

COURT**Minutes**

In the Chair: Mr Grant Innes

Date of Meeting: 25 March 2021

Present also: Dr Richard Armour
Professor Scott Arthur
Ms Tracey Ashworth Davies
Professor Mark Biggs
Professor David Cobham
Professor Marc Desmulliez
Mr Graeme Dickson
Dr Amos Haniff
Mr Steve Heathcote
Mr Brian Henderson
Dr Paul Hopkinson
Ms Emily King

Ms Morag McNeill
Mr Cameron Millar
Mr Jürgen Munz
Ms Marta Phillips
Mr Alan Robertson
Ms Jandy Stevenson
Ms Lara Stroudinsky
Mr Mike Tumilty
Mr Graham Watson
Professor Richard Williams
Ms Dorothy Wright

Officer in attendance: Professor Mushtak Al-Atabi
Mr Richard Claughton
Ms Sue Collier
Ms Lucy Everest
Mr Andrew Jefferson

Professor Ammar Kaka
Ms Ruth Moir
Dr Gill Murray
Professor Garry Pender
Professor John Sawkins
Lord I Vallance (for first part up to M21/26)

M21/18 WELCOME AND ANNOUNCEMENTS

The Chair reported that the following colleagues would join the meeting for particular agenda items: Dr Maggie King, Head of Academic Quality, for item 3.1 and the presentation and discussion on Academic Architecture; and Mr Marc Quinn, Head of the Academic Secretariat, for item 4.1 on the new Complaints Handling Procedure.

The Chair reminded Court members of the extreme sensitivity of some of the papers presented and emphasised the need to maintain confidentiality.

M21/19 APOLOGIES

No notes of apology had been received. Ms Jandy Stevenson was present up to paper item Ct2/21/10 and for paper item Ct2/21/15, Ms Morag McNeill was present up to paper item Ct2/21/10, and Ms Tracey Ashworth Davies was present up to paper item Ct2/21/19.

M21/20 MINUTES OF THE LAST MEETING AND NOTES OF THE DECEMBER 2020 STRATEGY DAY

The Court approved the notes of the Strategy Day held on 11 December 2020. The minutes of the meeting held on 4 February 2021 were approved as an accurate record, subject to the following changes:

- the reference to “(no retraction followed)” in Minute 21/12 should be amended to read, “The Court member who had raised the issue in effect retracted, stating that if Court members had a full understanding of the matters then he was satisfied with that.” and
- a correction should be made to show that the Global Director of Governance & Legal Services was present at the meeting.

M21/21 DECLARATION OF INTERESTS

The Chair of Court invited declarations of interest. No declarations were made. However, during the meeting the following members of Court absented themselves from the discussion when their appointment terms were considered under item M36.4: Mr Graham Watson, Mr Graeme Dickson, Ms Marta Phillips and Professor Scott Arthur.

M21/22 MATTERS ARISING

- 22.1** The Chair congratulated Ms Emily King, who had been re-elected as the Student Union President in 2021/22. Ms Lara Stroudinsky would continue in her role of Student Union Court member until 31 May 2021 and the Court would soon learn who her successor on the Court will be. The Chair relayed thanks and appreciation to the student members for their valuable contributions to the work of the Court.

M21/23 COURT ACTION LOG

The Court noted the Court Action Log which had been updated as of March 2021.

M21/24 REPORT FROM THE CHAIR (Oral report)

The Chair encouraged all Court colleagues to participate actively in the discussions to follow as equal members. He reported on the aim to focus Court discussion on at least one especially important strategic topic at each meeting. To serve this purpose the last two Court meetings had focused on student and staff wellbeing respectively, while the meeting on 25 March included review of the University's financial position through the rolling budget reset and also a report on the Academic Architecture review programme. The Chair also drew attention to the invitation at this meeting, via a paper from the Governance and Nominations Committee, to consider how the Court should plan the schedule and conduct its meetings from the next academic year and beyond.

