, and the University Secretary undertook to share these suggestions with the Director of UoDIT and report back to the Audit Committee on this, and on

resourcing considerations. Members encouraged officers to consider whether the Institutional Risk Register adequately reflected the importance of data security, and was being used in a way which adequately influenced activity in this respect.

The Convener went on to outline the findings of a recent audit by the Wellcome Trust, including where improvements had been sought. The Court was advised that management had accepted all of the recommendations and that many of the issues identified had already been resolved, with others being addressed. While highlighting the importance of resolving the issues identified, members indicated that it would have been useful if the outcomes could have been provided in the context of similar audits at other institutions.

Lastly, the Convener highlighted the Committee's continued role in the Business Transformation programme. The Court noted that, on the basis of regular reporting from the Business Transformation Steering Group, the Committee was confident in the controls in place.

- The Court decided:**
- (i) to approve the remit, terms of reference and work-plan for the Committee;
 - (ii) to note the other updates provided; and
 - (iii) otherwise, to approve the report.

(2) Finance & Policy Committee

(a) Report of the Committee's Meeting on 2 October 2017

The Court received a report from the meeting of the Finance & Policy Committee on 2 October 2017 (**Appendix 3**). The Convener outlined the business of that meeting, and in doing so drew members' attention to the Committee's endorsement of the continued use of the Royal Bank of Scotland as a deposit taking institution, which the Court approved. He also highlighted proposals for the revision of thresholds limits within the Schedule of Delegation. Noting that the matter had also been discussed by the Governance & Nominations Committee, the Court approved the changes. In doing so, discussions focussed on delegation within the lowest delegated threshold, and it was agreed that the Finance & Policy Committee would consider this in more detail to ensure that there were appropriate delegations in place. The Convener also provided an overview of discussions relating to the Universities Superannuation Scheme consultation and the preparation of the Annual Financial Statements.

The Convener went on to outline the updates to the Committee on progress and challenges within the Business Transformation programme. Members were advised of the revised deadlines for implementation of systems, and explored reasons behind the delays experienced to date. Members noted the firm commitments from the vendor to resolve the issue which had arisen and to deliver against the new revised milestones.

Finally, the Court discussed the Period 12 Accounts, with a particular focus on the performance of Schools. Members noted that a number of Schools had

performed better than expected, mainly due to unfilled vacancies in-year, and that the Finance Directorate would consider if forecasting could be improved. Members reviewed the deficit position of two Schools and, noting progress being made in both areas, particularly in terms of improving research efficiencies, sought assurance that a mechanism was in place to address and minimise future deficits. In the case of the School of Life Sciences, it was also noted that financial contributions were made in other ways which were not currently reflected in the School accounts, for example in terms of income associated with the exploitation of Intellectual Property, and members indicated that it would be valuable for this 'added value' to be reflected fully in the accounts.

The Court decided:

- (i) to approve the continued use of the Royal Bank of Scotland as a deposit taking institution;
- (ii) to approve changes to the Schedule of Delegation (Appendix 3, annex); and
- (iii) otherwise to approve the report.

(b) RESERVED BUSINESS: Minute 7 of the Committee's Meeting on 2 October 2017

The Court received minute 7 from the Committee's meeting on 2 October 2017. Noting that the University claimed the exemptions in Sections 30 and 33(1)(b) of the Freedom of Information (Scotland) Act 2002, the item was considered as reserved business and members were required to treat the discussion and associated papers as strictly confidential and exempt from public disclosure.

The Court decided: to approve Minute 7 of the report.

[Secretary's note: At the point at which the exemptions are deemed to no longer apply the Court will be advised and will be asked to note the release of Minute 7 of the Finance & Policy Committee of 2 October 2017 which will then be included as an appendix to the minute of the meeting at which its release is approved.]

(3) Governance & Nominations Committee

The Court received a report from the meeting of the Governance & Nominations Committee on 2 October 2017 (**Appendix 4**). The Convener drew members' attention to the items where approval was sought from the Court, including the publication of the 2017/18 Court Skills matrix, which would be revised to support the recruitment of new members to the Court from a broad range of backgrounds.

Turning to membership issues, the Court unanimously approved the renewal of the membership of Mr Richard Bint for the period to 31 July 2022, changes to the attendance at Court committees by Vice-Principals, and changes to the membership of the Endowments Sub-Committee.

Members were also advised of alterations to the academic calendar for 2018/19 resulting from changes to Scottish Funding Council (SFC) deadlines for the submission of the Annual Financial Statements, and approved revisions to the remit, terms of reference and work-plan for the Committee.

The Convener went on to highlight the Committee's discussions in relation to the engagement of lay members of the Court with Schools and Directorates. Noting both the value which the University placed on the contributions made by members of the Court, and the need to ensure good governance, the Court agreed that the Code of Conduct for Court members should be updated to explicitly prohibit paid engagement of lay members within the University. The Court also noted that the Committee planned to develop a framework to support lay members in appropriately sharing their knowledge and expertise in an unpaid capacity once the implications of the Scottish Code of Good HE Governance (2017) had been fully explored.

The Convener also advised the Court of the Committee's discussions in relation to the changes to the financial limits within the Schedule of Delegation, as discussed in minute 21(2)(a) above, and the Court noted that the Committee was to consider the qualitative formal and informal control environment for approvals at its next meeting.

- The Court decided:**
- (i) to approve the proposed attendance of Committees of the Court by Vice-Principals of the University as follows:
 - Audit Committee – Vice-Principal (International)
 - Finance & Policy Committee – Vice-Principal (Research), Vice-Principal (Provost)
 - Governance & Nominations Committee - Vice-Principal (Learning & Teaching)
 - People & Organisational Development Committee – Vice-Principal (Provost)
 - (ii) to approve changes to the academic calendar as set out in the minute;
 - (iii) to approve the publication of the 2017/18 Court Skills Matrix (Appendix 4, annex a)
 - (iv) to approve the renewal of the lay membership of Court by Mr Richard Bint, for the period to 31 July 2022;
 - (v) to approve the publication of the Register of Declared interests on the Court website, and to note the interests declared by members;
 - (vi) to approve the proposed changes to the Court Members Code of Conduct as outlined;
 - (vii) to approve changes to the remit, terms of reference (Appendix 4, annex b)
 - (viii) to approve the Committee's work-plan for 2017/18;
 - (ix) to approve changes to the membership of the Endowments Sub-Committee, noting that Mr Richard Bint would replace Mr Ronnie Bowie in serving on the Sub-Committee for the remainder of the year; and

(x) otherwise to approve the report.

(4) People & Organisational Development Committee

The Court received a report from the meeting of the People & Organisational Development Committee on 27 September 2017 (**Appendix 5**). The Convener highlighted the Committee's discussions in relation to the work-plan, remit and terms of reference for the Committee, and members noted that the Committee continued to refine these to ensure that the responsibilities and business were strongly aligned to the requirements of the University Strategy to 2022. It was also noted that the remits and terms of reference for all Committees were available to all members through the Court Members' handbook and Court website, and that members had access to all papers for Committees of the Court through the online BOX facility.

The Convener drew members' attention to the Committee's further discussion of the Grade 10 gender pay gap analysis which had been previously highlighted to the Court. Members were pleased to note that following further scrutiny the Committee had been satisfied that there was a minimal gap within those on an academic contract, and that the gap previously reported for those on academic related contracts had resulted from the inclusion of the University Executive Group in the data and that there were no significant gaps (or gaps in favour of females) when roles of equivalent level within grade 10 were considered. Never-the-less, the Convener requested that the Remuneration Committee consider if a structured approach to remuneration progression for those at a Grade 10 level should be introduced.

Finally, the Convener highlighted the Committee's discussions in relation to updates on the Business Transformation programme. Members noted that discussions had focussed on issues relating to communication with the user community, and that the University Secretary would raise the comments and suggestions from the Committee at the next meeting of the Steering Group. Members did however note that the Committee's observations had already informed a number of decisions in terms of user readiness.

The Court decided: (i) to ask the Remuneration Committee to give further considerations to remuneration progression for those at a Grade 10 level.

(ii) otherwise to approve the report.

22. UNIVERSITY STRATEGY TO 2022

The Court was provided with a high resolution hard-copy of the University Strategy to 2022 as circulated to a wide range of stakeholders.

The Court decided: to note the publication.

23. COMMUNICATIONS FROM THE SENATUS ACADEMICUS

The Court received a report from the meeting of the Senate on 11 September 2017 (**Appendix 6**). Members noted in particular the Senate's approval of the creation of a new Ordinance, Ordinance 67 (Appointment of the Chancellor), and discussions relating to the University Strategy to 2022 and the Senate Review of Effectiveness 2017. Members also noted that the Senate had not raised any objections to the proposed revocation of Ordinance 58 (Election of a Member of the Court by the Student Body).

Members noted that the review of the effectiveness of the Senate would be discussed by the Governance & Nominations Committee at its next meeting, with the Court being subsequently advised in December.

The Court decided:

- (i) to approve the recommendations concerning the conferment of the title of Professor Emeritus upon Professor Andy Flavell; and
- (ii) otherwise to note the report.

24. DUSA BOARD OF TRUSTEES

The Court was advised of the appointment of Mr Denis Taylor as a member of the Dundee University Students' Association (DUSA) Board of Trustees, which had been approved by both the DUSA Board of Trustees and Student Representative Council. The Court also noted that Mr Taylor had been proposed as the Chair of the DUSA Board of Trustees, and that the Board would be asked to ratify the appointment at its meeting later that day.

The Court decided: to note the appointment of Mr Taylor as a member of the DUSA Board of Trustees.

[Secretary's note: Mr Taylor's appointment as the Chair of the DUSA Board of Trustees was subsequently confirmed].

25. WELFARE & ETHICAL USE OF ANIMALS COMMITTEE

The Court received a report of the meetings of the Welfare & Ethical Use of Animals Committee on 3 July 2017 (**Appendix 7**) and 27 September 2017 (**Appendix 8**).

The Court decided: to note the reports.

26. TIMES HIGHER EDUCATION SUPPLEMENT

The Court received a copy of the Times Higher Education Supplement 'Discover the University of Dundee' which had been recently published. Members noted that the supplement was one element of the University's wider marketing strategy, and aimed to raise our profile by highlighting the University's strengths and opportunities.

The Court decided: to note the publication.

27. STAFF: PROFESSORIAL AND GRADE 10 APPOINTMENTS

The Court noted the appointment of the following:

Kurt Mills	Professor of Politics	10 July 2017
Mark Smith	Professor of Social Work	11 September 2017
Maggie Bartlett	Chair in Community Based Medical Education	1 October 2017
Lynn Kilbride	Dean of the School of Nursing & Health Sciences	30 October 2017
John Rowan	Vice-Principal (Research, Knowledge Exchange & Wider Impact)	1 January 2018

The Court decided: to note the appointments.

Mr Ronald Bowie
Chair of Court
University of Dundee

APPENDIX 1

PRINCIPAL'S REPORT (Minute 19)

Introduction

1. I would like to start by highlighting the value of the discussions at the Court Retreat on 7 & 8 September 2017, and thanking members both for giving their time and for their valuable contributions which will now shape our future approach to performance monitoring and risk management. I am sure that members will agree that it was a positive and productive event, which has provided a firm basis for meetings and discussions throughout the year. At the Retreat I undertook to provide the Court with a copy of the shared objectives for the UEG for the coming year, these have now been shared and I would be happy to take any questions on these.

University Strategy Update

2. The University Strategy to 2022 was formally launched at the Court Retreat in early September. Since that point we have been busy with a range of internal and external stakeholder focussed launch activities, most notably a series of general staff meeting events across all of our campuses, meetings with the University Management Group (UMG) and DUSA Student Representative Council, the release of the University Strategy to 2022 website (<https://www.dundee.ac.uk/strategy/>), and the distribution of hard-copies of the new Strategy to key external partners including the Scottish Funding Council, Scottish Government, Dundee City Council and Universities Scotland. So far both internal and external feedback has been overwhelmingly positive, with the consultative process having successfully embedded a sense of ownership and inspiration across the staff and student base.
3. In terms of next steps, we plan to run regular formal and informal outreach events throughout the year related to our strategy and led by the UEG and the Strategic Planning team, however I wanted to highlight to members the importance of the role of the Court in monitoring the successful implementation of the Strategy. This process is of course already underway through the work undertaken at the Court Retreat to consider the action plan, and the subsequent finalisation of the framework of Key Performance Indicators (KPIs) which are included on the agenda for approval. The 'basket of measures' approach to performance monitoring differs from our previous approach, and as such a core role for members will now be to engage with the development of reports so that the Court is able to guide our focus and the actions we need to take to meet our strategic goals.

Sectoral Environment

4. Members will be aware of the continued uncertainty around the Brexit outcomes which will impact on the Higher Education sector, and while recent government speeches indicate that the UK Government wants to continue to participate in EU science and education policies and programmes to the end of 2020, the intention for the relationship beyond 2020 is less clear. As a University we continue to work to ensure that we maintain our sense of community through our support of our EU staff and students in the face of these uncertainties.
5. One thing which does however seem almost certain is that it is unlikely that the Scottish Government's approach to Higher Education Funding will change. From recent discussions it appears increasingly likely that the Scottish Funding Council (SFC) Main Grant will provide no better than a flat cash settlement and will therefore fail to address the issue of underfunding. There are however signs that a two-year settlement may be announced, which would provide a welcomed stability to the financial environment in which we operate. This scenario underlines the importance of taking the future into our own hands by targeting net income generation from unregulated sources, be it through the continuation of our marketing and recruitment strategy which has performed well following our investment decisions, or the realisation of the commercial potential of our research outputs.
6. I have also spoken in the past about the UK Government Industrial Strategy, which is expected to be worth £5bn over the next 4-5 years. It is important that we optimise our response to this strategy in a way which complements the four interdisciplinary themes within our own Strategy to 2022 (Understanding and improving health and wellbeing; Life-enhancing creativity and design; Innovating technological solutions to tomorrow's problems; and Promoting social change to enhance diversity, justice and socio-economic prosperity) and makes the most of opportunities for us to build income around our IP.

Student Recruitment

7. In my report to the Court Retreat I provided a full update on student recruitment for entry in 2017/18, and the Finance & Policy Committee have also subsequently considered a further detailed report into recruitment. However the Court will rightly be interested at a strategic level in the emerging outcomes.
8. Set against a trend of increasing competition and flattening or declining markets, recruitment across almost all categories has been strong compared to the previous year and we expect to meet budget for our Home/EU and

MD20/MD40 UG students as well as the stretching RUK budget. We also expect International College Dundee to meet its overall budget, with the first cohort now on campus. We have also seen good growth ahead of market in overseas undergraduate recruitment, but will fall short of the budget here. However, while we have seen applications, offers and unconditional acceptances for taught post-graduate overseas students increase considerably, we have not seen the anticipated conversion levels to matriculation. We are undertaking a full review of all potential factors for the reduction of conversion to inform our future approach, but in the short term we are focused on securing substantially higher Semester 2 intakes to meet full year budget for taught post-graduate overseas recruitment.

9. For Postgraduate Taught students in particular a substantial issue for conversion has been the UKVI acknowledged delay in visa processing times which, given the earlier start dates of Scottish Universities, and within this our earlier start date than most, has been particularly challenging. While we have looked to mitigate the impact of the visa delays through the use of the UKVI priority visa service and agreeing late start dates, it appears that where visas have not been issued ahead of the start of our academic year many students holding firm offers with other institutions have chosen alternative locations with later start dates for their study destination. We have outlined the specific issues set out above to Universities Scotland, UUK and Government bodies to raise awareness of the issue and seek potential Scotland-specific solutions and will continue to make representation in this respect.
10. Meanwhile, in order to ensure that the quality of our student experience is maintained, we have increased our support for late starting students in areas most effected, including repeating the week two taught post-graduate foundation module for the School of Business in a weekend refresher format, and the appointment of dedicated student mentors to support all of the new students. In this respect we are particularly grateful to the staff and students for their dedication.
11. Finally, while post-graduate research overseas student numbers are still relatively small it is expected that we exceed budgeted numbers in this area, compensating for the possible shortfall in overseas undergraduate budget. A review group chaired by the Vice-Principal (Research, Knowledge Exchange and Wider Impact) and the Director of External Relations continues to meet to consider our approach to increasing unregulated recruitment from this category.

Reputation, Achievements and Innovations

12. One particularly significant and rewarding focus of the Court Retreat was the discussion of the equality, diversity and inclusion agenda. In this respect I am pleased to draw members' attention to the successful outcome of University of Dundee's Athena SWAN Bronze Award Application. The award represents a significant amount of work from colleagues across the University over the last three years as well as our commitments for further progress work within this agenda over the coming years within our high performance community.
13. Members will also have seen that the University was ranked as one of the UK's top 25 Universities (23rd, a rise of 5 places) in this year's Times/Sunday Times Good University Guide. Given our commitment to transforming lives it is particularly pleasing to note that the result was underpinned by a strong performance in the area of employability, with the University placed 8th in the UK for employment outlook. Taken together with the DHLE survey results reported at the last meeting, the result shows that we are equipping our students with the attributes they need to make an impact in the work place and the wider economy. As with previous results, attention will also be paid to areas where our performance has declined, and a more detailed analysis will be available as part of the annual league tables report to Court in December.
14. Following on from the league table result above, I would like to also draw members' attention to the University's Careers Service's performance at the national AGCAS Awards, where we were shortlisted for five awards and won in the categories of Innovation in Technology for (BM) IM online portfolios, and Research Informed Practice. The Careers service was also rated 3rd in the UK in 2017 by the student crowd website, demonstrating our reputation for an innovative and sector-leading performance in this agenda.
15. This year's Student Partnership Agreement incorporates School Level Action Plans for the first time, in line with our commitments in the University Strategy to 2022. Given the engagement and enthusiasm of the DUSA executive I look forward to reporting on strong progress in this area throughout the year.

Bicycles and Penguins

16. And finally, I would like to finish my report on a lighter hearted note. Firstly I am sure that the Court would wish to join me in congratulating the University's Rector, Mark Beaumont, on the successful conclusion of his record breaking challenge which saw him cycle around the world in just 78 days.



I would also like to congratulate fellow Court member, Janice Aitken, on her role in designing the penguins which are to be decorated by a variety of artists as part of the 'Dundee Penguin Parade' –an event which will see 100 colourful giant penguins sited across the city next summer before being auctioned to raise funds for Maggie's Centre Dundee. This is a fantastic example of how the University is integrated into the local and regional community, as well as a well-deserved accolade for Janice.

Professor Sir Pete Downes
Principal and Vice-Chancellor



University Executive Group Meetings

Since the last full report to the Court, the University Executive Group have met formally on 7 June, 28 June, 12 July, 26 July, 2 August, 9 August, 23 August, 20 September, 4 October and 11 October when the following matters were considered:

Corporate Issues

- UEG Team Review outputs
- Business Transformation Steering Group updates
- CBI Scotland
- Governance of Academic Areas of Institutional Importance
- University Strategy to 2022
- IT Security
- World 100 Reputation Network
- Recruitment for Director of Campus Services
- HEFCE Capability Fund
- Chancellor of the University
- SFC review of the model for funding teaching
- Tay Cities Deal
- 50th Anniversary Celebrations
- Estates matters including Tower cladding
- Remuneration Committee budget
- Gender Action Plan
- NSS 2017 Results
- Scottish Migration and Visa Regime
- Incentive Schemes
- USS
- Court Retreat
- Attendance of Court Committees by Vice-Principals
- Business Continuity Policy

Financial Issues

- Student Recruitment updates
- Management Accounts
- Financial Regulations
- Schedule of Delegation (financial limits)

Academic Management Issues

- Global lounge
- Appointing panel: Dean of Nursing and Health Sciences
- Appointing panel: Vice-Principal (Research)
- Al Maktoum College of Higher Education
- Collaboration between CSM International Academy, Singapore and the University of Dundee (School of Nursing & Health Sciences)
- Fees and Scholarships
- Deputy Dean of Medicine
- Efficiency in Research
- CAHID Refurbishment
- Opportunity for overseas collaboration
- Relationship with UTS
- Annual Research Review
- Dean of the School of Social Sciences

Human Resources Issues

- Living Wage Accreditation
- OneDundee Mentoring Scheme
- Athena Swan submission
- HERA Maintainance
- Gender Pay Gap report
- Review of OSAR documentation

- Equality and Diversity Committee
- Senior Development for 2017/18: Succession

People and Prizes

Two University of Dundee Graduate have won global honours at the Undergraduate Awards, the largest international academic accolade programme. **Martha Andrews** has won the Architecture and Design Award and **Jordan Skrynka** took the honours in the Psychology category. Overall 10 students representing disciplines across the University were shortlisted. Cited as the ultimate accolade for the highest performing undergraduates, the Undergraduate Awards is the world's only pan-discipline academic awards programme that identifies leading creative thinkers through their undergraduate coursework.

Professor Annalu Waller, Chair of Human Communication Technologies, has been made an Honorary Fellow of the Royal College of Speech and Language Therapists.

Professor Ewan Pearson, School of Medicine, has been awarded one of the major prizes in Europe for research in diabetes, the 2017 Minkowski prize by the European Association for the Study of Diabetes. The prize recognises research contributing to the advancement of knowledge concerning diabetes.

Professor Mike Ferguson, Regius Professor of Life Sciences at the University of Dundee, has been appointed Deputy Chair of the Board of Governors at the Wellcome Trust.

Graduates **Andrew O'Riordan** and **Jack Hinton** have won a competitive sports entrepreneurship competition. They received £4000 each for winning the coveted Sports Innovation Challenge, run by Sporting Chance Initiative.

Dr Miratul Muquit, consultant neurologist and researcher at the MRC Protein Phosphorylation Unit (MRC PPU), has been awarded the prestigious Francis Crick Medal and Lecture by the Royal Society in recognition of discoveries that have led to better understanding of the causes of Parkinson's disease. He has also been awarded the 2018 Graham Bull Prize in Clinical Science and Goulstonian Lecture of the Royal College of Physicians (RCP).

Creative writing student **Daniel Shand** has won one of the UK's most prestigious prizes for a first novel. Daniel, has won the Betty Track Prize for his debut novel *Fallow*. The prestigious £10,000 prize, awarded for a first novel of 'outstanding literary merit' by an author under the age of 35, was presented at the Society of Authors' annual ceremony.

Third-year Architecture student, **Sophie Curran**, is up for two national awards this year following a semester of success. Sophie, has been nominated for the Royal Institute of British Architect (RIBA) President's Medal, which is regarded as the most prestigious international awards in architectural education and celebrates outstanding design work. She has also been shortlisted for the prestigious Women in Property Awards finals in London.

Professor David Coates, of the School of Life Sciences at the University, was awarded an MBE in HM The Queen's Birthday Honours List. Professor Coates has been given the award 'for services to biology'. Professor Coates has held the position of Director of Life Sciences Learning and Teaching at the University and has also worked extensively with the Royal Society of Biology.

The University of Dundee's **Professor Tracy Palmer** has been elected as a member of one of the world's most prestigious scientific organisations. Professor Palmer, based at the University's School of Life Sciences, is one among the outstanding 65 researchers from across the world to be honoured with election to the European Molecular Biology Organisation (EMBO).

The University of Dundee's **Dr Yogesh Kulathu** has received a coveted £200,000 prize after being identified as one of the brightest emerging stars in the field of biomedical research. Dr Kulathu has been awarded a Lister Research Prize Fellowship. These prestigious and highly sought-after prizes are given annually by the Lister Institute of Preventive Medicine to up to five young researchers in the UK and are intended to help support and nurture future research leaders.

Ronald Harden, Emeritus Professor of Medical Education at the University of Dundee, has been awarded a prestigious international prize recognising his contribution to healthcare around the world. He will receive a Gusi Peace Prize in Manila, Philippines, in November. The prize is awarded annually by the Gusi Peace Prize Foundation, who chose Professor Harden for his "untiring efforts working for people's amelioration through contributions in the field of medical education".

Comics students and alumni from the University of Dundee have won a host of awards at the Scottish Independent Comic Book Awards, held as part of Glasgow Comic Con. Dundee students past and present had been nominated in all of the categories, and duly picked up a string of successes. The winner of the 'Up and Coming Talent' award went to Duncan of Jordanston College of Art & Design graduate **Catriona Laird** for her comic 'Stinger'. **Letty Wilson**, who studied on the MLitt in Comics Studies at the University, won the 'Best Graphic Novel' award for 'A Stranger Came To Town', and the 'Best

Single Issue' award, the winner was an anthology, 'Video Games for Good' which featured a strip by current MDes Comics & Graphic Novels student **Zu Dominiak**.

A textile design graduate, **Daisy Stott**, who exhibited her work at this year's DJCAD Degree show was named the winner of the Sainsbury's Home Award at the New Designers exhibition in London for her tableware collection 'Foraged Findings', inspired by edible plant and foodstuffs found throughout Scotland

Exscientia, a University of Dundee spin-out company focused on Artificial Intelligence ("AI")-driven drug discovery and design has secured a €15m investment from Evotec AG which has one of the largest and leading drug discovery platforms in the industry.

The Tayside Clinical Trials Unit (TCTU) – a joint initiative between the University of Dundee and NHS Tayside – has been recognised for the 'gold standard' of its clinical research. The TCTU has retained full registration status by the UK Clinical Research Collaboration, the national body overseeing clinical trial units in this country.

A University of Dundee project that enables diabetics to self-manage their condition has been awarded £80,000 in a competition aiming to identify Scotland's most innovative entrepreneurial talent. 'My Diabetes My Way' is an online platform which allows people with diabetes across Scotland to access their medical records online, support their self-management and improve their knowledge of their condition. It is now in the process of commercialisation and won the funding in the Round 10 Final of the Scottish EDGE competition.

Major Grants and Awards

The following represents 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 illustrate the range of strategic themes, interdisciplinary collaborations, funding sources, and alignment to the University's vision. *Any joint awards with other institutions state the University of Dundee value only. Where an award is overhead bearing the level of overhead is indicated.

Professor Colin Palmer (School of Medicine)

Scotland India Diabetes Health Informatics Unit (joint with Madras Diabetes Research Foundation)

£4,544,310 (including £787,440 overhead) from NHS National Institute for Health Research

The project aims to develop a large scale Scotland India Clinical Partnership to combat diabetes and to provide an insight into variation in the causes and consequences of diabetes. The project will focus on the delivery of a stratified approach to diabetes management in the Indian population and the development of innovative new tools and big data science to facilitate low-cost diabetes screening in India.

Dr Mahima Swamy (School of Life Sciences)

Molecular Determinants of Intraepithelial Lymphocyte Function in Intestinal Infection (Sir Henry Dale Fellowship)

£1,182,281 (including £55,000 overhead) from the Wellcome Trust

Intraepithelial lymphocytes (IEL) are specialized immune cells that are tasked with protecting the single layer of epithelial cells lining our intestine. This study will investigate how IEL communicate with epithelial cells, particularly during intestinal infections, and how IEL respond to epithelial distress.

Professor Karim Labib (School of Life Sciences)

Novel Genome Integrity Pathways that Regulate DNA Replication Termination in Metazoa

£1,151,752.48 from Cancer Research UK

The project will explore the hypothesis that metazoa contain multiple genome integrity pathways that regulate DNA replication termination. If successful, the delineation of multiple pathways for replisome disassembly in metazoa (worm/mouse/human) and the identification and functional analysis of various key players, will identify new candidates for potential future therapies.

Dr Alison Pease (School of Science & Engineering)

Council of Coaches: COUCH (joint with University of Twente, Roessingh Research and Development BV, Danish Board of Technology Foundation, University of Pierre and Marie Curie, Polytechnic University of Valencia, Innovation Sprint)

£415,720 (including £134,072 overhead) from EC Horizon 2020 - Societies

Council of Coaches (Couch) is a three year European Horizon-2020 project which started last month (£415,720 to Dundee, 3.7M Euro total). The project introduces a radically new virtual coaching concept based on multiple autonomous, embodied virtual coaches, which form together a personal council that coaches older adults towards a healthy lifestyle. Within Dundee the project is led by Alison Pease, with PDRA Mark Snaith and PhD student Dominic de Franco (Computing at SSE), and consultants Deborah Wake and Nicolas Conway (School of Medicine).

Professor Colin Reid and Dr. Jonathan Mendel (School of Social Sciences)

Uncovering the Environment: The Use of Public Access to Environmental Information

£354,461 (including £257,130 overhead) from Economic and Social Research Council

The award will enable the examination of how laws enabling the public to obtain information are being used and whether they are making a difference to environmental governance. Working with the Scottish Information Commissioner, the Scottish Environment Protection Agency and Scottish Natural Heritage the project will examine what sort of information is being sought, by what sort of people, and how it is being used. It will also study how such access affects how public bodies handle and present information, how this can be improved for the benefit of both themselves and the public and how far the information provided in this way is used to influence policies and decisions on environmental regulation.

Dr Sarah Vinnicombe (School of Medicine)

Contrast Enhanced Breast Tomosynthesis in Patients Suspected of Having Breast Cancer: A Prospective Comparison with State of the Art Breast MRI (Translational Clinical Studies Research Committee)

£266,938 (including £129,429 overhead) from Chief Scientist Office

This is a prospective paired imaging study of the diagnostic accuracy of a novel form of breast imaging, CE-DBT, compared with standard digital mammography and breast MRI, in symptomatic women with strong clinical suspicion of breast cancer. The research aims to demonstrate noninferiority of this technique against breast MRI, the gold standard imaging test, when compared with surgical pathology.

APPENDIX 2

AUDIT COMMITTEE (Minute 21(1))

A meeting of the Committee was held on 19 September 2017.

Present: Jo Elliot (Convener);
Karen Bassett;
Dr William Boyd;
Neil Menzies.

<u>In Attendance:</u>	Andrew Richmond	Convener, Finance and Policy Committee;
	Wendy Alexander	Vice-Principal (International);
	Andrew Hewett	Director of Finance;
	Dr Neale Laker	Director of Academic & Corporate Governance;
	Kevin Mallet	Deputy Director of Finance;
	Dr Jim McGeorge	University Secretary;
	Stephen Reid	(Ernst & Young);
	Chris Brown	(Scott-Moncrieff);
	Gary Fraser	(Scott-Moncrieff);
	Matthew Swann	(Scott-Moncrieff);
	Dr Liz Rogers	(Assistant Policy Officer (Risk & Audit);
	Umrn Sarwar	Director of Legal (item 9);
	Chris Sutherland	Chief Information Security Officer, Universities and Colleges Shared Services (items 2(2) and 5(1)).

Apologies: Karen Reid.

The Convener welcomed Karen Bassett as a new lay member of the Audit Committee.

1. MINUTES

Resolved: to approve the minutes from the meeting of 17 May 2017.

2. MATTERS ARISING

(1) Action Log

The Committee considered a log of Committee actions ongoing from 2016/17. Members were content that the log offered a comprehensive record of outstanding actions and also noted progress updates where provided. The Committee noted that good progress was being made on the development of the DUSA business plan, which for the first time is expected to look a number of years ahead.

The Committee requested further information relating to health & safety systems and in particular a report from the Acting Director of Safety Services on the inspection system. The University Secretary agreed to consider how this could be reported in the future to provide the Committee with the reassurance it sought.

Members also discussed the outputs from the quinquennial review of effectiveness of the Committee, noting progress on the implementation of recommendations.

Resolved: to approve the Audit Committee action log as presented.

(2) IT Update

The Committee reviewed an update provided by the Director of UoD IT. Members noted progress on the implementation of IT controls, cybersecurity training and ongoing work to reduce the likelihood of a successful phishing attack through a Patch and Vulnerability Management Policy. The Committee will continue to be kept informed of progress. It was further suggested that an update on GDPR readiness would be useful.

- Resolved:** (i) to note the update; and
- (ii) to ask the Director of the Library & Learning Centre & Culture & Information and the Head of Information Governance to attend a future meeting to provide an update on GDPR.

(3) Update on Recommendations from Research Misconduct Report

Members reviewed a report from the Vice-Principal (Research, Knowledge Exchange & Wider Impact) and the Research Policy Manager providing an update on the implementation of recommended actions from the 'lessons learned' research misconduct report (17 May 2017). The Committee noted that the significant progress made in implementing the recommendations.

Resolved: to note the update.

3. **CONVENER'S REPORT**

The Convener reported that he had met with the internal and external auditors since the last meeting and had attended the usual pre-meeting with officers. Members noted that the private meetings of the Committee, separately with officers and the auditors would be scheduled for the meeting on 27 November 2017 and that the re-tendering of the internal and external audit remits would be discussed at this time.

Resolved: to note the update.

4. **COMMITTEE OPERATIONS**

The Committee considered a paper from the Assistant Policy Officer (Risk & Audit) which set out the proposed business plan for the Committee for 2017/18 alongside a revised remit and terms of reference (annex).

Resolved: subject to minor amendments, to endorse to the court the revised Remit and terms of Reference for the Committee and the business plan for 2017/18.

5. **INTERNAL AUDIT**

(1) ICT and Data Security

The Committee reviewed the recently-completed audit report on ICT and Data Security. The Chief Information Security Officer (Universities and Colleges Shared Services) attended to respond to the recommendations.



It was noted that there was potential for improvements in the existing network, such as penetration testing. Members learned that at present patching was a key priority item alongside improving secondary controls. Once this work was complete, penetration testing would be carried out.

The Committee accepted that preventing a cyber-attack would not always be possible, given the openness of an academic community and given the multifarious ways in which attacks were structured, but asked what controls were in place to mitigate the consequences of any successful attack. The Chief Information Security Officer responded that this would be achieved via network segmentation as set out in the new network topology. Members requested that a threat landscape and accompanying mitigation plan be brought to a future meeting to ensure members had oversight of associated risks.

Members were pleased that the University was taking a holistic approach to this risk area and that UoD IT was seeking to change the culture at the institution in relation to cybersecurity.

- Resolved:** (i) to await the production of threat landscape and mitigation plan; and
(ii) to note the report.

(2) Internal Audit Follow-up

The Committee received a report summarising the internal auditors' assessment of the current status of recommendations made in previous reports. Members noted that 64 recommendations had been followed up with 27 being classified as outstanding at the time of the meeting. The internal auditors stated that good progress had been made by management and that the tail of older recommendations was decreasing. It was noted that many of the outstanding recommendations were linked to the implementation of the Business Transformation Programme. Discussions focussed on the risk of overdue actions and members requested a timescale for the completion of any that were outstanding. It was agreed that the Assistant Policy Officer (Risk & Audit) would include this in the next management follow-up report.

The internal auditors provided the Committee with an update on the 2016/17 review of VAT and Corporation Tax, the report of which to the Committee had been delayed. It was explained that the scope had been extended in order to explore full matters which had come to light during their work. However initial findings suggested that transactions were generally being correctly recorded for VAT purposes. Members learned that the report would be presented at the November meeting. The Committee expressed a particular interest in the coverage provided by internal audit in this review, which should be set out clearly in the report.

Resolved: to note the update.

(3) Internal Annual Audit Report & Statement of Assurance

The Committee viewed the draft internal auditors' annual report. Overall the assessment was that 'the University has a framework of controls in place that provides adequate assurance regarding the organisation's governance framework, effective and efficient achievement of objectives and the management of key risks, and proper arrangements are in place to promote value for money and deliver best value'. However the report also highlighted weaknesses outlined earlier in the meeting in the area of ICT and data security. It was agreed that the final report should draw attention to any Grade 4 recommendations.

Resolved: to note the report.

(4) Internal Audit Plan 2017/18

The Committee reviewed the final version of the internal audit plan 2017/18. Members noted that the timing of the Business Transformation review had been pushed back to accommodate the delayed timescales for implementation. Members stressed that it was important that the deliverables in the review of internal and external communications needed to be measurable.

Discussions focussed on the governance of subsidiary companies, and it was agreed that these fell properly within the audit universe and hence the remit of the Audit Committee. Members also questioned whether a review of estates asset and procurement management would be beneficial and it was agreed that this should be carried out in early 2018/19, to give comfort that the systems are fit for the purpose of supporting a possible increase in the capital expenditure programme. The Committee requested that the new Director of Estates & Campus Services attend a future meeting of Audit Committee once in post.

Resolved: to approve the revised plan.

6. **EXTERNAL AUDIT**

The external auditor provided a verbal update to the Committee stating that to date no significant issues had been identified in the external audit fieldwork. He advised that reporting was on track and that he was comfortable with the timeline, in particular in relation to Dundee Student Villages Ltd, where the delay experienced last year was not expected to be repeated

Discussion focused on external audit for the following year as a result of the SFC moving the accounting deadline from December to November. The Director of Academic & Corporate Governance informed members that there would be two ways of accommodating this: to move the September Audit Committee meeting to October or to hold

an extra meeting of Audit Committee in October to approve the annual accounts. An extra meeting of Court would also be organised to meet the SFC deadline. It was noted that in 2018 it would be more practical to schedule an extra meeting of Audit Committee to avoid disrupting the current timetable of meetings.

Resolved: to note the update.

7. RISK MANAGEMENT

(1) Risk Appetite

The Convener led a discussion on risk appetite, noting that the session facilitated by the internal auditors at the Court Retreat had resulted in useful debate. The internal auditors stated that the session had been a first step in the University's ongoing work on risk appetite and risk management, and that the outputs from this session would now be utilised to inform the development of an institutional risk appetite statement for consideration at a future meeting, highlighting particularly the residual risk implied by the extent of the control measures documented in the risk register. Members noted that the new University Strategy created an opportunity to undertake a comprehensive review of the current institutional risk register to ensure it was aligned to the new Strategy and that officers would progress this process over the coming weeks.

Resolved: (i) to await the production of a draft risk appetite statement and revised risk register; and

(ii) to note the update.