M21/25 UPDATE FROM THE PRINCIPAL (Paper Ct2/21/10)

The Principal presented his report, drawing attention to many areas of activity which were reported to be developing positively despite Covid-19 related disruptions. He drew attention to the reported examples of staff and student achievement; colleagues were continuing to deliver their best to support student research and learning under circumstances that continue to be complex and demanding. The Principal reported that planning is continuing for likely scenarios for student learning and accommodation in all campus locations. Communications to prospective and current domestic and international students in all locations remained challenging, and fluctuations in financial income continue.

The Principal highlighted three recent big events: the submission of the University's return to the Research Excellence Framework 2021 (REF21) – this critical document would determine the results which would shape baseline research income for 2022/23 and the years beyond; the renewal of the University's institution level Athena SWAN (Bronze) Award, which was welcome news and critical to the University's commitment to Equality, Diversity and Inclusion; and completion of the approvals on the Dubai Campus which would enable campus operations and the final move from April 2021. The Principal highlighted the complex circumstances within which two campus moves had been managed successfully within the space of eight months. He relayed thanks to the entire team led by the University Secretary for those achievements. Court members had received a video of the new Dubai Campus embedded in the Principal's report.

XXX(.)XXX Reserved section (Ref Sections 30, 33 FOI(S)A).

M21/26 REPORT FROM THE STUDENT UNION (Paper Ct2/21/11)

The Court noted and discussed a report from the Student Union which was presented by the Student Union President. The President highlighted in particular:

- the recent student elections with, at 42, the highest ever number of candidates standing. Conducted under challenging circumstances, the voting turnout had reduced a little since last year, although the turnout rate had been high in sector terms. The elected full-time all-female Student Union leadership team would take up office on 1 June 2021;

- actions taken in partnership with the University in response to student wellbeing concerns in the current circumstances. The positive outcomes of such measures were being well received by the student body;
- work undertaken to develop and expand mechanisms University-wide to engage students in online “townhall” meetings as a mechanism for hearing the student voice;
- the Advice Hub which has been particularly busy this year with queries becoming more complex and evidencing student stresses. Financial hardship is one of the key areas driving student wellbeing concerns and requests for help. The Student Union is able to give access to a quick source of emergency funds for students facing financial difficulties. The Student Union report provided a list of all of the type of worries that students are seeking help with;
- a new “Tee-off” initiative focused on student entrepreneurship and charity fundraising;
- the Union’s commitment and work to support sustainability initiatives;
- the Unions’ focus on “wellbeing” with work and events focused on physical and mental health, mindfulness and happiness; and
- the recent sad news of the death of Stefan Kay (the University’s first Student Union President). Who had shown continued dedication over the years. The Student Union had dedicated a Volunteer Award in memory of him.

In the discussion which followed it was confirmed that additional work is being focused on online signposting of advice for students with financial hardship difficulties. It was noted that, while there is a process which takes time for students to access help from the University’s Hardship Fund, the Student Union had been helping to plug the gap through access to a much quicker source of Student Union emergency funds and vouchers. The Global Chief Operating Officer reported that the University also had emergency funds and has been focusing hard on communications to signpost availability of financial support to students through the student portal and other channels.

M21/27 REPORT FROM THE SENATE (Paper Ct2/21/12)

The Court received and noted a report from the Senate which related to the meeting of the Senate held on 3 February 2021. All matters were reported for information.

M21/28 ACADEMIC ARCHITECTURE (REVIEW OF THE ACADEMIC YEAR) (Oral report)

The Court received and discussed a presentation on the University’s review of Academic Architecture which was given by the Deputy Principal (Education and Student Life) and the Head of Academic Quality. The Senate had discussed the Academic Architecture review at its recent meetings in November 2020 and February 2021.

The Court noted:

- the review falls into two distinct areas – one looking at types and structure of programmes (not subject areas) and the second looking at the structure of the Academic Year;
- both the internal and external drivers which provide the underpinning rationale for the review;
- the review is key to enabling the University to deliver the Learning & Teaching Strategy underpinning Strategy 2025. The Academic Architecture of the University had remained largely unchanged since 2008, while significant evolutionary internal and external changes had taken place with resulting pinch-points and restrictions. The Deputy Principal emphasised that it is intended to build upon, not replace, those parts of the University’s arrangements which are working well;
- the timeline for consultation, engagement and consensus by the Senate which would continue through 2020/21. In 2021/22 a model for the Academic Year would be developed. The Deputy Principal emphasised that the outcome will be formed through a managed step-by-step process of consultation and consensus reached by the Senate;
- the linkages between the review and other objectives including portfolio modernisation, online provision at scale and a three year honours degree offer;
- key principles and objectives of the review: simplification, accessibility, inclusivity, resilience, efficiency and quality, and how these will be exemplified;
- next steps including further Senate discussions in April, May and June and the establishment of a Senate Working Group to develop ideas; and
- Court members were invited to forward any comments and ideas of their own to the Head of Academic Quality (m.king@hw.ac.uk).

Comments and observations arising in the course of the discussion included:

- the Chair of the Finance Committee questioned the interface between the review process and the new planning round process which is being rolled out and questioned the impact of the different pace of the two strands of work. The Vice-Principal & Provost reported that the potential outcomes of the review are being considered in the context of AP2.0 which provided a framework for such discussions. The Deputy Principal reported that a core group of colleagues were directly involved in both processes. The Finance Committee Chair suggested that it would be useful to have visibility in future reporting of the impact of the Academic Architecture on the University's forward plan;
- the Global Chief Operating Officer drew attention to alignments between the Foundation College, the three year honours degree offer and flexible study pathways. All of these underpinned the planning process. It was agreed that it would be helpful in due course for the Court to receive a report which illustrates all of the project linkages, the impacts on the University plan, timelines for delivery and the consequences and gains arising from Academic Architecture changes;
- in response to a question raised by a Court member the Deputy Principal confirmed that, as part of the portfolio modernisation review, a great deal of consultation had been undertaken with employers as a matter of course. Both employer and student views would help to inform the consensus formed on the Academic Architecture review;
- a member of Court raised the matter of the financial impact of a three-year honours degree course offering. The Deputy Principal reported that the University had for a long time effectively offered three-year degrees through recruitment to year two of a four-year course. The impact of Academic Architecture changes would be measured in due course. It was also observed that, as a fundamental change similar to modularisation some 20 years ago, experience showed that some staff resistance to the change should be expected and this will need careful management;
- support for developments in the area of micro-credential provision;
- a Court member asked what was known about the timing in the future of both school exam results and graduate hiring by employers. The Deputy Principal reported that those matters had been picked up as areas which would need more detailed attention in a later phase of the Academic Architecture review. The issue of externally driven timetables is further complicated because of external differences across the University's campus locations;
- encouragement to focus on the academic imperatives first and transferability of academic currency internationally; and
- the principal highlighted the importance of future dialogue with the relevant professional bodies to engender support for the sought after enhanced inclusion and flexibility.

It was agreed that it would be useful for the Court to receive an update report on the outcomes of the Portfolio Modernisation programme at a forthcoming meeting of the Court.

M21/29 DELIVERING STRATEGY 2025 IN DUBAI: UPDATE REPORT (Paper Ct2/21/13)

The Court received and noted a summary programme update report on the Dubai Campus transition programme. All matters were reported for information.

XXX(.)XXX Reserved section (Ref Section 33,FOI(S)A).

M20/30 REPORT FROM THE FINANCE COMMITTEE (Paper Ct2/21/14)

The Court received and discussed a report from the Finance Committee which related to the meetings of the Committee held on 28 January and 10 March 2021. Two matters were presented for approval: the Quarter 2 reset rolling budget for 2020/21 with indicative forecast projections for 2021/22 and 2022/23; and a renewed waste management contract which reached the threshold level requiring approval by the Court. All other matters were reported for information.