(2) Risk Management Forward Plan 2017/18

The Committee considered the risk management forward plan 2017/18. Members noted that considerable progress had been made in areas including working with Directorates and Schools to produce local risk registers and ongoing work with the Director of Strategic Planning to align risk management to operational planning. Members also noted that the first meeting of the Risk Management Oversight Group had taken place, and that they would receive the minutes of this at the November meeting.

Resolved: to note the update.

(3) Business Continuity Forward Plan 2017/18

The Committee viewed a draft business continuity forward plan 2017/18 from the Assistant Policy Officer (Risk & Audit). Activity continues in gathering the business continuity priorities from the Schools and Directorates, to inform how the University should co-ordinate in the event of a crisis. The internal auditors noted that the plan will inform the review of business continuity, expected in June 2018. As with the risk management forward plan, members requested that progress was reported to each of their meetings.

Resolved: to note the update.

8. VALUE FOR MONEY (VfM)

The Committee considered a proposal on future value for money (VfM) reporting from the Deputy Director of Finance. Members noted that there were no VfM reporting requirements under the SFC. The report proposed that the University informally followed the process under development in England by creating its own high level approach to VfM aligned to the overall University Strategy. The report suggested that the reporting focused on the following areas: teaching; research; workforce; estate; and finance (including procurement). Members questioned how this approach would fit in with procurement and it was noted that the current procurement annual report was not a requirement of the SFC and was in the University's own format.

Discussion focused on the benefit of this form of VfM analysis, given that it is not a requirement of the SFC. Management will consider further whether, in this form, it would be of net benefit to the institution or whether an alternative approach might be a more effective use of resources.

Members noted that feedback on VfM would be provided, as standard, by the external auditors at the November meeting.

Resolved: to note the update.

9. **LEGAL RISK REPORT**

The Director of Legal provided the Committee with a paper providing a thematic view of legal risks. The report focused on compliance issues and provided an update on potential cases, with discussion focusing on the reputational risk associated with international partnerships and the importance of establishing risk appetite in that regard. Discussion focused on emerging risks, such as GDPR compliance and increasing internationalisation.

Members stated that it would be useful to receive information on mitigation measures and a timescale for their implementation against each risk; and requested a regular table indicating against each legal claim the amount claimed, a 'best guess' outcome and any financial provision made. Members noted that a legal contract database was under development.

Resolved: to note the update.

10. **CENTRE FOR TRANSLATIONAL AND INTERDISCIPLINARY RESEARCH AUDIT REPORT**

The Committee viewed a report from KPMG summarising the findings from an audit carried out on behalf of HEFCE on the Centre for Translational and Interdisciplinary Research. Members noted that the audit had not identified any issues and that the University had robust arrangements in place for the governance and management of the Centre, with project finances and capital managed effectively.

Resolved: to note the report.

11. **WELLCOME TRUST**

Members reviewed a report from the Wellcome Trust on an audit carried out on funded research activities in the School of Life Sciences. It was noted that in the past this audit work had been carried out by RCUK. The report was critical, containing four level two findings (control weaknesses that put objectives of the area/process under review at risk) and four level three findings (non-critical control weaknesses). All recommendations had been accepted by management. Members noted that some of the issues identified had already been resolved and that the implementation of the new financial systems would address several of them. Discussion focused on the importance of rapid completion of the actions, to minimise any associated reputational risk.

Members requested that the Assistant Policy Officer (Risk & Audit) work with the Director of Finance to follow up on the suggested actions and to provide the Committee with an update at the November meeting. It was agreed that the Convener would inform the Court of this audit at the meeting on October 23 2017.

Resolved:

- (i) to inform the Court of the report;
- (ii) to request a follow-up on recommendations be provided at the November meeting; and
- (iii) to note the report.

12. **HEALTH, SAFETY & WELFARE SUB-COMMITTEE**

The Committee considered the minutes from the meeting of the Health, Safety & Welfare Sub-Committee on 4 September 2017. Members commented that the attendance of some members at these meetings appeared low and it was agreed that the University Secretary would take this message back to the membership.

Resolved: to note the minutes.

13. **BUSINESS TRANSFORMATION**

The Committee reviewed updates on the implementation of the Business Transformation Programme, elements of which were delayed (some considerably) due to issues with the supplier such as delays in delivery of key software updates. Members noted that the initial response from the end user testing on the finance element of the system was generally positive. Discussion focused on the senior management effort being expended on holding TechnologyOne to the revised timelines which they had agreed.

Resolved: to note the update.

14. UNIVERSITY SYSTEMS

The Committee discussed the University systems and the potential for improving these due to the new University Strategy to 2022 and implications for new estates projects.

Resolved: to note the update.

15. DATE OF NEXT MEETING

Resolved: the next meeting would be held on Monday 27 November 2017.

Audit Committee Remit, Terms of Reference and Membership

Remit

To advise University Court in relation to its responsibilities for:

- proper financial management;
- the effectiveness of internal control and management systems;
- safeguarding the assets of the University and public funds;
- the economy, efficiency and effectiveness of the University's activities; and
- corporate governance and conduct of the University's operations.

Membership

The normal membership of the Committee is six members. All members are independent, at least half drawn from the lay membership of University Court, whence also the Convener is drawn. Remaining members are co-opted with the approval of the Governance & Nominations Committee. The term of office for lay members co-opted to serve on the Audit Committee shall be in line with the period of co-option for members of Court as defined in Statute 9(2)(g).

In Attendance

Convener of the Finance & Policy Committee
 Vice-Principal (International)
 University Secretary
 Director of Finance
 Director of Academic & Corporate Governance
 Deputy Director of Finance
 Internal Auditors
 External Auditors
 Other officers at the discretion of the Convener and Director of Academic & Corporate Governance

Secretary

Assistant Policy Officer (Risk & Audit).

Meetings

The Committee shall meet 4 times in each session. One meeting each year will incorporate a private meeting of the Committee with the internal and external auditors without officers present.

Quorum

Three members shall constitute a quorum.

TERMS OF REFERENCE CONSTITUTION AND OPERATION

Membership

- The Committee shall comprise not less than three members of the Court, all of whom shall be lay members, i.e. to the exclusion of members of staff of the University and full-time students.
- The Chairperson of Court shall not be a member of the Committee.
- The Committee may co-opt, with the approval of the Court, additional lay persons with appropriate expertise who are not members of the Court. The number of such co-opted members shall not exceed half of the membership. The term of office for these additional lay members shall be in line with the period of co-option for members of Court as defined in Statute 9(2)(g).
- At least one member of the Committee shall have a financial or accounting background.

- The Convener of the Committee shall be appointed by the Court and shall be a member of the Court. In the absence of the Convener at any meeting of the Committee, the Committee shall appoint any of its members as Acting Convener for that meeting.
- The quorum for any meeting of the Committee shall be three members, at least one of whom must be a member of the Court.
- No member of the Committee shall concurrently be a member of the Court's Finance & Policy Committee, although the Convener of the Finance & Policy Committee may attend meetings of the Audit Committee. A reciprocal right of attendance at meetings of the Finance & Policy Committee is granted to the Convener of the Audit Committee.

Authority

- The powers delegated to the Committee by the Court shall be as defined in the Schedule of Delegation.
- The Committee shall have full authority to undertake and review activities associated with any matters within its terms of reference. For the purposes of such activities it shall be provided with adequate resources and full access to information and University personnel.
- The Committee shall have authority to obtain, without prior approval, legal or other independent professional advice within a financial limit determined by the Court (currently £15,000).

Proceedings

- The Committee shall usually meet four times annually and shall report, through submission of the minutes of each meeting, to the next available meeting of the Court.
- Each meeting of the Committee shall normally be attended by the University Secretary, Director of Finance, Director of Academic & Corporate Governance and, where business relevant to them is to be discussed, representatives of the internal and external audit services.
- Other members of the wider University Management Group may be invited to attend meetings as and when appropriate, particularly when internal audits relating to their area of leadership and management responsibility are being considered.
- The Committee's Secretary shall normally be the Assistant Policy Officer (Risk & Audit).

DUTIES AND RESPONSIBILITIES

Effectiveness and Financial Control

- to review the robustness of financial and other control systems and to ensure that the Court's policies on internal control are implemented by delegated officers.
- to ensure that all significant losses have been properly investigated, and that the internal and external auditors and the Funding Council have been informed if appropriate.
- to oversee the University's policy on fraud and irregularity, and to receive regular reports on any incidents of fraud.
- to oversee the University's policy for the prevention of bribery and corruption and the University's gifts and donations policy and to receive reports as appropriate on activity in this area.
- to oversee the University's corporate governance arrangements.
- to monitor, annually or more frequently if necessary, the implementation of approved recommendations arising from both internal and external audit reports and management letters.
- to monitor the effectiveness of the internal and external audit services, including attendance at Committee meetings, and promote co-ordination between the two.
- to monitor the University's arrangements to secure value for money, whether these are made via internal or external audit or other means.

Risk Management

- to advise the Court on the effectiveness of risk management in the University, on the basis of regular reports on risk management from the Professional Services Group (PSG) and appropriate audit work.
- to review at least twice annually the Institutional Risk Register and make recommendations to the Court in this respect.
- To advise the Court on risks relating to the University strategy.

Internal Audit

- to advise the Court on the appointment and remuneration of internal auditors.
- to consider and advise the Court on the internal audit needs assessment and the strategic and annual internal audit plans.
- to consider and advise the Court on issues arising from internal audit reports.
- to receive an annual report from the internal audit service, which should include an opinion on the degree of assurance that can be placed on the system of internal control.

External Audit

- to advise the Court on the appointment and remuneration of external auditors.
- to guide the external auditors on the nature and scope of the audit as necessary.
- to consider and advise the Court on external audit reports and management letters.
- to consider and advise the Court on the University's annual financial statements, ensuring the proper application of agreed accounting policies.
- In line with the policy set out in Annex 2 to monitor any advisory or other non-audit work undertaken for the University by the external auditors, to ensure that their independence is not compromised.

Other

- to oversee the University's policy on public interest disclosure and receive reports on the outcomes of investigations of public interest disclosures.
- to receive routine reports from the University Solicitor on legal matters involving, or likely to involve, the University
- to ensure the University's compliance with the Funding Council's Code of Audit Practice.
- to receive and review reports relating to audit prepared by the Funding Councils, National Audit Office, European Commission and other bodies, and to advise the Court as necessary.
- to make an annual report on the work of the Committee for submission to the Court and the Funding Council.

Membership 2017/18**(1) Members**

Name	Category
Jo Elliot (Convener)	(Lay Member of Court)
Karen Bassett	(Lay Audit Committee Member)
Dr William Boyd	(Lay Member of Court)
Neil Menzies	(Lay Audit Committee Member)
Karen Reid	(Lay Member of Court)

(2) Officers in Regular Attendance

Name	Category
Wendy Alexander	(Vice-Principal (Internationalisation))
Andrew Hewett	(Director of Finance)
Dr Neale Laker	(Director of Academic & Corporate Governance)
Kevin Mallet	(Deputy Director of Finance)
Dr Jim McGeorge	(University Secretary)
Dr Christine Milburn	(Policy Officer (Corporate Governance))
Dr Elizabeth Rogers	(Assistant Policy Officer (Risk & Audit))

POLICY ON USING EXTERNAL AUDITORS FOR NON-AUDIT SERVICES

This annex sets out the policy for the appointment and remuneration of the external auditors for any work undertaken on behalf of the institution. It outlines the control processes that will be put in place to ensure compliance with the policy.

Statutory audit

The Director of Finance will recommend the overall fee for statutory audit to the Audit Committee. It is the responsibility of the audit committee to review the proposed audit fee and recommend it to the governing body for approval.

The Audit Committee will review the independence and effectiveness of the external auditors on an annual basis.

Other work as auditors or reporting accountants

While it is difficult to be precise about the definition of other work the external auditor may undertake as auditor, it includes the following:

- any other review of the accounts for regulatory purposes
- assurance work related to compliance and corporate governance, including high-level controls
- regulatory reviews or reviews commissioned by the audit committee
- accounting advice and reviews of accounting standards.

The Director of Finance must clear the appointment of the external auditor for any such work in advance with the Convener of the Audit Committee.

The Audit Committee will receive a report summarising work commissioned from external auditors, including fees payable for non-audit services.

Tax advisory services

The external auditor may provide tax advisory services, including tax planning and compliance, provided such advice does not conflict with the auditor's statutory responsibilities and ethical guidance. Taxation includes, but is not limited to, income tax, corporation tax, value added tax, national insurance, business rates, climate change levy and other charges payable to or receivable from government departments.

The audit committee will determine whether the appointment of the external auditor for any tax work would conflict with the auditor's statutory duties. Any tax assignment requires the approval of the Director of Finance, who will consult with the Convener of the Audit Committee in respect of any assignment over £10k. The Audit Committee will receive a report on the tax advisory services provided by the external auditor, including fees payable.

Merger/acquisition support

It is permissible for the external auditor to be appointed to undertake specific merger/acquisition activities on behalf of the institution. However, the auditor cannot be appointed to undertake such work without the prior approval of the Director of Finance, who will consult with the Convener of the Audit Committee regarding any assignment that could involve fees in excess of £10k. The Audit Committee will receive a report summarising work commissioned from external auditors, in respect of merger/acquisition activity including fees payable.

Other accounting advisory and consultancy work

There may be occasions when the external auditor is best placed to undertake other accounting, investigatory, advisory and consultancy work on behalf of the institution, because of the auditor's in-depth knowledge of the institution. However, the following are specifically prohibited:

- work related to accounting records and financial statements that will ultimately be subject to external audit
- management of, or significant involvement in, internal audit services
- secondments to management positions that involve any decision-making
- any work where a mutuality of interest is created that could compromise the independence of the external auditor
- any other work which is prohibited by UK ethical guidance.

Any assignment in excess of £20,000 can only be awarded to the external auditor after competitive tender, with the exception of assignments involving their own intellectual property. The inclusion of the external auditor on a tender list requires the

prior approval of the Director of Finance. The Director will consult with the Convener of the Audit Committee regarding any tender for work in excess of £10,000. The Audit Committee will receive a report summarising details of all such work commissioned, including fees payable.

Guidance

In principle, the committee should not agree to the auditor providing a service if the result is that:

- *The audit firm or a member of the engagement team has a financial or other interest that might cause them to be reluctant to take action that would be adverse to the interests of the firm or a member of the engagement team (self-interest threat).*
- *The results of the non-audit service performed by the audit firm may be included in the institution's financial statements, and thus not subject to proper audit review (self-review threat).*
- *The auditor undertakes work that involves making judgements and taking decisions which are the responsibility of management (management threat).*
- *The audit firm undertakes work that involves acting as advocate for the institution and supporting a position taken by management in an adversarial context (advocacy threat).*
- *The auditor is predisposed, for example because of a close personal or family relationship, to accept or not sufficiently question the institution's point of view (familiarity threat).*
- *The auditor's conduct may be influenced by fear or threats (intimidation threat).*

The audit engagement partner should inform the audit committee of all significant facts and matters bearing on the auditors' objectivity and independence, including those related to the provision of non-audit services, and any safeguards in place.

APPENDIX 3

FINANCE & POLICY COMMITTEE (Minute 21(2)(a))

A meeting of the Committee was held on 2 October 2017.

Present: Andrew Richmond (Convener)
Ronald Bowie
Jane Marshall
Sean O'Conner
Professor Mairi Scott
Allan Murray
Sharon Sweeney

In Attendance: Jo Elliot (Chair, Audit Committee);
Professor Nic Beech (Vice-Principal (Provost))
Andrew Hewett (Director of Finance);
Dr Neale Laker (Director of Academic & Corporate Governance).
Professor Karl Leydecker (Vice-Principal (Learning & Teaching));
Kevin Mallett (Deputy Director of Finance)
Dr Jim McGeorge (University Secretary);
Aiden McColgan (Interim Director of Campus Services);
Dr Christine Milburn (Policy Officer (Corporate Governance));

Apologies: Richard Bint; Principal, Professor Sir Pete Downes; and Wesley Rennison (Director of Strategic Planning).

1. MINUTES

Resolved: to approve the minutes of the meeting of 14 August, including minute 8 which was considered as an item of reserved business.

2. MATTERS ARISING

Action Log

The Committee received the action log for its business, and the Convener highlighted items later on the agenda where updates would be provided. Following discussion it was agreed that tracking for the on-going capital items on the action log should be merged.

Resolved: to note the log and amend the tracking of the two on-going items.

3. FINANCIAL UPDATES

(1) Management Accounts (Period 12)

The Committee received the management accounts for the period to the end of July 2017 (Period 12), and members were advised that the figures remained subject to review by the external auditors.

In introducing the accounts, the Deputy Director of Finance drew members' attention to the full year surplus on operational activities, which at £295k was an improvement of £5.9m relative to the deficit budget projected at the start of the year. Noting that the areas which had contributed to the positive variance had been discussed fully at the previous meeting, the Deputy Director reiterated the intention of the Finance Directorate to give further consideration to opportunities to improve forecasting in relation to in-year savings. He also provided a short overview of variances in Schools and Directorates budgets, and significant exceptional items which had been received in late July. Members were also pleased to note the good outcome in tuition fee income for the year.

The Deputy Director highlighted the impact of the re-measurement of pension liabilities, where actuaries' year-end adjustments had led to a £10.7m credit for 2016/17 compared to a £27.7m charge for the prior year. The Committee noted that as a result the comprehensive income for the year stood at £9.38m. The

Committee was also pleased to note that the consolidated cash position remained strong, standing at £46.9m relative to £35.3m at the same point in the previous year, and that at £202.6m net assets had improved by £11.6m.

In response to questions the Committee noted that sales of intellectual property and spin-out companies were reflected in the 'other exceptional items' accounting category. Members suggested that it would be easier to fully review and understand the financial contributions made by Schools if these items were assigned to Schools within the accounts where possible.

Turning to future reports, the Committee was advised that the next accounts would be Period 3 (1 August to 31 October), and members noted that due to the timing of the meeting these accounts may not be available until the meeting itself.

Resolved: to note the period 12 accounts.

(2) Treasury Annual Report

The Director of Finance presented the annual Treasury Report which assessed activity over the last 12 months against the requirements of the Treasury Policy. The report covered: counterparty risks and limits, liquidity risk, currency risks and swaps, interest rate risks and inflation risk. The Director drew members' attention to the counterparty risk and limits reports, in particular members noted that the University's main banker, Royal Bank of Scotland (RBS), continued not to meet the policy rating requirements, and that the issue which had led to the counterparty limits with RBS being breached in year had now been resolved satisfactorily. After considering the risks, and noting the intention to begin a tendering exercise for banking services once the new finance system was in place, members recommended that the University continue with the existing arrangement. The Committee was also advised of the appointment of a new Treasury Manager.

Resolved:

- (i) to endorse to the Court the continued use of RBS as a deposit taking institution, noting that its rating from all three rating agencies fell below the Treasury Policy's standards;
- (ii) to note that a tendering exercise for banking services would begin once the new finance system was in place; and
- (iii) otherwise to note the report.

(3) Annual Financial Statements

The Committee reviewed the draft financial statements and the Director of Finance invited members to provide comment on themes for inclusion in the commentary accompanying the accounts. Members made a number of suggestions and highlighted areas where further explanation would be valuable. In response to questions the Director of Finance also told the Committee that he had met with the Scottish Funding Council (SFC), and that they believed that elements of the University's internal reporting formats post-FRS 102 could have relevance more widely across the HE sector in Scotland.

Resolved: to note the draft statements.

4. **UPDATES**

(1) Reporting of Progress in Recruitment

The Committee received a regular update on the current admissions position for open recruitment including an indication of trends in partnership recruitment and early figures for recruitment through International College Dundee. It heard that significant progress had been made across all categories compared to the previous year, and was pleased to note that recruitment via International College Dundee was on track, and that Rest of UK (RUK), MD20 and MD40 targets had been met. The Committee focussed its discussions on challenges in the recruitment of overseas undergraduate students where the University did not expect to meet budget targets. In particular members noted the impact of visa processing delays outside the University's control and steps being taken by the University to mitigate their impact.

The Committee discussed the quality of the student intake in terms of entry tariff, and was pleased to note that this was an area being monitored, and which remained strong. Members also noted that future decisions to increase the intake in areas such as nursing, where government workforce planning had led to an expansions of places, would be considered as part of the Outcome Agreement discussions with the

Scottish Funding Council, and that the potential impact on tariffs and thereby league table positions would need to be considered. The Vice-Principal (Learning & Teaching) highlighted the University's new accelerated graduate level entry teaching qualification as an example of the University's responsiveness to government workforce planning initiatives.

Resolved: to note the update.

(2) Business Transformation

The Committee received the minutes of the Business Transformation (BT) Steering Group meetings on 31 July and 31 August 2017. The University Secretary also provided a verbal overview of the meeting of the Steering Group on 22 September, and members noted that the minutes would be made available once finalised.

The Committee's discussions focussed on timelines for the implementation of the student, HR, and finance systems. The Deputy Director of Finance provided the Committee with detailed insight into user acceptance testing and training for the finance system and confirmed that a decision would need to be taken in the next two weeks by the Steering Committee if the system was ready to 'go live' on 1 November as per the updated schedule or be deferred for one month. Turning to the HR system the Committee noted that a major software release was scheduled by the vendor for December and was designed to provide the functionality necessary to meet the University's contractual demands and compliance with UK statutory requirements. The University was tracking the progress being made by the vendor in meeting this deadline, which would be critical in determining the future implementation date for the HR/Payroll elements of the system.

Through discussion members noted the continuation of weekly calls between the University Secretary and the Global Chief Operating Officer of the vendor, and the recent workshops held between the vendor and HR team to assist the vendor in relation to the software release.

Resolved: to note the update and offer on-going support for the approach being taken by the Business Transformation team.

5. **TAY CITIES DEAL**

The University Secretary drew to members' attention the Tay Cities Deal, informing members that the University had been included in three proposals. Based upon other city deals, a wide range of outcomes and timescales for announcement were possible, but it presently appeared unlikely that all of the bids submitted in the Deal would be funded in full. Members noted that the Principal had convened an internal group to review the University's financial commitments relating to these bids, as well as to facilitate amendments that might be required if the bids were not funded in full. Following discussion members noted that a paper would be prepared for the next meeting of the Committee outlining projects and commitments and highlighting any considerations in relation to capital expenditure.

Resolved: to note that a paper would be prepared for the next meeting outlining the proposals submitted and any associated commitments.

6. **CAMPUS SERVICES**

The interim Director of Estates & Campus Services attended the meeting to present the regular update on capital projects. In doing so he highlighted the complexity of scheduling works in the Matthew Building in a manner which minimised impact on the users of the building. He went on to advise of the completion of works in the Discovery Centre (Level 3) and Library & Learning Centre, and the Committee noted that an options appraisal for accommodation for the Business School was being developed and would be submitted to the Committee for consideration in the near future. Following discussion the Interim Director undertook to include a table in future reports that enabled each projects to be monitored in terms its delivery against projected timescale and cost.

At the last meeting members had been advised of a University-wide review of cladding in the wake of the Grenfell Tower disaster, and discussions focused on the Interim Director's update in relation to the work currently being carried out on the Tower Building. Members noted that in order to meet Dundee City Council planning requirements that wood be used, the contractors had developed bespoke cladding for the Tower Building. While the cladding solution was compliant with current building regulations, the University had as a precautionary measure subsequently paid for a panel to be subjected to BRE 135 testing. The Committee noted that at the time of the meeting the outcomes of this test had been inconclusive, and that he would be speaking with the Contractor

and Fire Safety Officer in the next couple of days to review the findings. Members noted that the University Executive Group would consider an update and next steps carefully at its meeting on 4 October 2017 once this further information was available. The Committee also noted that as a non-residential administrative building with two staircases, a comprehensive alarm system and policy of evacuation, the Tower Building would be classified as a low risk building, and that the replacement cladding was undoubtedly an improvement over the cladding which had been removed in terms of fire safety.

Resolved: to note the update and await further reports in due course.

7. **RESERVED BUSINESS: DUNDEE STUDENT VILLAGES**

The University asserts that this information is exempt from public disclosure and claims exemptions in S.30 and S.33(1)(b) of the Freedom of information (Scotland) Act 2002. Members were therefore required to treat the discussion and associated papers as strictly confidential.

At the point at which the exemptions are deemed to no longer apply the Court will be asked to note the release of this minute which will then be included as an appendix to the minute of that Court meeting.

8. **PENSION SUB-GROUP**

The Committee received the minutes from the meetings of the Pensions Sub-Group on 14 August and 7 September. Members noted the Sub-Committee's discussions had been highlighted at the business meeting of the Court Retreat and that a summary and proposed response to the USS consultation had been subsequently circulated to the Court for comment. Through discussion the Committee noted that the Universities Superannuation Scheme (USS) had until June 2018 to submit its valuation and proposals to the Pensions Regulator.

Resolved: to note the report

9. **FINANCIAL REGULATIONS**

The Committee received a paper outlining proposed new Financial Regulations for the University. In introducing the paper the Deputy Director informed the Committee that the previous regulations had last been approved in April 2010, and therefore did not reflect current sector standards. The Deputy Director highlighted the approach taken in rewriting the regulations, and the Committee noted that once approved, the changes would be cascaded through policies and referenced documents. Members also noted that the regulations would be subsequently reviewed on an annual basis.

Resolved: to approve the new Financial Regulations for the University.

10. **SCHEDULE OF DELEGATION AND DECISION MAKING POWERS**

The Committee received a paper from the Deputy Director of Finance outlining proposed changes to the financial levels within the Schedule of Delegation and Decision-Making Powers (annex). Presenting the paper, the Deputy Director told the Committee that the changes had been designed to align the financial authorities within the Schedule with the authorisation levels and approval pathways within the new finance systems which were being implemented as part of the Business Transformation Programme.

Members noted that the threshold limits for delegated approval had not been significantly revised in many years, and that the changes aimed to improve the usability of the Schedule through the introduction of revised and consistent threshold limits. Turning to the operational tiers proposed, discussions focused on the upper threshold limit set for approval by the University Executive Group. Members agreed that this limit should be revised to £3m across all of the proposed areas.

Through discussion the Committee explored the proposed delegation of financial responsibility, and while supportive of the empowerment of Deans and Directors in this manner, and noting the discussions of the Governance & Nominations Committee's earlier in the day, the Committee agreed that it would be important for the formal and informal control environment surrounding such delegation to be further explored. The Committee also questioned the manner in which the use of delegated authority at this level would be captured, and suggested that it may be appropriate for the University Executive Group to consider reports on a similar basis to that used to report to the Committee instances of the use of delegated authority by the University Secretary and Director of Finance.

Lastly, in response to questions the Deputy Director confirmed that research and non-research purchases approval would be post contract approval and hence as a result of the earlier scrutiny, the University Secretary would not be required as a signatory at that stage.

Resolved: to endorse to the Court the approval of revisions to the Schedule of Delegation, subject to amendment of the threshold limit for delegation to the University Executive Group to £3m.

11. USE OF DELEGATED AUTHORITY

The Committee noted one instance of the use of delegated authority by the University Secretary and Director of Finance since the last meeting. The Committee was content that the authority had been used appropriately and was interested to note the details of the transactions.

Resolved: to note the update.

12. DATE OF NEXT MEETING

The Committee noted the next meeting of the Finance & Policy Committee was scheduled for 13 November 2017.

Resolved: to note the date.

Area	Sub-category	Delegated Matter	Authority	Signatory/Implementing Authority
Academic Governance	Degrees	Approve degree regulations	Quality and Academic Standards Committee	Vice-Principal (Learning & Teaching), Director of Academic & Corporate Governance, Director of Quality & Academic Standards
Academic Governance	Degrees	Approve the conferment of degrees and qualifications including honorary degrees	Senate	Principal & Vice-Chancellor
Academic Governance	Degrees	Approve degree programme specifications and assessment methods	Quality and Academic Standards Committee	Vice-Principal (Learning & Teaching), Director of Academic & Corporate Governance, Director of Quality & Academic Standards
Audit	Accounting Policies	Approve changes to accounting policies	University Court on the recommendation of the Audit Committee	Director of Finance
Audit	Audit plan	Approve internal audit needs assessment and internal audit strategic and operational plans	Audit Committee	University Secretary
Audit	Audit reports	Approve annual report of internal auditors for submission to SFC	University Court on the recommendation of the Audit Committee	Director of Finance
Audit	Auditors	Approve process for appointment of internal/external auditors	Audit Committee	Director of Finance
Audit	Auditors	Approve appointment of Internal/External auditors	University Court on the recommendation of the Audit Committee	Director of Finance
Elections	Chairperson of Court	Elect Chairperson of Court	Court, Staff and students	Returning officer: Secretary
Elections	Chairperson of Court	Determine candidacy for election as Chairperson of Court	Appointing Committee established by Court	Returning Officer: Secretary
Elections	Court	Elect Senate Assessors to Court	Senate	Returning Officer: Secretary
Elections	Court	Elect Staff Council Assessors to Court	Staff Council	Returning Officer: Secretary
Elections	Rector	Elect Rector	DUSA (in consultation with Court and Senate)	Returning Officer: Secretary
Elections	Senate	Elect Staff Council Assessors to Senate	Staff Council	Returning Officer: Secretary
Elections	Senate	Elect School representatives to Senate	School Boards	Returning Officer: School Manager
Finance	Accounts	Approve annual consolidated accounts for the University and Group (financial statements)	University Court on the recommendation of the Audit Committee and the Finance & Policy Committee	Chairperson of Court AND Principal AND Director of Finance
Finance	Bank Accounts	Approve administrative and security arrangements relating to University investments and bank accounts	Director of Finance with an annual report to the Finance & Policy Committee	Director of Finance
Finance	Borrowing	Enter into borrowing arrangements up to £5m, and renew as necessary, in accordance with the financial strategy approved by Court	Director of Finance with a report to the next Finance & Policy Committee	Director of Finance AND University Secretary
Finance	Borrowing	Enter into borrowing arrangements over £5m, and renew as necessary, in accordance with the financial strategy approved by Court	Finance & Policy Committee	Director of Finance AND University Secretary
Finance	Budget	Approve financial strategy, including annual capital programme and annual budgets for Schools and Professional Services	University Court on the recommendation of the Finance & Policy Committee	Director of Finance AND University Secretary
Finance	Business Plans (revenue)	Approve business plans for projects and funding applications or variations thereof for revenue spend up to £25k	Devolved: Deans of Schools and/or Directors of Professional Services	Deans of Schools and/or Directors of Professional Services
Finance	Business Plans (revenue)	Approve business plans for projects and funding applications or variations thereof for revenue spend between £25k and £1.25m	Individual senior manager: University Secretary and the Director of Finance	Director of Finance
Finance	Business Plans (revenue)	Approve business plans for projects and funding applications or variations thereof for revenue spend between £1.25m and £3m	Executive: University Executive Group	Director of Finance
Finance	Business Plans (revenue)	Approve business plans for projects and funding applications or variations thereof for revenue spend more than £3m	Governance sub-committee: Finance & Policy Committee	Director of Finance
Finance	Business plans (capital)	Approve business plans for projects and funding applications or variations thereof that include a capital element between £25k and £1.25m	Individual senior manager: University Secretary and the Director of Finance	Director of Campus Services
Finance	Business plans (capital)	Approve business plans for projects and funding applications or variations thereof that include a capital element between £1.25m and £3m	Executive: University Executive Group	Director of Campus Services
Finance	Business plans (capital)	Endorse business plans for projects and funding applications or variations thereof that include a capital element more than £3m	Governance sub-committee: Finance & Policy Committee	Director of Campus Services

Finance	Business plans (capital)	Approve business plans for projects and funding applications or variations thereof that include a capital element more than £3m	Governance trustees: University Court on the recommendation of the Finance & Policy Committee	Director of Campus Services
Finance	Car Parking charges	Approve charges for the use of University car parks	University Secretary	University Secretary
Finance	Contracts (non-research)	Approve non-research related contracts, agreements and applications or variations thereof up to £125k	Devolved: Head of Procurement	Head of Procurement
Finance	Contracts (non-research)	Approve non-research related contracts, agreements and applications or variations thereof between £125k and £1.25m	Individual senior manager: University Secretary and the Director of Finance	Director of Finance
Finance	Contracts (non-research)	Approve non-research related contracts, agreements and applications or variations thereof between £1.25m and £3m	Executive: University Executive Group	Director of Finance
Finance	Contracts (non-research)	Approve non-research related contracts, agreements and applications or variations thereof more than £3m	Governance sub-committee: Finance & Policy Committee	Director of Finance
Finance	Contracts (research)	Approve non-research related contracts, agreements and applications or variations thereof up to £1.25m	Devolved: Director of Research & Innovation Services	Director of Research & Innovation Services
Finance	Contracts (research)	Approve non-research related contracts, agreements and applications or variations thereof between £1.25m and £3m	Individual senior manager: Vice-Principal of Research	Director of Finance
Finance	Contracts (research)	Approve non-research related contracts, agreements and applications or variations thereof more than £3m	Governance sub-committee: Finance & Policy Committee	Director of Finance
Finance	Disposals	Approve disposal of assets (except where agreement has been reached between the Director of Finance to further delegate this responsibility to Directors or Deans for specific assets or categories of asset).	University Secretary AND the Director of Finance (subject to appropriate required approval on disposal of publicly funded assets)	Director of Finance
Finance	Financial Regulations	Approve Financial Regulations	Finance & Policy Committee	Director of Finance
Finance	Financial Regulations	Approve changes to the Financial Procedures Manual and Procurement manual	Director of Finance	Director of Finance
Finance	Investments	Approve guidelines for University investments	Finance & Policy Committee on the advice of the Endowments Sub-Committee	Director of Finance
Finance	Loans	Approve loans, loan guarantees and grants to subsidiary, spin-out and associated companies up to £100k	University Secretary AND Director of Finance	Director of Finance
Finance	Loans	Approve loans, loan guarantees and grants to subsidiary, spin-out and associated companies of more than £100k	Finance & Policy Committee	Director of Finance
Finance	Purchases	Approve individual purchases up to £25k	Devolved: Deans of Schools and/or Directors of Professional Services	Deans of Schools and/or Directors of Professional Services
Finance	Purchases	Approve individual purchases between £25k and £1.25m	Individual senior manager: Director of Finance	Director of Finance
Finance	Purchases	Approve individual purchases between £1.25m and £3m	Executive: University Executive Group	Director of Finance
Finance	Purchases	Approve individual purchases more than £3m	Governance sub-committee: Finance & Policy Committee	Director of Finance
Finance	Schools and Directorates	Approve allocation of resources within Schools and Directorates	Deans of Schools/Directors of Professional Services	Deans of Schools/School Managers/Directors of Professional
Finance	Schools and Directorates	Approve expenditure within agreed budgets in accordance with the Financial Procedures Manual	Deans of Schools/Directors of Professional Services	Deans of Schools/School Managers/Directors of Professional Services
Finance	Student Fees	Approve student fee rates	University Executive Group	Director of Finance
Finance	Treasury	Oversee treasury management policies and procedures required to ensure that cash resources are managed securely and efficiently	Director of Finance with an annual report to the Finance & Policy Committee	Director of Finance
Governance	Appointments to Court	Approve appointment of co-opted members of Court	University Court on the recommendation of the relevant appointing committee	University Secretary
Governance	Chancellor	Approve appointment of the Chancellor	University Court in consultation with the Senate	University Secretary
Governance	Committees	Approve membership of Court Committees	University Court on the recommendation of the Governance & Nominations Committee	University Secretary
Governance	Committees	Approve membership of Senate Committees	Senate	University Secretary
Governance	Governing Instruments	Approve changes to Charter and Statutes and new Statutes	University Court in consultation with the Senate (Subject to Privy Council approval)	University Secretary
Governance	Governing Instruments	Approve changes to Ordinances and new Ordinances	University Court in consultation with the Senate	University Secretary