30.1 Rolling budget review and financial plan 2021

The Chair of the Finance Committee expressed thanks to the Finance team and to the Finance Committee membership for thorough work and review undertaken on the rolling budget in volatile and challenging circumstances. He emphasised the most important concerns of the Committee:

safety of the bond covenants – in its forecasts for each of the three years the University remained well within the two covenants that it is required to meet each year; and the shape of the two subsequent indicative years of the Financial Plan – the University must ensure it remains sighted on the agreed strategic targets to be delivered.

The Committee Chair drew attention to the current position in 2020/21 where reported performance, reflecting actual student intake in January 2021 is better than the originally reset budget, while still lagging behind the original budget. Significant risks remain in a volatile environment. These risks would continue, being added to by the large emerging risk of a USS pension scheme with the potential to become unaffordable for universities.

The Committee Chair reported that the Committee had been heartened by the financial performance of the Dubai Campus and encouraged the University to apply stretching targets to Dubai Campus operations to optimise returns on the University's investment.

The Committee Chair advised that the Management Accounts presented to the Court include information that has been factored into the reset budget.

The Committee Chair, on behalf of the Committee, commended the current year reset budget and projections for the subsequent two to the Court as moves in the right direction which recognised the prevailing risks and maintained the bank covenants in a safe position.

The Global Chief Financial Officer highlighted the budget provision to mitigate exchange rate risks, the substantial USS pension risk, additional funding in the current year from the Scottish Funding Council, which nevertheless had to be balanced against financial losses resulting from Covid restrictions.

The Court approved the Quarter 2 budget reset and indicative forecast projections for 2021/22 and 2022/23.

30.2 Management Accounts and Financial Summary Dashboard (mid-year)

The Court received and noted a Financial Summary Dashboard and full Management Accounts reports for the period to 31 January 2021 (mid-year).

30.3 Waste Management Contract renewal

The Court approved a new contract for waste management at the University's Edinburgh Campus from 2 April 2021 until 1 April 2024. The Court noted that the University will reserve the right to extend the agreement for a further two years subject to satisfactory performance and continuation of the University's requirements.

The Court approved the recommendation from the Finance Committee, that following the evaluation of tenders the contract should be awarded to the first ranked tender company, Viridor Waste Management Limited. **XXX(.)XXX Reserved section (Ref section 33, FOI(S)A).**

M21/31 REPORT FROM THE AUDIT AND RISK COMMITTEE (Paper Ct2/21/15)

The Court received a report from the Audit and Risk Committee which related to the meeting of the Committee held on 25 February 2021. Two items were presented for Court approval and the Court noted all other matters which were presented for information.

31.1 Ethical Business: Fraud and Bribery Prevention Policy

The Court approved for immediate implementation an updated version of the Ethical Business: Fraud and Bribery Prevention Policy which had been recommended by the Committee.

The Court noted that a Fraud Response Plan (not for publication) had been included in the revised Policy, for use if there is a significant incident of suspected fraud or corruption. The Court noted also that, following feedback from the Internal Auditor, the Policy had been amended as follows: further information had been provided on fraud and bribery legal definitions in the United Arab Emirates and Malaysia, and the applicability of the Policy across all campuses had been clarified; the link between the Fraud and Bribery Prevention Policy and the Public Interest Disclosure (Whistleblowing) Policy had been updated; and the Policy had been further amended to take into account feedback received from the Internal Auditor.

The Global Director of Governance & Legal Services reported on the intention to train executive members and to focus on reporting protocols on the Ethical Business suite of policies when this is completed (a new Ethical Business: Conflict of Interest Policy for Staff remains under development). Staff training would reinforce and make clear the responsibilities of all staff members' in relation to policy compliance.

31.2 Criminal Finances Act Statement

The Court approved for immediate implementation a Criminal Finances Act Statement which was recommended by the Committee in relation to the Criminal Finances Act 2017.