Governance	Governing Instruments	Approve standing orders of Court	University Court on the recommendation of the Governance & Nominations Committee	University Secretary
Governance	Subsidiary Companies	Approve the formation of subsidiary, spin-out and associated companies (including any amendments to articles of association and equivalents once formed).	Principal AND the Director of Finance or the University Secretary	University Secretary/Director of Finance
Governance	Subsidiary Companies	Approve the winding up of subsidiary, spin-out or associated companies	Finance & Policy Committee	University Secretary/Director of Finance
Governance	University Structure	Approve the academic structure of the University, including the creation or amendment of Schools and their constituent disciplines.	University Court in consultation with the Senate	University Secretary
Policies & Regulations	Admissions	Approve policies and terms and conditions for the admission of students to the University	Senate on the recommendation of the Learning & Teaching Committee	University Secretary
Policies & Regulations	Animals	Determine an ethical review process and policies on matters relating to the welfare of animals on University premises and act as the University's Animal Welfare and Ethical Review Body	Welfare and Ethical Use of Animals Committee	University Secretary
Policies & Regulations	Staff	Approve policies and procedures affecting staff and their terms and conditions including, for example, health & safety, equality & diversity and arrangements to consider grievances and disciplinary issues, etc.	University Court on the recommendation of the People & Organisational Development Committee	Director of HR&OD
Research	Clinical Trials	By means of the Sponsorship Committee, to receive and determine applications for the sponsorship of all Clinical Trials of Investigational Medicinal Products (CTIMP Clinical Trials), all regulated device trials and those clinical	R&D Director, Tayside Medical Sciences Centre (TASC)	R&D Director, Tayside Medical Sciences Centre (TASC)
Research	Clinical Trials	Approve contracts relating to the performance of CTIMP clinical trials, regulated device trials and all clinical research studies administered by TASC, or the amendment or cancellation of such contracts, excluding contracts solely relating to University intellectual property or where the University has responsibility for commercial outcomes from work.	R&D Director, Tayside Medical Sciences Centre (TASC)	R&D Director, Tayside Medical Sciences Centre (TASC)
Research	Clinical Trials	Receive and determine applications for the sponsorship of all other clinical research studies.	R&D Director, Tayside Medical Sciences Centre (TASC)	R&D Director, Tayside Medical Sciences Centre (TASC)
Research	Clinical Trials	Approve grant funding applications up to £50k .	R&D Director, Tayside Medical Sciences Centre (TASC)	R&D Director, Tayside Medical Sciences Centre (TASC)
Research	Clinical Trials	Where required, approve the contractual terms and conditions associated with grant funding awards solely for CTIMP trials, regulated device trials and clinical research studies administered by TASC, in conjunction with RIS	R&D Director, Tayside Medical Sciences Centre (TASC)	R&D Director, Tayside Medical Sciences Centre (TASC)
Research	Grants and Awards	Approve research-related contracts or amendments/cancellation of contracts	Director of Research & Innovation Services	Director of Research & Innovation Services
Research	Grants and Awards	Approve all grant funding applications, provided that where a separate arrangement has been agreed with an individual School or unit, this authority may be delegated to that School or unit up to a value of £50k, and provided it is within agreed parameters	Director of Research & Innovation Services	Director of Research & Innovation Services
Research	Grants and Awards	Approve licensing agreements on behalf of the University	Director of Research & Innovation Services	Director of Research & Innovation Services
Research	Intellectual Property	Approve assignation of intellectual property and patent applications	Director of Research & Innovation Services	Director of Research & Innovation Services
Staff: Appointments	Appointing Committees	Approve membership of professorial appointing committees	Principal AND Vice-Principal (Academic Planning & Performance)	Vice-Principal (Academic Planning & Performance)
Staff: Appointments	Appointing Committees	Approve membership of appointing committees for professional services appointment at grade 10	University Secretary	University Secretary
Staff: Appointments	Deans	Appoint Deans of School	Principal (in consultation with the School)	Principal/Director of HR&OD
Staff: Appointments	Emeritus	Approve conferment of the title 'Emeritus' on former members of staff	Senate	Director of HR&OD
Staff: Appointments	Established/Named Chairs	Approve appointment of a professor to a named or established chair	Senate on the recommendation of the University Executive Group	Principal/Director of HR&OD

Staff: Appointments	General	Approve filling of vacant academic posts within existing establishments	Deans, following consultation with the Vice-Principal (Academic Planning & Performance, and on the advice of the relevant HRO and accountant	Deans
Staff: Appointments	General	Approve filling of vacant non-academic posts within existing establishments	Deans/Directors on the advice of the relevant HRO and accountant	Deans/Directors
Staff: Appointments	General	Approve creation of new posts outside the existing establishments	University Staffing Committee	Director of HR&OD
Staff: Appointments	General	Approve appointments of external examiners, where within the parameters of the policy on external examiners	Deans	Deans
Staff: Appointments	Honorary appointments	Approve honorary professorial appointments	Senate on the recommendation of School Boards following consultation with the Vice-Principal (Academic Planning & Performance)	Director of HR&OD
Staff: Appointments	Honorary appointments	Approve honorary appointments in the professional services	University Secretary	Director of HR&OD
Staff: Appointments	Honorary appointments	Approve honorary academic appointments (except professorial)	School Boards	Director of HR&OD
Staff: Appointments	Principal	Approve appointment of Principal & Vice-Chancellor	University Court (in consultation with the Senate) on the recommendation of an appointing committee	University Secretary/Director of HR&OD
Staff: Appointments	Principal	Ensure that the performance of the Principal is reviewed annually in accordance with established University procedures for Objective-setting and Review	Remuneration Committee	Chairperson of Court
Staff: Appointments	Principal	Approve severance terms and substantial changes to pay and/or terms and conditions of the Principal	University Court on the recommendation of the Remuneration Committee	University Secretary/Director of HR&OD
Staff: Appointments	Secretary	Approve appointment of the University Secretary	University Court (in consultation with the Senate) on the recommendation of an appointing committee	Principal/Director of HR&OD
Staff: Appointments	Vice-Principals	Approve appointment of any Vice-Principals	University Court (in consultation with the Senate) on the recommendation of an appointing committee	Principal/Director of HR&OD
Staff: Salary	Honoraria	Approve maximum levels of any management responsibility payments and honoraria to Deans and Associate Deans	Remuneration Committee on the recommendation of the University Executive Group	Director of HR&OD
Staff: Salary	Senior Staff	Approve salary increases for the Principal and members of the University Executive Group	Remuneration Committee	Principal/Director of HR&OD
Staff: Salary	Senior Staff	Approve salary increases for Grade 10 staff recommended by each School and Professional Services	University Executive Group	Principal/Director of HR&OD
Staff: Salary	Senior Staff	Approve a policy on senior staff severance and approve early retirement or severance terms for the Principal and other members of the University Executive Group in accordance with that policy	Remuneration Committee	University Secretary/Director of HR&OD
Staff: Salary	Senior Staff	Approve requests by senior staff to undertake consultancy, other paid work or serve as a non-executive director or similar where remuneration exceeds £5,000 per annum, and in any instances relating to members of the University Executive Group	Remuneration Committee	University Secretary
Strategy	Budget	Approve the budget and financial forecasts	University Court	
Strategy	Collaborations	Strategic (in principle) approval of major international/national collaborations	University Executive Group	Principal/Vice-Principals/University Secretary
Strategy	Collaborations	Approve International Collaboration agreements (teaching & learning)	University Executive Group on the advice of the Director of Legal	Principal, Vice-Principal (Internationalisation) Vice-Principal (Learning & Teaching), University Secretary
Strategy	Collaborations	Approve International Collaboration agreements (research)	University Executive Group on the advice of the Director of Legal	Principal, Vice-Principal (Research), Vice-Principal (Internationalisation), University Secretary
Strategy	Collaborations	Approve UK Collaboration Agreements (teaching & learning)	University Executive Group on the advice of the Director of Legal	Vice-Principals, University Secretary
Strategy	KPIs	Approve areas for reporting via Key Performance Indicators	University Court	
Strategy	Strategy	Approve the University Strategy	University Court	

Students	Appeals	Receive and determine appeals from undergraduate students against termination of their studies	Senate Termination of Studies (Appeals) Committee	University Secretary/Vice-Principals/Director of Academic & Corporate Governance
Students	Appeals	Receive and determine academic appeals from students	Senate Appeals Committee/Panel	University Secretary/Vice-Principals/Director of Academic & Corporate Governance
Students	Discipline	Exercise disciplinary powers in relation to students	Any authorised officer named in Ordinance 40	University Secretary/Vice-Principals/Director of Academic & Corporate Governance

APPENDIX 4

GOVERNANCE & NOMINATIONS COMMITTEE (Minute 21(3))

A meeting of the Committee was held on 2 October 2017.

Present: Ronald Bowie (Convener);
Bernadette Malone;
Jane Marshall;
Professor Tim Newman (Vice-Principal (Research, Knowledge Exchange & Wider Impact));
Professor Mairi Scott

In Attendance: Dr Neale Laker (Director of Academic & Corporate Governance);
Dr Jim McGeorge (University Secretary); and
Dr Christine Milburn (Policy Officer (Corporate Governance));

Apologies: Principal Professor Sir Pete Downes; Richard Bint, Toni McKinney; and Phil Welsh.

1. MINUTES

Resolved: to approve the minutes of the meeting of 22 August 2017.

2. MATTERS ARISING

(1) Action Log

Resolved: to note the log and updates provided.

(2) Proposed Process for the Appointment of a New Chancellor (Minutes 4)

The University Secretary updated the Committee on recent progress made in relation to arrangements for the appointment of a new Chancellor. The Secretary confirmed that the first meeting of the Appointing Committee had been scheduled for 23 October 2017, and advised members of the final membership of the Committee as follows:

- Chair of Court, Mr Ronnie Bowie (Chair)
- Principal, Professor Sir Pete Downes
- President, DUSA, Sean O'Connor
- Jane Marshall (Court, and Graduate of the University)
- Andrew Richmond (Court)
- Professor Rami Abboud (Senate)
- Professor Divya Jindal-Snape (Senate)
- Dr Karen Petrie (Senate)

Members also noted that a call for nominations had been circulated to all staff, students and graduates of the University, along with direct encouragement to equality and diversity groups across the University to submit nominations.

Resolved: to note the update.

(3) UoDSS Employer Nominated Trustee (Minute 6)

The Director of Academic & Corporate Governance updated the Committee on discussions regarding potential candidates for the previously discussed position of Employer-Nominated Trustee for the University of Dundee Superannuation Scheme (UoDSS). A number of possible candidates had shown interest and the appointing panel would be reviewing documents in due course. Members also noted that in the mean-time a provisional interview date had been set of 24 November 2017, with the panel as detailed in Minute 6 of the last meeting.

Resolved: to note the update and await further reports in due course.

(4) Vice-Principal Attendance of Committees of the Court 2017/18 (Minute 8)

The Committee noted that in accordance with discussions at its last meeting, the University Executive Group had been consulted on the attendance of Vice-Principals at meetings of the Committees of the Court, and had proposed the following for the remainder of 2017/18:

- Audit Committee – Vice-Principal (International);
- Finance & Policy Committee – Vice Principals (Research) and (Provost);
- Governance & Nominations Committee – Vice-Principal (Learning & Teaching); People & Organisational Development Committee – Vice-Principal (Provost).

Members also welcomed the interest of the Vice-Principal (Learning & Teaching) in attending a meeting of the Audit Committee.

Resolved: to endorse to the Court the changes to Vice-Principals' attendance of meetings of Court Committees.

3. **CONVENER'S UPDATE**

The Convener provided his regular update to the Committee on engagements he had undertaken in his capacity as the Chair of Court. The Committee noted that he had now completed around half of his annual one-to-one meetings with members of the Court, with the remaining meetings being arranged to take place as soon as possible. He also drew members' attention to the agenda for the Committee of Scottish Chairs meeting which was to take place on 3 October 2017. Members suggested that it would be helpful for the CSC to consider issues relating to the governance arrangements around senior pay and the USS Pension Consultation and the Chair undertook to raise these at the meeting.

With regard to sector-wide discussions around governance arrangements for senior pay, the Convener of the Remuneration Committee informed members that it had not proved possible to schedule an additional meeting of the Remuneration Committee before the end of October when the UK Committee of University Chairs (CUC) was due to discuss the issue at their autumn Plenary. Members noted that it was therefore the Convener's intention to develop and circulate to the Remuneration Committee a report outlining her evaluation of the arrangements at the University of Dundee for comment prior to the meeting of the CUC.

Resolved: to note the update.

4. **SECTOR UPDATE**

The Director of Academic & Corporate Governance informed members that the revised Scottish Code of Good HE Governance was to be considered by the Committee of Scottish Chairs of Courts (CSC) at its meeting on 3 October 2017. The Committee agreed that, subject to the approval of the Code at this meeting, it would be valuable for the Director to present a summary to the next meeting of the Court on 23 October 2017 outlining the main changes in the revised Code and the University's alignment to its principles and requirements. The Committee went on to reaffirm its commitment to leading practice in higher education governance.

Resolved: to note the update and await further information in due course.

[Secretaries note: the CSC subsequently approved the revised Code at its meeting on 3 October 2017.]

5. **ACADEMIC CALENDAR 2018-19**

The Committee considered proposals for the amendment of the Academic Calendar for 2018/19 which were required to enable the submission of the Annual Financial Statements to the Scottish Funding Council (SFC) by the revised deadline of 30 November 2018 (previously 31 December 2018). The Committee noted that after consideration of a range of options, it was proposed to introduce additional meetings of the Audit Committee (10am on 29 October) and Court (lunchtime on 13 November) for the sole purpose of considering and approving the Annual Financial Statements. Members agreed that this approach would be the least disruptive to members of the Court who had already made arrangements in their diaries for this period, and noted that arrangements for autumn 2019 would be considered at the meeting of the Committee on 27 March as per normal business.

Resolved: to recommend to the Court that the 2018/19 Academic Calendar be amended to include additional meetings of the Audit Committee and Court as outlined above for the sole purpose of considering and approving the Annual Financial Statements.

6. COURT SKILLS MATRIX 2017-18

In introducing the 2017/18 Court Skills Matrix the Director of Academic & Corporate Governance asked members to consider if the presentation of the matrix, or the data collected for the production of the matrix could be enhanced in a way which better supported the Court's commitment to equality, diversity, and inclusion. Members noted that the current presentation was somewhat traditional and made a number of suggestions for amendments that it felt could help attract a more diverse field of candidates to apply as and when vacancies arose.

- Resolved:**
- (i) to recommend to the Court that it approve the 2017/18 skills matrix for publication on the University website, subject to presentational amendments (annex a); and
 - (ii) to recommend that the Committee consider during the 2017/18 academic year revisions to the format and questions for use in the 2018/19 matrix.

7. MEMBERSHIP OF COURT 2018-19

[Secretary's note: the Chair of Court left the room for the duration of the discussions relating to considerations linked to the appointment of the Chair of Court.]

The Committee received a paper which highlighted matters relating to the membership of the Court arising over the coming two year period.

Members noted that three lay members of the Court would reach the end of their current term of office during the 2017/18 academic year: Richard Bint who was eligible for re-appointment, and Jo Elliot and Andrew Richmond who would have served their maximum permissible term of office.

Noting that Richard Bint would reach the end of his first term of office on 22 April 2017, the Committee considered information relating to his attendance of meetings, register of interest return, as well as the Court Skills Matrix and statement on diversity. The Committee unanimously recommended to Court that he be reappointed for a further term of four years. Members also noted that, in accordance with revisions to Statute 9(2)(k), his renewed membership would be for the period to 31 July 2022.

With regard to the two lay vacancies arising at the end of the academic year, discussions focussed on how best to attract good candidates from diverse backgrounds. Noting past practice, the Committee was not supportive of the continued use of the Sunday Times as one route of advertising, but was interested to note additional networks/sites proposed by the new Equality & Diversity Officer where the vacancy could be promoted in addition to those previously used. Members were also pleased to note that the Equality & Diversity Officer had been invited to provide guidance on refinement of the advertisement with a view to broadening the appeal of the vacancy. Turning to timings for the appointment, the Committee asked that a timeline for the process be circulated to members prior to the next meeting on 13 November to enable potential appointing panel members to make appropriate arrangements in their diaries. Members were also encouraged to indicate their interest in serving on the panel to the Policy Officer (Corporate Governance) as soon as possible.

The Committee was also reminded that as a result of the departure of Jo Elliot from the Court, a vacancy would arise in the position of Deputy Chair of Court. Members were reminded of the requirements of the appointing process as outlined in Statute 9(4) and Ordinance 63, and members agreed that a person specification and job description should be considered by the Committee at its meeting on 13 November 2017, with a view to inviting notes of interest from lay members of the Court in December 2017.

Lastly, in the absence of the Chair and noting the timescales involved, the Committee discussed a number of procedural matters relating to the end of the term of office of the current Chair of Court. The Committee asked officers to seek further information, with a view to discussing the matter further at its next meeting on 13 November 2017.

- Resolved:**
- (i) to endorse to the Court the renewal of the membership of Mr Richard Bint for the period to 31 July 2022;
 - (ii) to note that officers would circulate timelines for the appointment of two lay members before the end of 2017/18, and to note that officers would liaise with the Equality & Diversity Officer in relation to the refinement of the advertisement;
 - (iii) to ask officers to develop a person specification and job description for the position of Deputy Chair of Court for consideration at the next meeting on 13 November; and

- (iv) to consider issues relating to the appointment of the Chair of Court at its next meeting.

8. **CONSIDERATION OF EARLY STAGE COURT BUSINESS**

The Committee received a copy of the provisional Court agenda for the meeting on 23 October 2017. The Committee made a number of suggestions for the format of items, including those relating to the University Strategy to 2022 and the Court Retreat.

Resolved: to note that officers would refine the agenda with the Chair of Court in due course.

9. **REGISTER OF MEMBERS' INTERESTS 2017**

The Committee received a copy of the most up-to-date register of interest return for all Court members. Members noted that all members' returns were up to date and would be displayed on the Court website. Turning to the review of individual returns, and noting differential practice across a number of returns, the Committee requested that, to ensure consistency, all members should be asked to declare any active role in a campus union. Following discussion, and noting the current environment relating to pensions matters, the Committee also decided that all members of the Court and officers in regular attendance at the Court (including all members of the UEG) should be asked to declare if they were members of the USS or the University of Dundee Superannuation Scheme to ensure full disclosure of any potential conflicts.

Resolved: to note the returns and endorse their publication on the Court website.

[Secretary's note: Members of the Court and officers in regular attendance of the Court were subsequently contacted in relation to the declaration of their membership of the USS and UoDSS Pension Schemes.]

10. **ENGAGEMENT OF LAY MEMBERS WITH SCHOOLS AND DIRECTORATES**

The Committee received a paper which set out key issues relating to the engagement of lay members with Schools and Directorates. Members noted that the Committee had previously sought the further development of the University's Code of Conduct for Court members to provide clearer guidance in this respect.

Discussions initially focussed on lay members undertaking paid work in the University and, having discussed the issue in some detail the Committee unanimously agreed that guidelines should be revised to prohibit paid engagement of lay members of any kind by Schools or Directorates in the University.

Turning to unpaid engagement, the Committee considered the benefits and risks of such activities. It was noted that the University had benefitted greatly from the insight and expertise shared by lay members, and that likewise, lay members had benefitted from gaining insight into, and understanding of, the activities, priorities and performance of different parts of the University. Members however also noted the risk of being drawn into operational matters, being perceived to be influenced or lobbied by an individual, Directorate or School and/or the purpose of their engagement being misunderstood or misinterpreted by staff. Following discussion the Committee agreed that it would be valuable if a framework for engagement could be developed in a manner which would facilitate and encourage members' engagement and for those contributions and activities to be captured as part of a broader approach to their continuing professional development. Members also suggested that the annual one to one meetings between the member and the Chair of Court would be an appropriate way of identifying areas where members would welcome further involvement and/or training or where their broad experience could be shared with the University.

Members also discussed opportunities for enhancing Court's awareness of different Schools and Directorates, including through engagement with Deans and Directors either in pre-Court meetings or through their attendance at meetings of the Court, and it was agreed that further consideration would be given to these suggestions.

- Resolved:**
- (i) to recommend to the Court that the engagement of lay members with Schools and Directorates in a paid capacity be prohibited in new guidelines; and
 - (ii) otherwise to ask the University Secretary to update the Code of Conduct to reflect the discussions.

11. CORPORATE GOVERNANCE STATEMENT

The Committee received the draft Corporate Governance Statement for inclusion in the Annual Financial Statements. Noting areas which had been significantly updated from the 2015/16 Statement, discussions focussed on the report on attendance. The Committee noted how the competing commitments of successive Lord Provosts had historically been a factor influencing their attendance at Court. Members were advised that the new Lord Provost had indicated his desire to attend meetings, but the Committee suggested that the Chair of Court could explore with him whether it would be helpful for him to be able to nominate an Assessor to serve on his behalf and attend meetings in the same manner as is permitted for the Rector.

Resolved: to approve the Corporate Governance Statement for inclusion in the draft Annual Financial Statements.

12. SCHEDULE OF DELEGATION

The Committee received a paper from the Deputy Director of Finance outlining proposed changes to the Schedule of Delegation and Decision Making Powers. In presenting the paper, the Deputy Director told the Committee that the changes had been designed to align the financial authorities within the Schedule with the authorisation levels and approval pathways within the new finance system being implemented as part of the Business Transformation Programme. Members noted that the threshold limits for delegated approval had not been significantly revised in many years, and that the changes aimed to improve the usability of the Schedule through the introduction of consistency in these threshold limits, as well proposing revised limits.

Members were supportive of the introduction of consistent values, and discussions focussed on the levels at which the revised thresholds were proposed to be set. In response to questions the Deputy Director set out the reasoning for the revised values in terms of percentage of annual turn-over and spend in the various categories, benchmarking across the sector, and meaningful delegation in the context of the formal and informal control environment. The Committee also noted the responsibility of signatories to refer complex approvals to the next tier of delegation when appropriate irrespective of the limits.

Noting that the proposed delegated limits would be the subject of discussion by the Finance & Policy Committee at its meeting later the same day, the Committee, for its part, endorsed the revised Schedule, but also asked that the Deputy Director provide further clarifying information on the qualitative formal and informal control environment to supplement the Schedule of Delegation.

Resolved: to endorse the direction of travel and ask that a paper be prepared for consideration at the next meeting of the Committee on 13 November 2017 outlining the qualitative formal and informal control environment.

13. ANNUAL REVIEW OF COMMITTEE WORK-PLAN, REMIT AND TERMS OF REFERENCE

The Committee received a draft work-plan for its work in 2017-18 and its remit and terms of reference which had been updated to reflect changes in membership. Discussions focussed on areas of the new University Strategy to 2022 where the Committee may have an interest in terms of oversight, assurance, monitoring and guidance. The Committee noted that this aspect of the Committee's work would be clarified as items were brought forward for consideration during the course of the year, and it was agreed that the University Secretary, supported by the Director of Academic & Corporate Governance and the Policy Officer (Corporate Governance) would ensure that the work-plan was internally reviewed on a regular basis to capture these developments.

Resolved: to endorse to the Court the work-plan, remit and terms of reference (annex b).

14. ENDOWMENTS SUB-COMMITTEE

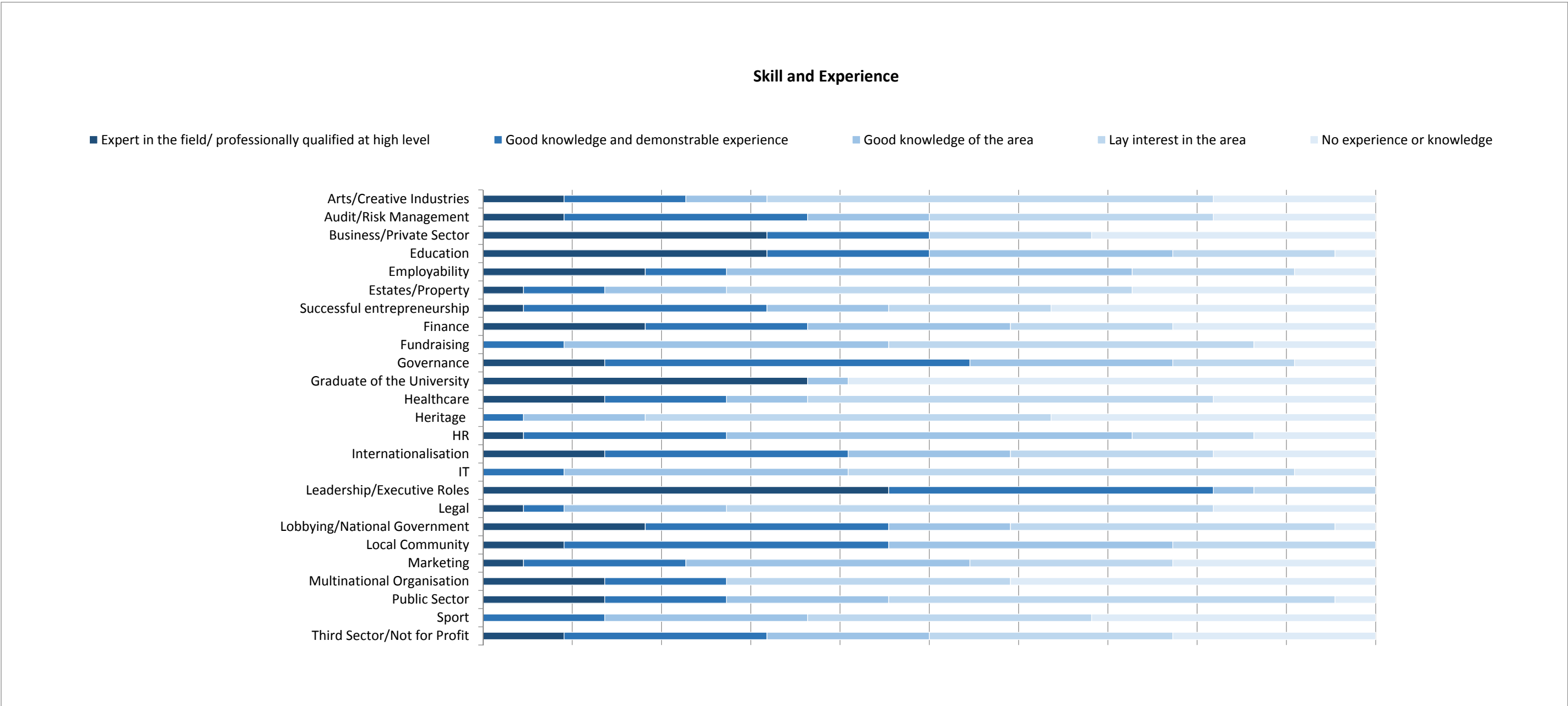
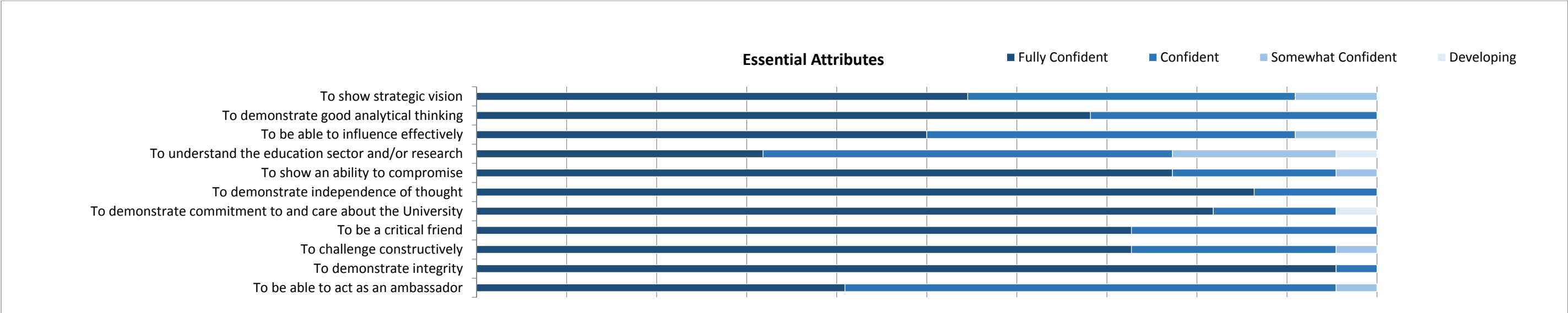
The Committee were advised of a recommendation from the Endowments Sub-Committee that the Convener designate of the Finance & Policy Committee, Richard Bint, join the Sub-Committee with immediate effect, whilst noting that Ronnie Bowie would step down. It was confirmed that there was no expectation that the Chair of Court would be a member of this sub-committee and that the previous Chair's attendance had been based upon his

particular background and experience. The Committee were satisfied that Richard Bint was a suitable replacement and endorsed the change of membership.

Resolved: to endorse to the Court the proposal that Richard Bint replace Ronnie Bowie on the Endowments Sub-Committee.

15. **DATE OF NEXT MEETING**

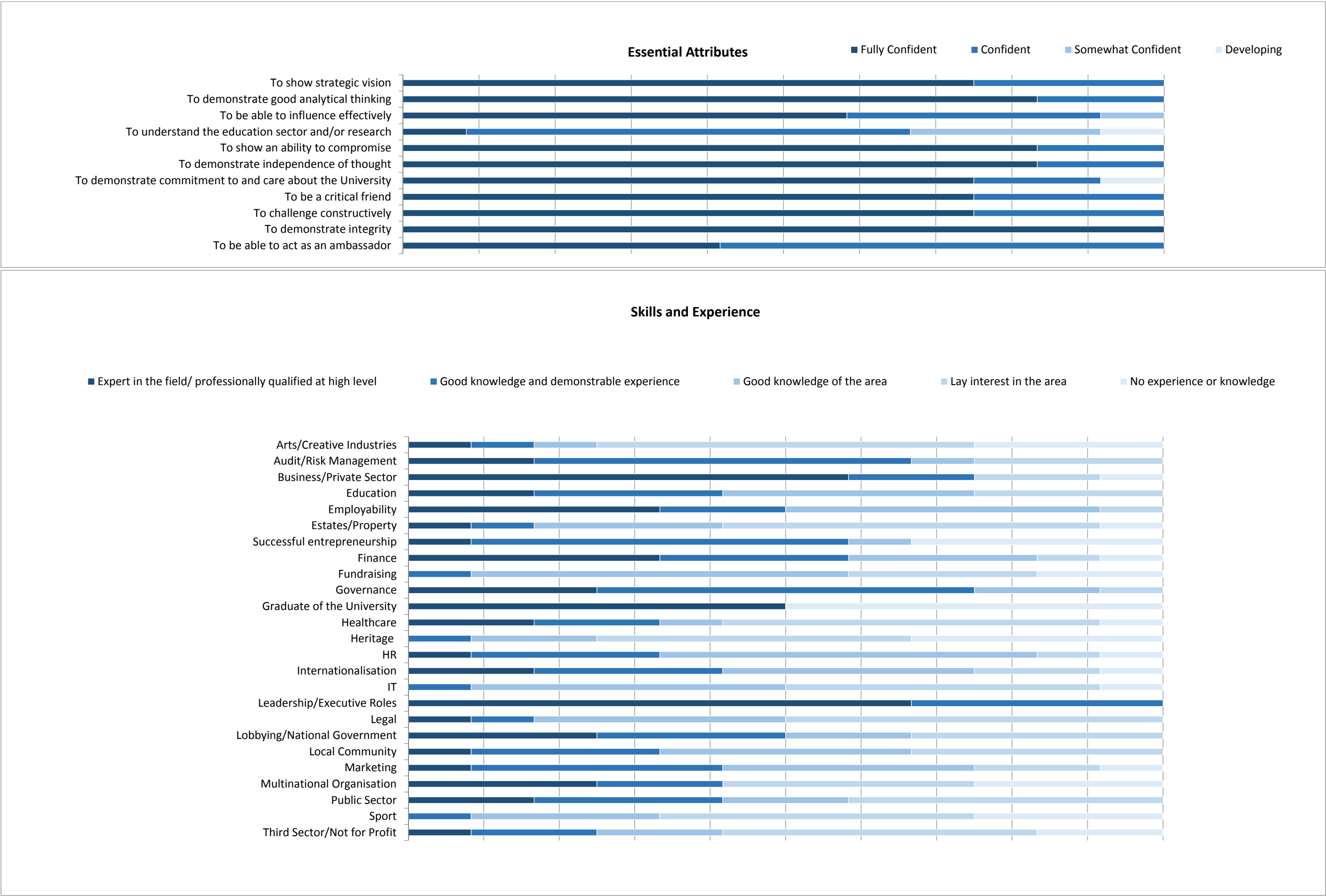
Resolved: to note that the next meeting of the Committee would be held at 10.00am on Monday 13 November 2017.



Other (as listed by members of Court)

- Good knowledge of national government through contacts and interactions up to ministerial level.
- Customer Service orientation - good knowledge of the area
- Health and Safety - good knowledge of the area
- Brand (may be under Marketing) - good knowledge of the area
- External Affairs /Communications - good knowledge of the area
- Setting strategy-good knowledge and demonstrable experience
- Academic Research is a key University activity: good knowledge/experience
- Institutional Audit,
- Academic Assessment and Review: expert
- Coaching and mentoring Strategy development Media/Communications
- International living and work experience
- Quality and Performance management
- Science and Technology
- Mullti agency working
- Leading major projects and national/international events
- Working with Scottish Government on Scottish wide legislative and policy development and implementation

University Court Skills Matrix 2017: Lay Court (12 Responses)



Other (as listed by members of Court)

- Customer Service orientation - good knowledge of the area
- Health and Safety - good knowledge of the area
- Brand (may be under Marketing) - good knowledge of the area
- External Affairs /Communications - good knowledge of the area
- Setting strategy-good knowledge and demonstrable experience
- Academic Research is a key University activity: good knowledge/experience
- Institutional Audit,
- Academic Assessment and Review: expert
- Coaching and mentoring Strategy development Media/Communications
- International living and work experience
- Quality and Performance management
- Science and Technology
- Mullti agency working
- Leading major projects and national/international events
- Working with Scottish Government on Scottish wide legislative and policy development and implementation

Governance & Nominations Committee Remit and Terms of Reference

The Committee has a general responsibility, in exercising its specific duties as set out in this document, to embrace and promote the underlying purpose of good governance, which is to support the University's success and sustainability through a decision-making framework that exhibits integrity, probity and accountability and is in the best interests of the University.

Remit

To advise Court on any matter pertaining to the University's framework for corporate governance, its operation and the University's and Court's compliance with that framework.

To oversee the University's compliance with external governance requirements.

To make recommendations to Court on the appointment of Court members who are not elected, nor ex officio in terms of the Statutes.

To recommend to Court the membership of Court committees and the appointment of members to other bodies, as appropriate, for instance as an employer-nominated Trustee of the pension scheme.

Membership

There is no fixed size of membership of the Committee, although it has traditionally had at least seven members. The Chairperson of Court and the Principal are members and the remaining membership includes lay members, some of whom are also Conveners of Court Committees, at least one staff member and at least one student.

The University Secretary, Director of Academic & Corporate Governance, and Vice-Principal (Research, Knowledge Exchange and Wider Impact)) are in regular attendance, and other officers attend at the discretion of the University Secretary.

Secretary

Policy Officer (Corporate Governance)

Meetings

The Committee shall meet at least twice in any one year, but shall normally meet four times.

Quorum

The quorum for any meeting is 50% of the total membership rounded up. The quorum for any given year is likewise set out in the attached schedule. To be quorate at least two lay members and one elected/nominated member must be present. Elected/nominated members include both staff and students.

TERMS OF REFERENCE

CONSTITUTION AND OPERATION

Membership

- The Committee shall comprise not less than seven members of the Court, including the Chairperson of Court, at least three other lay members (at least one of whom must be a Convener of a Court Committee), the Principal, at least one other member of staff and at least one student.
- The Chairperson of Court shall be the Convener. In the absence of the Convener at any meeting of the Committee, the Committee shall appoint any of its members as Acting Convener for that meeting.
- The quorum for any meeting shall be half of the total membership rounded up. To be quorate at least two lay members and one elected/nominated member must be present. Elected/nominated members include both staff and students.

Authority

- The powers delegated to the Committee by the Court shall be as defined in the Schedule of Delegation.

- The Committee shall have full authority to undertake and review activities associated with any matters within its terms of reference. For the purpose of such activities it shall be provided with adequate resources and full access to information and University personnel.

Proceedings

- The Committee shall usually meet four times annually and shall report, through submission of the minutes of each meeting, to the next available meeting of the Court.
- Each meeting of the Committee shall normally be attended by the University Secretary and the Director of Academic & Corporate Governance
- The Committee's Secretary shall normally be the Policy Officer (Corporate Governance)

DUTIES AND RESPONSIBILITIES

Oversight of Governance Arrangements and Governing Instruments

- To act as the guardian of the University's governing instruments, including the Charter, the Statutes and the Ordinances and the Schedule of Delegation and Decision-making ensuring they:
 - are fit for purpose;
 - exhibit best practice;
 - comply with legislation and relevant codes of practice; and moreover
 - support the ability of the Court and its Committees to make decisions that are in the best interests of the University.
- To maintain an overview of emerging best practice and make recommendations to Court for the adoption of changes to the governing instruments or of new instruments (ensuring consultation with the Senate and any other relevant bodies and stakeholders),
- To review the University's compliance with the Main Principles of the Scottish Code of Good HE Governance and the primary elements of the Committee of University Chairs' Higher Education Code of Governance.
- To review Court's approach to upholding its Statement of Primary Responsibilities and to devise mechanisms to demonstrate that Court embraces its responsibilities in a context of continuous improvement.
- To ensure that the Corporate Governance Statement contained in the Financial Statements accurately reflects the governance arrangements in place for the year in question, taking due regard of the requirements of the Financial Memorandum from the Scottish Funding Council.
- To develop and maintain appropriate mechanisms to enable Court to be assured of the quality of the academic provision of the University.

Operation of Court and its Committees

- To oversee and make recommendations for change to the Standing Orders of Court and any other documents relating to the role, conduct, and to the mechanisms for the smooth operation of Court and its Committees.
- To ensure that Court and its Committees operate effectively in a way which exhibits best practice, and to make recommendations for improvement.
- To oversee the induction and training of individual members of the Court.
- To receive reports from the Chair on the key themes and issues raised during the Chair's regular meetings with members of Court, and identify any resulting actions.

Appointments

- To oversee and make arrangements for the advertisement, recruitment and selection of:
 - Members of Court who are not nominated or elected;
 - Any additional lay members to Committees of Court who are not members of the Court.

- To oversee nomination process of nominated members of Court (where appropriate, in discussion with the relevant nominating body).
- To oversee the election arrangements for elected members of the Court (where appropriate, in discussion with the relevant electing body).
- For its part, and as may be delegated to it by the Court, to oversee and make arrangements for the appointment of the Chairperson of Court.
- To make a recommendation to the Court for the appointment of a Deputy Chairperson.
- To make recommendations for the re-appointment of members of Court who are not nominated or elected, ensuring that account is taken of an individual member's commitment to the work of the Court, their attendance and their performance before a decision on whether to recommend re-appointment is made.
- To make recommendations to the Court for the appointment of Conveners and members to the Committees of Court.
- To make recommendations for the appointment of employer-nominated Trustees to the University of Dundee Superannuation Scheme.
- To ensure due regard is made to accepted principles of equality and diversity in the appointment of members to the Court and in the appointment of members to Committees, and furthermore to ensure that the Court abides by its own statement on equality and diversity.
- To maintain and review a register of interests of members of the Court, to highlight to Court any material conflicts of interest and to agree mechanisms to manage any highlighted conflict.