The Court noted that the proposed statement will apply in all jurisdictions in which the University operates and is largely in line with other such statements in the sector.

M21/32 REPORT FROM THE PENSIONS WORKING GROUP (Paper Ct2/21/16)

The Court received and discussed a report from the Court established Pensions Working Group following its first meeting held on 8 March 2021.

The Chair of the Working Group reported on the scale of the potential covenant contribution rate increases on employers to fund current USS benefit levels. Increases are expected above those already indicated from October 2021 (both of the reset budgets included additional contributions of £1m over and above the level to be introduced in October 2021). None of the scenarios for consultation with the higher education sector would be welcome, each giving rise to concerns about the affordability of contributions for both institutions and individual employees.

The Court noted the objective of the Pension Working Group to develop a position paper for the Court to consider in due course. It remains early in the process and the Working Group would consolidate information from many different sources over coming months. It was noted that ultimately decisions will be made nationally on the basis of the outcomes of sector wide consultation.

Comments and observations raised in the course of discussion included concerns about the duty of care the University has to staff who may choose, for the reason of affordability, not to join the USS scheme or to ultimately leave the scheme early. The Chair of the Working Group agreed that the extent to which the University provides pensions advice to its staff would be considered by the Working Group. The Global Chief Financial Officer reported that the University has recently run an all staff briefing session on all pensions led by financial and investment advisors, Tilney, as well as a financial wellness session. The Principal highlighted a forthcoming USS pension scheme focused discussion with staff in mid-April. The Principal reported that he meets regularly with other Vice-Chancellors who interact frequently with USS Trustees and regulators. Knowledge gained from those discussions would be fed into the work of the Pensions Working Group.

It was agreed that once the Working Group has agreed streamlined terms of reference for its work, these will be presented to the Court for approval.

It was noted that Universities UK (UUK) would launch a consultation with USS employers in the near future. This would provide information on the future level of benefits that will be achievable at the current level of contribution. The Global Director of HR reported that staff briefings and the formation of staff focus groups will follow receipt of the UUK consultation document. He highlighted concerns about an intergenerational divide being created by pensions opt out which occurred disproportionately across earlier career staff members.

M21/33 REPORT FROM THE GLOBAL STUDENT LIAISON COMMITTEE (Paper Ct2/21/17)

The Court noted a report from the Global Student Liaison Committee which related to the meeting of the Committee held on 25 January 2021. All items in the report were reported for information.

M21/34 REPORT FROM THE STAFF COMMITTEE (Paper Ct2/21/18)

The Court noted a report from the Staff Committee which related to the meeting of the Committee held on 1 March 2021. All items in the report were reported for information.

M21/35 UNIVERSITY COMPLAINTS PROCEDURE (Paper Ct2/21/20)

The Court received and approved a new University Complaints Handling Procedures for implementation from 1 April 2021. The Court noted that the Procedures had been developed in line with guidance from the Scottish Public Services Ombudsman (SPSO) with the majority of the new wording largely predetermined by SPSO requirements.

The Head of the Academic Secretariat, who presented the revised Procedures, reported that the Global Operations Executive will in the future receive quarterly reports on complaints being handled by the University. The Court would continue to receive an annual report on complaints handled. Should the Court desire, reporting to the Court may be more frequent. Court members were invited to relay any comments or observations about the new arrangements to the Head of the Academic Secretariat.

The Chair of the Global Student Liaison Committee voiced the support of the Committee for the updated procedures.

M21/36 REPORT FROM THE GOVERNANCE AND NOMINATIONS COMMITTEE (Paper Ct2/21/21)

The Court received and noted a report from the Governance & Nominations Committee which related to the meeting of the Committee held on 17 February 2021. Particular matters were presented as recommendations for approval. The Court noted other items which were presented for information.

36.1 Court committee delegations and terms of reference review

The Court noted and approved recommendations arising from a review of Court committee delegated authority and terms of reference which were relayed by the GNC.