Effectiveness Reviews

- To be responsible for the development of arrangements to review annually:
 - The effectiveness of the Court in accordance with the main principles of the Scottish Code of Good HE Governance;
 - The effectiveness of the committees of the Court;
 - The performance of the Chairperson of Court.
- To be responsible for the development of arrangements for the periodic externally-facilitated review of the Court and its Committees in accordance with the main principles of the Scottish Code of Good HE Governance.
- To ensure suitable arrangements are in place for the parallel review of the effectiveness of the Senatus Academicus and its Committees in accordance with the main principles of the Scottish Code of Good HE Governance.
- To review its own remit and terms of reference on an annual basis.

Governance & Nominations Committee (G&NC)**Membership 2017/18**

Name	Category for the Purpose of Determining Quorum
Ronnie Bowie (Convener)	(Lay Member)
Richard Bint	(Lay Member)
Professor Sir Pete Downes	(<i>Ex-Officio</i>)
Professor Mairi Scott	(Elected Member)
Jane Marshall	(Lay Member)
Toni McKinney	(Nominated Student Member)
Phil Welsh	Elected Member

Officers and others in regular attendance:

Name	Role
Dr Neale Laker	(Director of Academic & Corporate Governance)
Dr Jim McGeorge	(University Secretary)
Dr Christine Milburn	(Policy Officer (Corporate Governance)
Professor Tim Newman	(Vice-Principal (Research, Knowledge Exchange and Wider Impact))

Quorum 2017/18

At least five members (taken from 1 above), of whom there should be at least two members considered as lay members and at least one elected/nominated member.

APPENDIX 5

PEOPLE & ORGANISATIONAL DEVELOPMENT COMMITTEE
(Minute 21(4))

Present: Shirley Campbell (Convener);
 Janice Aitken;
 Anne Anderson;
 Dr William Boyd;
 Dr Alison Reeves;
 Dr Jean Robson;
 Denis Taylor

In Attendance: Dr Lisa Anderson Head of Organisational & Professional Development (item 5);
 Professor Nic Beech Vice-Principal (Academic Planning & Performance);
 Lynda Gauld Human Resources Officer (item 2 (2));
 Gillian Jones Human Resources Manager (Operations);
 Dr Jim McGeorge University Secretary;
 Pamela Milne Director of Human Resources and Organisational Development;
 Dr Liz Rogers Assistant Policy Officer (Risk and Audit);
 Linda Ronaldson Human Resources Manager (Strategic Projects)

Apologies: Professor Tim Kelly, Bernadette Malone and Julie Strachan.

1. **MINUTES**

Resolved: subject to an amendment on item 7 where clarification was sought in relation to evidencing progress in diversity and inclusion, to approve the minutes of the meeting on 15 May 2017.

2. **MATTERS ARISING**

(1) Action Log

The Committee considered a log of Committee actions ongoing from 2016. Members were content that the log offered a comprehensive record of outstanding actions and also noted progress updates.

Resolved: to approve the People & Organisational Development Committee action log as presented.

(2) Grade 10 Gender Pay Gap Analysis

The Committee viewed a report providing analysis on the gender pay gap identified in data relating to Grade 10 staff. Members noted that as Grade 10 covered all senior positions at the University (from the Principal to Deans, senior Professional Services staff and the professoriate) providing meaningful gender comparisons was difficult as roles at different levels of seniority were all included in the same grade. The report therefore aimed to break this down in order to provide a more accurate picture according to the different levels of roles within grade 10. The analysis showed that when the data were broken down by the job categories of Academic and Academic Related, within the Academic (Professors) category, there was a gender pay gap of 3.53% in favour of men which is within the acceptable limits of +/- 5%.

However, in the Academic-Related Grade 10 group as a whole, the overall pay gap was 19.48% in favour of men. This category covers the University's senior management community including the Principal, Vice-Principals and Deans as well as the University Secretary and other senior staff in Professional Services. A further breakdown was therefore carried out grouping similar job categories/levels together. The analysis of this data showed that there was an average pay gap in favour of females across 5 out of the 7 categories. The two categories with average pay gaps in favour of men had percentages of less than 1% and were not therefore significant. However, given the small number of employees in each category, relatively small movements in staff numbers and/or salaries could result in significant change in the figures.

In summary, it was therefore identified that the issue which the University has in relation to grade 10 roles is one of proportionality (i.e. while the average pay gap is either within 5% or in favour of women in each category, the absolute number of women in most of the higher paid categories is small compared to the number of men). It was emphasised that the University is committed to encouraging and supporting the

recruitment and progression of females into senior positions and considering opportunities to improve the gender balance.

Committee discussions focused on procedures in place to ensure equity between all protected characteristics and the role of the Remuneration Committee in this. Members stressed the importance of being aware of unconscious bias, particularly in recruitment and promotion processes. Members expressed an interest in the position of women in the University, including the imbalance amongst the Deans and on the University Executive Group. The Committee questioned whether there was an issue with promotions, with women becoming 'stuck' in a particular grade or category within a grade. Members agreed that this was something that the Remuneration Committee should look into.

- Resolved:**
- (i) to ask the Remuneration Committee to consider the appropriateness of a formal structured approach to Grade 10 pay progression; and
 - (ii) to note the update.

3. COMMITTEE OPERATIONS

The Committee reviewed the Terms of Reference, Remit and work plan for 2017/18. It was agreed that the Convener would circulate an updated version of remit to members reflecting discussions during the meeting. Noting that remits and terms of references were reviewed on an annual basis and would be circulated to Court as appendices to the minutes of the first meetings of committees, members agreed that it would be useful for the POD remit to follow the standard template used by other committees. Members also agreed that the staffing profile update should be provided at each meeting of the Committee.

- Resolved:** the revised Remit and Terms of Reference would be circulated to Members in advance of the meeting in November.

4. CONVENER'S REPORT

The Convener reported that she had spoken with the Chair of Court since the last meeting and had attended the usual pre-meeting with officers. The Convener noted that she had nothing to report over and above that which would be covered elsewhere in the agenda under normal business.

- Resolved:** to note the update.

5. OPD ANNUAL REPORT

The Head of Organisational & Professional Development (OPD) introduced the end of year report for OPD. Members noted that it had been a successful year for OPD and were pleased to see an increase in the number of workshops offered and to hear about plans to expand the existing mentoring scheme to include staff in Professional Services. Members were informed that the key drivers for 2017/18 included the provision of bespoke training for the upcoming implementation of the Business Transformation Programme and to look into ways to create more cohesion between the opportunities offered by Organisational & Professional Development, Student Services (CASTLE) and the Library & Learning Centre.

Discussions centred on participation rates, particularly on research integrity training and unconscious bias training. The Vice-Principal (Provost) informed members that academics were unable to pass their probationary year without completing the equality & diversity modules and asked members to consider whether this should be expanded to include ethical practice and unconscious bias. The Committee agreed that this could support the basket of measures in the University Strategy in relation to the development of people.

Members discussed the importance of attracting individuals at the right time, and not just taking a gender-focused approach. The Committee recognised that senior management needed to lead by example by completing training to encourage compliance. Members questioned whether the compulsory elements should be updated, taking into account (for example) a potential increase in the need for awareness on cybersecurity and data protection.

- Resolved:** to note the update.

6. STAFF SURVEY

The Director of Human Resources & Organisational Development provided the Committee with an update on the staff survey. Key updates included: a new approach to promoting the staff survey developed with the internal

communications team; incentives to increase the completion rate; and work to ensure that staff would be aware of the importance of the staff survey by taking a 'you said, we did' approach with the results of the previous staff survey.

Discussion focused on the subject of a target completion rate. Members noted that sector-wide the average completion rate was 68% but were wary of suggesting this as a target due to the fact that, ideally, the Committee wanted as many staff as possible to complete the survey. Members also questioned how the results of the survey would be analysed and which Committees would have oversight of this. It was agreed that the results and associated actions would be shared with the People & Organisational Development Committee.

Resolved: to note the update and await a full analysis of the staff survey results as reflected in the Committee work plan.

7. ANNUAL REVIEW OF STATEMENT ON DIVERSITY OF COURT

The Committee was invited to consider the Statement on Diversity of Court prior to its annual review by the Governance & Nominations Committee. Members discussed the importance of referencing all protected characteristics early on in the statement and the need to be careful not to appear to prioritise gender. Members agreed that the statement should refer to 'inclusion' within the first couple of sentences.

Resolved: to provide feedback on the statement to the Governance & Nominations Committee.

8. ORGANISATIONAL CHANGE AND STRATEGIC PROJECTS

The Director of Human Resources & Organisational Development introduced a paper outlining lessons learned from the organisational change projects in UoD IT and the School of Humanities. Members were also invited to view a summary from the review of Professional Services in the School of Medicine. Members welcomed the reports and praised the transparency and willingness of the University to engage positively with the campus unions on these issues and to learn from the process, and stressed the importance of acting on these lessons.

There was much discussion on change and how the University managed and monitored the impact of this on people. The Committee suggested that the core issue with change was not resistance surrounding the change itself, but with the 'perceived losses' associated with it. Members said that these losses can be minor or major but that all would have to potential to have a significant impact on the individual. The Committee expressed the importance of management to tease out what losses could be perceived and to help staff focus on the positive gains and to increase their resilience. Members also noted the importance of managing change and questioned whether more training could be provided on difficult conversations.

The Committee also suggested that more clarity could be useful on redeployment in that there was a difference between an individual being redeployed as the result of redundancy and an individual being transferred.

Resolved: (i) to await further updates and to continue to consider what actions and further training might be appropriate; and

(ii) to note the update.

9. RECRUITMENT AND RETENTION

Members viewed the full year recruitment report to July 2017 and the Staff Leaving and Exit Survey analysis provided by the Deputy Director of Human Resources & Organisational Development. Members were particularly interested in the exit survey analysis, noting that most leavers cited end of contract as the reason for leaving employment at the University (as many of them were contract researchers). The Committee agreed that it would be useful to see a summary of comments received in this survey split into themes, particularly as 35% of respondents cited 'culture' as what they enjoyed least about their employment with the University; members felt that the associated narrative comments may provide some deeper insight into this response.

Members suggested that the University consider using 'stay interviews' where the University could ask members of staff what encouraged them to remain part of the University community. It was noted that the staff survey could cover this.

Resolved: (i) to circulate comments from the Exit Survey split into themes; and

(ii) to note the update.

10. BUSINESS TRANSFORMATION

(1) Update on Business Transformation

The Committee was provided with an update on the Business Transformation Programme, including a timeline for the implementation of the new systems. Members noted that the University was at a critical stage in implementation of the finance element of the system and that user testing had to date been going well. The University Secretary informed the Committee that he had a weekly phone call with the Chief Operating Officer of the supplier. Members were advised that the programme remained within the overall budget but that compensation was being sought from the supplier to recognise the additional staff costs resulting from delays.

Members questioned the effectiveness of some communications from the Business Transformation Team and suggested that the internal communications team could help in this respect, and the University Secretary agreed to follow up on this. The University Secretary informed members that a second Business Transformation survey had recently been circulated and that it was hoped that feedback from this would enable an assessment to be made of progress with levels of awareness of the programme across the University and issues such as communication. The Director of Human Resources & Organisational Development stated that the implementation of the finance system would hopefully increase confidence in the programme, and acknowledged that communication was always a challenge in such programmes.

Resolved: (i) to note that the University Secretary would update the Business Transformation Steering Group on discussion by the Committee; and

(ii) to note the update.

(2) Update on HRP System

The Committee viewed an update on the Human Resources/Payroll system. Members learned that workshops had been taking place and that TechnologyOne was making progress on building the software functionality required to ensure the system would be fit for purpose.

Resolved: to note the update.

(3) Business Transformation Steering Committee minutes

The Committee noted that minutes from the Business Transformation Steering Committee were available to all members on BOX.

Resolved: to note the update.

13. COMMITTEE REPORTS

(1) Equality & Diversity Committee

The Committee viewed the minutes from the meeting of the Equality & Diversity Committee meeting on 29 August 2017.

Resolved: to note the update.

(2) Health, Safety & Welfare Committee

The Committee viewed the minutes from the meeting of the Health, Safety & Welfare Committee meeting on 4 September 2017. It was raised that it could be beneficial to provide clarification on the reporting mechanism for School Health & Safety Committees within the overall framework. The Director of Human Resources & Organisational Development and University Secretary agreed to follow up on this.

Resolved: to note update.

(3) Local Joint Committee

The Committee viewed the minutes of the Local Joint Committee meeting on 6 July and 14 September 2017.

Resolved: to note the minutes.

14. **ANY OTHER BUSINESS**

(1) Long Service Awards

Members congratulated the University on recognising and introducing long service awards.

(2) Narrative for Court

The Convener informed members that the Chair of Court had requested that each Committee Convener provided an overview of key themes discussed at their meetings to the Court. It was agreed that 'Narrative for Court' would be added to the agenda as a standing item to ensure the Committee had input into what the Convener reported to Court. Members discussed what should be brought to the forthcoming Court, and agreed that the Convener would report on: how all committees would define their remit and terms of reference in terms of the new University Strategy; what parts of the strategy wheel the meeting had addressed; the importance of improving communication with University staff; and that the Remuneration Committee would look into diversity across its and the University Executive Group's decision making.

Resolved: (i) to include 'Narrative for Court' as a standing item on the agenda; and
(ii) to note the update.

15. **DATE OF NEXT MEETING**

Resolved: the next meeting would be held on Monday, 20 November 2017.

APPENDIX 6

COMMUNICATIONS FROM THE SENATUS ACADEMICUS (Minute 23)

1. PRELIMINARY REMARKS

On behalf of Senate, the Principal welcomed all new members to their first meeting.

The Principal noted that Professor Margaret Smith was attending her last meeting of Senate as Dean of Nursing & Health Sciences. Senate applauded Professor Smith's contribution to the University as Dean and joined the Principal in recognising her strategic insight and leadership in the development of cross-disciplinary opportunities in both the School and the wider University Community.

The Principal also congratulated Professor John Rowan on his recent appointment as the next Vice-Principal (Research, Knowledge Exchange and Wider Impact).

2. PRINCIPAL'S REPORT

Student Recruitment and University Finances

The Principal introduced his Report by explaining that student recruitment and conversion activity had delivered a positive outcome for the University at the start of Semester 1. He noted that this had been achieved despite some serious difficulties with Home Office immigration processes that had created a bottleneck in the issuing of visas for some international students.

He explained that although there would be a shortfall of tuition fee income against the current School budgets, it was anticipated that the Semester 2 intake would enable some of the shortfall to be recovered.

The Principal noted that the University's financial position was generally positive and that in the previous academic year the institution had performed well ahead of forecast. He explained that this would improve the University's cash position and provide a platform for strategic growth and investment.

The Principal outlined the views expressed at a recent meeting of the DUSA Student Representative Council that had discussed the new University Strategy. He explained that the Strategy had been well received by students and that some had highlighted the requirement for continued investment in those areas most relevant to the student experience to help maintain excellence at a time of growth for the University.

The Principal also outlined the likely flat cash outcome for Higher Education funding in the Scottish Government Budget that would be published in December 2017. He argued that this highlighted the need for the University to continue to focus its efforts on financial as well as academic sustainability in the context of public funding constraints.

The Chancellor

The Principal paid tribute to the contribution made by the University's Chancellor Lord Naren Patel who had decided to step down from the role after 11 years. Members of Senate expressed their own appreciation and agreed that the warmth and natural rapport with students that Lord Patel had brought to the role of Chancellor had been widely admired by students, their families and by staff from all parts of the University.

Senate noted the process for appointing a new Chancellor and agreed that Lord Patel would be difficult to replace.

The Rector

Senate joined the Principal in congratulating the University's Rector Mark Beaumont on his recent record breaking achievement of cycling around the world in 78 days.

Timetabling

Referring to the discussions of the University Executive Group, Dr Martine van Ittersum raised the issue of the University's Teaching Timetable and explained the problems faced by staff in the School of Humanities.

The Principal noted that the Vice-Principal (Learning & Teaching), the University Secretary and the Director of Registry had been tasked with analysing the recent problems and to report on any necessary improvements and processes.

The Secretary explained that the issues behind any problems experienced by staff, students and the Registry were varied and complex. He noted that the Timetabling had been discussed at the Learning & Teaching Committee and that they would revisit the issue in due course.

Provision of Quantitative data

Senate discussed the provision of quantitative data in support of relevant items in the Principal's Report. While recognising that the Report was designed to provide a high level summary, members noted that additional information was available on-line and agreed that better signposting to these sources of information would be helpful.

The Principal agreed to ask the Director of Finance to attend a future meeting of Senate to present more detailed financial information and also to consider making changes to the format of his report to Senate after due consultation with the Senate Business Committee and others.

Institutional Reputation

Senate discussed the opportunities for raising the profile of the University in key international markets. Members welcomed the news that the international interdisciplinary research project led by Professor Colin Palmer (School of Medicine) would be a focus in the planned Ministerial Visit to India that would promote Scottish Higher Education.

The Senatus decided: to note the Report.

3. UNIVERSITY COURT

The Senatus received a communication from the Court meetings held on June and September 2017.

Senate discussed the Universities UK (UUK) consultation on the Universities Superannuation Scheme (USS). The Principal noted that the consultation involved complex and technical issues on the risk-based regulation of pension schemes and that a response was being finalised under the auspices of the Pensions Sub-Group of Court's Finance & Policy Committee. He agreed that the University's response to the consultation would be made public in due course.

The Senatus decided: to note the Report

4. SENATE EFFECTIVENESS REVIEW

Janice Aitken (Associate Dean, School of Art & Design) introduced the draft report and recommendations of the Senate Effectiveness Review Group.

Senate noted that the draft report would be submitted to the next meeting of the Governance & Nominations Committee before Senate was asked to formally approve the report at its meeting on 29 November 2017.

Senate noted that the Draft Report had been produced by a Review Group that had met on a regular basis to discuss all aspects of how Senate functions and to agree on recommendations intended to make Senate more effective. Ms Aitken praised the collegial way in which the review was carried out and explained that much of the Group's discussions and conclusions emphasised the need for Senate to be active rather than passive in the way that it discharged its authority as the supreme academic body of the University. She also commended the contribution made to the work of the Group by the Clerk to Senate.

Senate noted the recommendations contained in Section 9 of the draft Report and were asked for comments and feedback on the proposals.

Senate noted the recommendations to publish a record of attendance, provide better induction and training for new members and the contention that elected members of Senate served on behalf of the whole University and not merely as a representative of their constituents.

Senate also noted the proposals to improve communication between Senate, Senate Committees, Schools and University Court.

Members were asked to consider proposals on reducing the amount of paperwork submitted to Senate and on improving referral mechanisms, the active participation of Senate members and the need for a regular away-day type development event for Senate.