The Court was reminded of the aims to the review: to enhance the level of authority delegated to Court committee, thereby freeing up more the for the Court to engage in strategic level discussion; to reduce reporting onward reporting chains where possible to increase effectiveness and efficiency; and to consider the balance of committee memberships.

The Court approved proposed changes to the terms of reference of the following:

- Audit & Risk Committee;
- Finance Committee – subject to clarity being introduced into the terms of reference in relation to the Committee's responsibility for oversight of the work of the Infrastructure Committee and, for example, clarification of the Committee's responsibility through the work of the Infrastructure Committee for the non-financial requirements for delivery of Estate and IT strategies;
- Governance & Nominations Committee;
- Remuneration Committee (The University Secretary reported on the outcome of consultation that had continued with the membership of the Remuneration Committee. The only significant additional change which the Remuneration Committee had proposed was to state, for clarity in paragraph 2.2 that the Committee will ensure it adheres to Scottish Government Principles of Public Life, the SFC Financial memorandum and CUC guidance, and will give *due regard to* other good governance guidance while considering all its activities in accordance with the University's values; and
- Staff Committee.

The Court agreed with the proposal that no changes to the current Court Interim Business Committee are necessary.

The Court noted that while delegations review had been completed for the following committees: Endowment Committee, Infrastructure Committee and the Global Student Liaison Committee, a further review is either continuing, or the proposed changes following the delegated authority review have yet to be discussed and agreed by the respective committees at a scheduled meeting.

Proposals for those committees are not therefore included in the March report to the Court but will return for Court approval at the Court meeting on 28 June 2021.

The Court noted that a parallel review had been undertaken on the reporting structure and terms of reference of bodies in the executive committee structure. The outputs of the Court committee terms of reference review had had an impact on the University's Health & Safety Committee (UHSC) and a fundamental review of that Committee will be undertaken during spring 2021. Revised terms of reference for the UHSC will be presented to the Court for approval at its meeting on 28 June 2021.

36.2 Senate Effectiveness Review 2019/20

The Court received and noted a summary report of the outcomes of the Senate Effectiveness Review undertaken in 2019/20. A detailed report of the Effectiveness Review Questionnaire outputs and updated Action Plan agreed on the basis of the outcomes were also received.

The University Secretary drew attention to the headline finding expressed by the majority of Senators who gave a view that the Senate is effective in fulfilling its core functions.

The attention of the Court was also drawn to the five reported actions proposed in January 2021 to enhance Senate effectiveness. In relation to action 4: including taking forward a joint meeting of the Court and the Senate in 2021, the University Secretary agreed that the wording in brackets shown with this action should be changed; there would be no "proviso" attached to such meetings to be held annually as it would always be possible to identify a relevant topic for the Court and the Senate to discuss in joint session.

The University Secretary reported that proposals for topics for discussion at the joint meeting in 2021 are being welcomed and considered. A Court member made the suggestion of discussion on the Portfolio Modernisation Review project as a suitable topic.

36.3 Court and Court committee meetings: future modes and scheduling

The Court received and considered a discussion paper which included suggestions endorsed by the GNC for the future mode and scheduling of Court and Court committee meetings. The paper set out the premise that online meetings in response to the Covid-19 pandemic had worked well overall and had offered some benefits, but there were disadvantages associated with not being able to meet in person. The Court was invited to consider for the longer term a suitable balance between online and in-person meetings across Court and Court committee annual schedules. Suggestions were also made in relation to less formal but nevertheless important meetings between members and the timing of meetings to be more inclusive of their international memberships.

The Chair of Court advised the Court that over the coming period he would meet members individually to garner their views on the future operation and scheduling of meetings, collating members' input for a report with clear recommendations relating to the new session in 2021/22 to be made to the Court at its meeting in June 2021. The purpose of the Court discussion on 25 March was therefore to receive members' initial views.

The Court agreed with the recommendation that, because of continuing restrictions and uncertainties, all Court and Court committee meetings should continue to be undertaken online until the end of the current academic year.