Senate noted the proposals for improving the facilities available at meetings that included the provision of microphones to ensure audibility and upgrades to projection equipment to ensure that all members could see slides during presentations.

Members also noted proposed improvements to the layout of the meeting room and to the suggestion that members are given more opportunities to express their opinions by allowing voting on relevant items.

In the discussion that followed members of Senate agreed that the introduction of a Handbook that could include a range of information that would assist members in understanding academic programmes, structures and processes in place across the University. Some Members argued that Senate needed to have a clearer oversight of academic provision.

Members also suggested the use of social media as a way of encouraging a more active and inclusive approach.

Senate agreed that equality and diversity concerns needed to be addressed as part of the review and that monitoring the diversity of Senate and its Committees should be routine.

Members discussed the possibility of Lay Members of Court attending Senate in order for them to gain a better understanding of the academic processes of the University. Members recognised the need for a separation of responsibilities between Court and Senate alongside the need for a shared understanding of the University's values and its strategic direction. Senate noted that members needed to understand the financial and policy context in which the University operated as this served as the main constraint on academic ambitions.

Members noted a reduction in the number of Senate Committees over time and agreed that consolidation and focus rather than a lack of delegation was the main factor in this reduction.

Discussion on the Draft report concluded with a recognition of the important role of Senate and its committees in leading the academic work of the University and the contribution that this leadership had provided to the exceptional progress made by the University in recent times.

Members were encouraged to provide further comments and feedback to the Review Group by email to Janice Aitken and Martin Glover.

The Senatus decided:

- (i) to note the Draft Report; and
- (ii) to ask Members to provide any further feedback on the Report to Janice Aitken and Martin Glover by the end of October 2017.

5. UNIVERSITY STRATEGY TO 2022

The Principal highlighted the recent launch of the University Strategy to 2022 and asked Senate to consider those aspects that related to academic quality in particular. He encouraged members to consider how Senate might influence and provide oversight of the University's ambitious academic excellence agenda and to help deliver the high-performance community that was at the heart of the Strategy.

Members were reminded that the process of producing the Strategy included extensive consultations with staff and students. The Principal explained that this inclusivity and engagement were defining features of the new Strategy. He outlined the various strategic priorities that had been agreed upon and noted the thematic and integrated approach to the delineation of areas of activity across the University so that there was no sharp separation of teaching and research strategies, for example.

The Principal then outlined the next steps to be taken in relation to the Strategy and asked Senate for its views on how performance indicators might be used and how progress might be monitored more generally. He noted the plans for an online interactive resource that would provide dynamic information on all aspects of the Strategy and our progress towards achieving its aims.

Senate expressed strong support for the Strategy and welcomed the nuanced approach to developing and implementing plans for the next stage of the University's development. Members welcomed the Strategy's focus on

utilising interdisciplinary strengths and creating more opportunities to build collaborative advantage. Senate also welcomed the commitment to diversity, working together and the recognition of contributions from all members of the University community.

Senate also expressed support for the format of the Strategy and noted that the wheel diagram made the different aspects and their relationships easier to understand and describe. Members also noted that the format made it possible for individuals to identify how their own area of work contributed to the University's strategic development.

Members discussed the possible tensions between an inclusive integrated Strategy, the measures chosen to indicate how well the University was performing against its strategic aims and the operation of individual performance management in Schools and Directorates. Members agreed that the Strategy must be enabling and inspiring and that attempts to convert population-level measures into individual performance targets might undermine this.

The Principal explained that work was underway to agree composite measures and action plans for each segment of the Strategy and that in general a target-based approach would be avoided due to the distorting effect that this might have on the implementation of the Strategy. Senate welcomed the assurance that although some elements of the Strategy might need to include specific targets the emphasis would be on inspiring and measuring progress rather than meeting targets.

Members agreed that Schools would play a crucial role in the success of the Strategy and needed to align their plans carefully to it. Senate noted that Schools regarded the new Strategy as a helpful evolution of existing plans rather than a radical departure and that it would help Schools to ensure that staff were able to continue to deliver excellence. Members agreed that staff should be encouraged to play to their strengths and that this would include a diverse range of activity in line with the University's vision and values.

Senate noted the disquiet expressed by a member from the School of Social Sciences and noted the opinion that target-focussed decisions were being taken within a sub-unit that had led to innovative and successful academic activity being curtailed. The Principal noted the views expressed and acknowledged that the University Strategy was a description of where the University needed to be rather than an attempt to describe the current situation. He also acknowledged the need to continue listening carefully to the views of all members of the University community on the strategic direction of the institution stating that the Senate should always be prepared to hear and respond to contrary views.

Members agreed that targets were often relevant to academic quality concerns but noted that these needed to be realistic, focussed on supporting sustainable excellence and owned by the academic community.

Senate noted that the Strategy was focussed on interdisciplinary development and Members discussed way of increasing opportunities for academic interaction across disciplines. Members noted that both staff time and physical space were important factors in enabling and promoting such interactions.

The Senatus decided:

- (i) for its part, to commend and endorse the University Strategy to 2022; and;
- (ii) to review strategic progress on a regular basis, through Senate Committee, School Board and other Reports.

6. **QUALITY AND ACADEMIC STANDARDS COMMITTEE**

The Senatus received a Report from the Quality and Academic Standards Committee meeting of 18 September 2017.

Dr Lesley McLellan (Director of Quality & Academic Standards) introduced the Report and asked Senate to note in particular the confirmation that the University's next Enhancement-Led Institutional Review would take place in November 2018.

The Senatus decided: to approve the Report

7. **RESEARCH AND KNOWLEDGE EXCHANGE COMMITTEE**

The Senatus received a Report from the Research & Knowledge Exchange Committee meeting of 19 September 2017.

Professor Tim Newman, Vice-Principal (Research), introduced the Report and drew attention to the University's inclusion in the Nature Innovation Index, as the highest ranked UK university.

He also asked Senate to note the publication of initial decisions made by the Higher Education Funding Council in England (HEFCE) with respect to the operation of the Research Excellence Framework (REF) 2021.

Senate noted that the Committee had received a presentation on the new Data Protection General Regulations and asked for the presentation to be circulated to members, for information.

- The Senatus decided:**
- (i) to ask for the Data Protection General Regulations presentation to be circulated to members, for information; and
 - (ii) to approve the Report.

8. **INTERNATIONALISATION COMMITTEE**

The Senatus received a Report from the Internationalisation Committee meeting of 19 September 2017.

Wendy Alexander, Vice-Principal (Research), introduced the Report and thanked staff for their efforts in assisting late arriving international students at the start of Semester 1.

Senate was asked to note the indications that an evidence-based approach to international student immigration was beginning to emerge from the UK Government. The Vice-Principal also highlighted the regional-focus that had been re-introduced to the University's international operations and the launch of internationalisation related workshops and masterclasses with the support of Occupational and Professional Development (OPD).

The Senatus decided: to approve the Report.

9. **LEARNING AND TEACHING COMMITTEE**

The Senatus received a Report from the Learning & Teaching Committee meeting of 25 September 2017.

Dr Lesley McLellan (Director of Quality & Academic Standards) introduced the Report and asked Senate to note in particular the publication of the Student Partnership Agreement that set out the priority areas of cooperation between the University and the Students' Association during the current academic session.

The Senatus decided: to approve the Report.

10. **SUMMARY REPORTS OF SCHOOL BOARDS**

The Senatus received Summary Reports from each of the School Boards.

The Senatus decided: to approve the Reports.

11. **PROFESSOR EMERITUS**

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

Professor Andy Flavell

12. **ANNUAL QUALITY REPORT TO SFC IN 2016-2017**

The Senatus decided: to endorse the Annual Quality Report to SFC In 2016-2017.

13. **ORDINANCE 67 - APPOINTMENT OF THE CHANCELLOR**

The Senatus received Ordinance 67, on the appointment of The Chancellor, for approval subject to the further concurrence of Court.

The Senatus decided: subject to the further concurrence of Court, to approve Ordinance 67.

APPENDIX 7

WELFARE & ETHICAL USE OF ANIMALS COMMITTEE (Minute 25)

A meeting of the Committee was held on 3 July 2017.

Present: The Convener, the Director of Biological Services (DBS), the University Veterinary Surgeon (UVS), two NACWOs, three holders of Home Office licences and two other members.

1. MINUTES OF LAST MEETING

The minutes of the meeting held on 12 April 2017 were approved.

2. MATTERS ARISING

None.

3. REGULATED PROCEDURES CARRIED OUT IN 2016

A report from the DBS, comparing the aggregate data from the returns of procedures for 2016 with those from 2015 was discussed. The UVS explained that the returns attempt to quantify “science related” suffering, rather than suffering itself and that the majority of the 260 mice reported as having experienced an actual severity of “Severe” had been found dead. Current guidance from the Home Office is that all such events in animals aged more than five days and in which there is a suspicion that the genetic background may have contributed must be reported as “Severe”, whether or not the animals are believed to have suffered. Wild-type animals that are found dead, and on which no regulated procedure has been conducted, do not have to be reported at all. The UVS also explained that she shares the Home Office inspector’s concern that the reporting of animals that have been found dead as “Severe” can hide the more significant issue of animals that are believed to have experienced significant suffering. Whereas there will always be a “background” mortality, particularly around the first few days of postnatal life, attention should be focussed on cases of genuine suffering, as to whether they can be avoided or, if not, as to how they can be fully justified.

The Committee noted that, following the Home Office Guidance, 260 procedures on mice in 2016 were classified as having been “Severe”, out of a total number of 34,895. The best estimate of events of genuine suffering was much lower, of the order of 12–15 (all of which would have been reported to the Home Office inspector at the time and acted upon).

- Resolved:**
- (i) the DBS to analyse the records of actual severities in the LabTracks database for the contribution of different events to these classifications.
 - (ii) the UVS to continue her prospective monitoring of actual severities in 2017, as described to her in study plan completion reports.

4. BREEDING OF “SURPLUS” ANIMALS

The DBS reported that, from the information supplied to him by colony managers, the production of surplus animals (those of which no scientific use was made, but excluding those born inevitably with uninformative genotypes) was about 20% of the total. While surplus production is unlikely to be completely avoidable, the Committee agreed that the figure was significant and debated what steps could be taken to reduce it.

- Resolved:**
- (i) The current local guidance on breeding should be updated and re-issued to all colony managers;
 - (ii) The DBS and UVS should identify and/or organise specific training for new and current colony managers;
 - (iii) Investigator should be encouraged to transfer the management of their “standard” colonies to the staff of the resource units;
 - (iv) **But:** Scientists doing this should be reminded regularly of the ethical dimensions of these activities (perhaps by visiting the resource units).

5. REPORT FROM THE UNIVERSITY VETERINARY SURGEON (UVS)

Standing agenda item. The UVS reported on a number of matters, some following on from issues raised in her previous report:

- (a) Recent bone-marrow chimera experiments had resulted in scientific information being obtained from all animals. Some had shown clinical signs around six weeks after their initial recovery from the irradiation, and were therefore euthanased. All these animals showed significant neutrophilia, most likely associated with a secondary infection associated with the expected mucositis. Such an event can have potential for introducing variability in the scientific outcome. The advice of the UVS was therefore that in future, any animal on an irradiation study that stabilises from the initial intervention but then begins to show clinical signs for the second time should be euthanased;
- (b) A recent experiment involving lung fibrosis in mice had also been successful. The provision of support, including pre-study habituation to the investigator, nutritional supplements and other measures had allowed the experiment to run to completion and to demonstrate differences in responses between the different mouse lines under study. The UVS intended to present this work, as a clear example of how general support of animal welfare, far from introducing unwanted variability can enhance the scientific value, to a LASA meeting later in the year;
- (c) The UVS had dealt with a report of inappropriate animal handling and had agreed a course of action with the complainant;
- (d) The UVS recommended that all those joining the University with previous experience in working with animals should have to produce their training records and, at the very least, demonstrate their competence in handling animals to the satisfaction of the local assessors. This would align with the University's policy on the initial training of those who intend to work with animals here but who do not have this previous experience;
- (e) Trials of the RFID tagging of frogs were progressing well. The animals appeared to tolerate the procedure, which is conducted under recovery anaesthesia. It remains to be seen whether the sub-cutaneous tags will remain in place or migrate under the skin.
- (f) One resource unit had recently tested positive for the bacterium *Klebsiella oxytoca*. As this is a human commensal micro-organism, the first suspicion was that the submitted samples had become contaminated during handling. A re-test of the facility was underway.
- (g) Recurrent problems with the use of depilatory cream on mice had been largely solved by switching back to a particular branded product. There had been issues with obtaining this material through the University procurement system. The UVS advised that anyone encountering difficulties with obtaining items required for studies should speak to her or the DBS as to how they could be procured;
- (h) The UVS reminded the Committee of the arrangements for veterinary cover during her absence.

6. CONCORDAT ON OPENNESS ON ANIMAL RESEARCH IN THE UK

Standing agenda item. The Committee discussed the video presentation that have been placed online by some other establishments.

Resolved: the University should prepare its own video materials for publication on its web site and for use in training.

7. TRAINING

Standing agenda item.

The UVS and DBS reported that there had been very little take-up for recently organised workshops for project licence-holders and, of those who had agreed to attend, most had already been to a previous one.

The Committee has previously agreed that any applicant for a project licence to authorise a continuing programme of work will be expected to have attended at least one such CPD event in the past two years. The Committee reserves the right not to support their application unless there are genuine and exceptional reasons not to have attended.

- The DBS to set dates for workshops through to July 2018, the second anniversary of the CPD programme. The DBS will remind all licence-holders of the requirement to attend within that time-frame.

8. **REPORT FROM THE DIRECTOR OF BIOLOGICAL SERVICES**

Standing agenda item. The DBS reported that one application for a new project licence had been reviewed by the Committee by email since its last meeting. Two applications for amendments to existing licences had been approved by the full Committee, and another two had been approved via its fast-track procedure.

9. **ANY OTHER COMPETENT BUSINESS**

None.

10. **DATE OF NEXT MEETING**

A number of members expressed some difficulty with the scheduled date of the next meeting, which was 4 October 2017. Those present suggested an alternative date of 27 September 2017.

APPENDIX 8

WELFARE & ETHICAL USE OF ANIMALS COMMITTEE (Minute 25)

A meeting of the Committee was held on 27 September 2017.

Present: The Convener, the Director of Biological Services (DBS), the University Veterinary Surgeon (UVS), one NACWO, three holders of Home Office licences and three other members.

In Attendance: The secretary to the DBS.

1. MINUTES OF LAST MEETING

The minutes of the meeting held on 3rd July 2017 were approved.

2. MATTERS ARISING

- (1) Regulated procedures carried out in 2016: The DBS and UVS reported that the number of “severe” outcomes in 2016 resulting directly from experimental interventions was indeed very small. All these had been reported to the Home Office inspector at the time. The other animals for which an actual severity of “severe” had been reported had been found dead in breeding colonies. The scientists had presumed that the events were linked to the genotype (and therefore a severity had to be assigned), but in most cases this suspicion had not been confirmed.
- (2) Breeding of “surplus” animals. The DBS confirmed that training for colony managers was being developed. This would have to start at a basic level, as not all those charged with working with mouse colonies would have had extensive previous experience or knowledge in the field.

3. PROJECT LICENCE APPLICATION

An application for a licence to provide authority for a continuing programme of work was discussed. The applicant was then admitted to the meeting and gave a short oral presentation before answering questions from members of the Committee.

Resolved: to approve the application, conditional on the following amendments being made to the satisfaction of the convener, the UVS and the relevant NACWO:

- (i) to restrict the scope of the licence to investigative and pre-regulatory studies, reflecting the experience of the group, rather than regulatory studies;
- (ii) to include in the initial application only those protocols with which the applicant was already familiar;
- (iii) to provide an undertaking that a study plan would be provided to the UVS before every experiment and that a report on scientific outcome and actual severities would be submitted immediately after the study was completed.

4. REPORT FROM THE UNIVERSITY VETERINARY SURGEON (UVS)

Standing agenda item. The UVS reported on a number of matters:

- (a) A scientific group performing a highly technical surgical procedure in mice had experienced difficulties in achieving the success rates quoted in the project licence. This had been reported to the Home Office inspector, whose view was that, rather than re-visiting the harm/benefit balance, all reasonable steps should be taken to approach the stated rates. Among the steps that had already been taken, additional oxygen was being provided in a tent post-operatively, “clot-busting” drugs were being administered and the post-operative analgesia regime had been enhanced. All these had proved beneficial. The UVS and NACWO were investigating procedures for the intubation and ventilation of mice undergoing surgery and were due to visit establishments where these techniques are already in use.

- (b) The RFID tagging of *Xenopus* frogs had resulted in no long-term welfare problems;
- (c) One resource unit had received a positive microbiological result for *Klebsiella* spp., but this had not been confirmed on testing a cage-mate animal. It was therefore most likely the result of contamination during or after the sample being taken from the original test subject;
- (d) The use of "VEET" depilatory cream on mice had prevented some of the issues seen when a generic alternative had been used. However, the animals still had to be monitored very carefully as there seemed to be increased aggression in some after the treatment, perhaps because of the odour;
- (e) A study involving lung fibrosis had been able to use earlier endpoints by adopting body condition scoring rather than weight loss;
- (f) A genetically altered mouse line was believed to have a generalised inflammatory condition and a comprehensive scoring system was being developed to minimise the adverse welfare effects;
- (g) A pilot study of collagen antibody-induced arthritis in mice had suggested that the traditional scoring systems (based mainly on the outward appearance of the limb joints) did not necessarily reflect the clinical condition of the animals. The UVS and the staff of the resource unit are working on alternative scoring systems that might be more clinically relevant.

5. **TRAINING**

Standing agenda item. The UVS and DBS reported that firm dates for the remaining project licence holders' workshops would be set, most likely to be early in 2018.

The DBS reported that the annual ScotPIL course in Dundee would be held on 10/11 October 2017.

6. **REPORT FROM THE DIRECTOR OF BIOLOGICAL SERVICES**

Standing agenda item. The DBS reported that one application for a new project licence had been approved by the Committee by email since its last meeting. Three applications for amendments to existing licences had been approved. One application for a new project licence was still in review.

The DBS and UVS reported that, although he had been unable to attend the meeting, the Establishment Licence-Holder had met with them earlier in the day (as one of a regular series of meetings) and had been updated as to the current issues.

7. **THE PREPARE GUIDELINES**

These guidelines and associated checklist for planning animal research and testing were discussed. The Committee agreed that they were a useful aide memoire for the establishment to check that all the necessary resources to support its research programmes were indeed in place.

8. **REVISED CODE OF PRACTICE FOR THE USE OF ANIMALS IN TEACHING AND RESEARCH**

The Committee approved the suggested amendment, to deal with personal quarantine between working with animal-derived tissues, cells or pathogens in a laboratory and entering a resource unit.

9. **ANY OTHER COMPETENT BUSINESS**

None

10. **DATE OF NEXT MEETING**

18 January 2018.