A number of Court members reported their initial views, all endorsing the direction of travel represented by the discussion paper. However, several members gave their view that the suggested arrangements were balanced too far towards online meetings and more opportunities should be provided during a year for in-person meetings; one member suggested a 50:50 division. Opportunities for in-person meetings were viewed as especially important for the integration of newer members.

One member suggested that new Court members ought to be allocated a mentor with longer membership experience to help support them, while another suggested that the induction programme would need to be augmented in some way to compensate for online induction sessions.

It was agreed to include the annual joint Court and Senate meeting in the final paper to be presented to the Court in due course.

A staff member of the Court encouraged the sharing of induction information about the workings of the University between new Court/Court committee members and new staff members (the information being relevant and useful to both groups).

36.4 Court appointments

The Court approved recommended appointment renewals for the following:

- Mr Graham Watson:- renewal for a final term of up to three years, with the end date to be agreed in the final year based on successor transition management needs;
- Ms Morag McNeill:- renewal for a final term of up to three years, with the end date to be agreed in the final year based on successor transition management needs;
- Mr Graeme Dickson:- renewal for three years from 1 August 2021 until 31 July 2024; and
- Ms Marta Phillips:- renewal for three years from 23 April 2021 until 22 April 2024.

36.5 Court committee appointments

The Court approved recommended appointment renewals for the following:

- Ms Suzanne Wilson (Audit and Risk Committee):- renewal for 2 years from 1 August 2021 until 31 July 2023;
- Mr Brian Robertson (Endowment Committee):- renewal for 1 year from 1 August 2021 until 31 July 2022 (with potential for a second year);
- Ms Judith Cruickshank (Finance Committee):- renewal for 3 years from 23 April 2021 until 22 April 2024;
- Mr Liam Burns (Global Student Liaison Committee):- renewal for 2 years from 1 August 2021 until 31 July 2023;
- Mr Jeremy Smart (Infrastructure Committee):- renewal for 3 years from 1 August 2021 until 31 July 2024; and
- Mr Mike Gregson (Ordinances & Regulations Committee):- renewal for three years from 1 August 2021 until 31 July 2024.

The Court approved the following recommended appointment to the Remuneration Committee:

- Professor Scott Arthur, for a period of up to three years, and for as long as Professor Arthur remains a member of the Court.

The Court noted that Professor Arthur would fill the Court staff member vacancy on the Committee left by Dr Fadi Ghaith.

36.6 Heriot-Watt University Malaysia (HWUM) Board

The Court approved the following recommended appointment to the HWUM Board:

- Professor Heather McGregor, Executive Dean of the Edinburgh Business School, from 1 August 2021 until 31 July 2024.

The Court noted that Professor McGregor would replace Professor Robert MacIntosh as Company Director on the Board appointed by the Court. Professor MacIntosh will stand down from the membership from 31 July 2021.

M21/37 ANY OTHER BUSINESS

37.1 Court rolling programme of business (as of March 2021) (Paper Ct2/21/22)

The Court noted the rolling programme of forward business of the Court as of March 2021. Members were reminded of the open invitation to propose via the University Secretary items for discussion in future agendas.

37.2 ERP SYSTEM

In response to a point raised by a staff member of the Court the Global Director of HR reported that communications are being arranged with staff and further work is being carried out on the newly implemented ERP system to reassure staff and to resolve issues with the roll-over of staff leave entitlements between the iHR and the ERP systems.

M21/38 DATE OF THE NEXT MEETINGS

It was noted that the Strategy Discussion Day will take place on Thursday 20 May 2021. With regard to the additional scheduled meeting of the Court on 12 April 2021, the University Secretary asked that Court members retain this date in their diaries for the time-being but warned that because audit work is continuing an arrangement will be needed which delays the scheduled joint meeting of the Audit and Risk and Finance Committees. This will possibly have the effect of requiring a change from a 12 April Court meeting to a later date. The Secretary advised that Court members will be advised of any necessary change as soon as possible.

Date

Signature