

## **COURT: STATEMENT OF PRIMARY RESPONSIBILITIES**

**(Each Primary Responsibility of the Court will be supported by an Ordinance).**

1. The Court is unambiguously and collectively responsible for overseeing the entirety of the University's activities and, as such, the Court comprises the trustees of the University for the purpose of the Charities and Trustee Investment (Scotland) Act 2005.

In observation of the first principle of the Scottish Code of Good Higher Education Governance, in discharging its responsibilities the Court shall:

- a) foster a suitable environment whereby knowledge may be advanced and the potential of students fulfilled;
  - b) ensure the University's long term sustainability;
  - c) conduct its affairs ethically;
  - d) have due regard to the interests of its stakeholders and the wider public;
  - e) determine the University's future strategic direction and determine the University's values;
  - f) ensure the protection of the academic freedom of relevant staff in compliance with relevant legislation and the University's governing instruments;
  - g) ensure that it observes good practice in regard to equality & diversity;
  - h) ensure the maintenance of Senate's authority as per the University's Charter; and
  - i) take all final decisions on matters of fundamental concern to the University.
2. The Court is the principal financial and business authority of the University. Primary responsibilities of the Court, which are specifically reserved and cannot be delegated, include:
    - a) ensuring that proper accounting records are kept;
    - b) approving the annual budget and financial statements;
    - c) approving the annual accounts of the University;
    - d) having overall responsibility for the University's assets, property and estate;
    - e) ensuring and regularly reviewing the University's long term sustainability;
    - f) ensuring the existence of and receiving regular reports from an Audit Committee; and
    - g) annually appointing the University's auditors.
  3. The Court shall act as the trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.
  4. The Court has the ultimate responsibility for safeguarding the reputation of the University and for determining in consultation and promoting, embodying and safeguarding its values.
  5. The Court shall ensure that the University has in place appropriate arrangements for engaging with the public and the wider communities which it serves.
  6. The Court shall ensure compliance with the governing instruments of the University as well as all relevant other legal obligations, including any arising in connection with the University's charitable status.
  7. The Court shall approve the mission and strategic vision of the University, long-term academic and business plans, key performance indicators (KPIs) and annual budgets and ensure that these have due regard to the interests of stakeholders.
  8. The Court shall ensure that the University adheres to the funding requirements specified in funding documents including but not limited to the Scottish Funding Council Financial Memorandum.
  9. The Court shall ensure the establishment and monitoring of systems of control and

accountability, including financial and operational controls and risk assessments.

10. The Court shall ensure the establishment and monitoring of clear procedures for handling internal grievances and 'whistleblowing' complaints, and for managing conflicts of interests.
11. The Court shall ensure the quality of educational provision of the University and in discharging such responsibility shall rely on the advice of the Senate.
12. The Court shall publish its Statement of Primary Responsibilities widely, including in the Annual Accounts and on the University's website.

Alongside its Statement of Primary Responsibilities the Court shall identify key individuals and a broad summary of the responsibilities that the Court delegates to these key individuals and those responsibilities which are derived directly from the University's instruments of governance.

13. The Court shall establish a Remuneration Committee to determine and review the salaries, terms and conditions (and, where appropriate, severance payments) of the Principal and such other members of staff as the Court deems appropriate.

The Court shall determine the policies and processes used by the Remuneration Committee and shall receive reports from the Committee in sufficient detail to satisfy the Court that the decisions made have been compliant with its policies.

14. The Court shall establish processes to monitor and evaluate the performance and effectiveness of the Court itself. This shall include:
  - a) An externally facilitated evaluation of effectiveness of the Court and its Committees not less than every five years;
  - b) Ensuring that a parallel review is undertaken of the Senate and its Committees;
  - c) A regular review of effectiveness, against the Scottish Code of Good Higher Education Governance and Court's Statement of Primary Responsibilities;
  - d) Where appropriate as a result of this review revising its structure and processes, and requiring the Senate to revise its structures and processes accordingly; and
  - e) Publication of the results of the effectiveness reviews including on the internet and in the University's Annual Report.
15. The Court shall review, monitor and evaluate annually the performance of the University as a whole in meeting long-term strategic objectives and short-term KPIs, benchmarking institutional performance against the KPIs of other comparable institutions.
16. The Court is the employing authority for all staff of the University and is responsible for establishing and monitoring a human resources strategy.
17. The Court shall make such provision as it thinks fit for the general welfare of students, in consultation with the Student Union where applicable.

#### **Appointment of the Chair, Members of Court and the Chancellor**

18. The Court shall appoint the Chancellor on a recommendation of a joint Committee of the Court and the Senate.
19. The Court shall adopt best practice in appointing the membership of the Court. Members of the Court shall exercise their responsibilities in the interests of the University as a whole and not as a representative of any constituency.

The University shall maintain and publicly disclose a current register of interests of members of the Court on its website.

20. The Court and its individual members shall at all times conduct themselves in accordance with accepted standards of behaviour in public life. These are set out in Appendix 1 to the Statement of Primary Responsibilities.

21. The Court shall meet on a periodic basis commensurate with the business requirements of the University and members of Court shall attend its meetings regularly and shall actively participate in proceedings.
22. The Chair shall be responsible for leadership of the Court, and be ultimately responsible for its effectiveness. The Chair shall ensure the University is well connected with its stakeholders, including staff and students. Further responsibilities of the Chair of Court will be set out in an Ordinance.
23. In filling vacancies which arise in the position of the Chair of the Court or in the appointed independent membership of the Court or Court Committees, the Court shall adopt good practice, and publish these widely both within the University and externally, making specific reference to the evaluation of the balance of skills, attributes and experience required and the desirability of ensuring diversity of membership.
24. When selecting a new Chair of the Court, the Court shall provide a full job specification including a description of the attributes and skills required and an assessment of the time commitment expected and the need for availability at unexpected times. The Court shall put in place arrangements to consult staff and students before the job specification is finalised..

The selection process shall include a formal interview with shortlisted candidates.

25. The Court shall establish the criteria for the Induction and further development of its members and shall report the details of training made available in the University's Annual Report.

**Appointment of the Principal & Vice-Chancellor and the Secretary of the University and the delegated authority**

26. The Court shall delegate authority to the Principal and Vice-Chancellor, as Chief Executive of the University.
27. The Court shall appoint the Principal and Vice-Chancellor of the University as Chief Executive of the University, and put in place suitable arrangements for monitoring his/her performance.

Both the appointment and the monitoring of performance of the Principal shall include consultation with staff members and student members of the Court.

28. The Principal and Vice-Chancellor shall be responsible for providing the governing body with advice on the strategic direction of the University and for its management, and shall be the designated officer in respect of the use of Scottish Funding Council funds and compliance with that Funding Council's Financial Memorandum.
29. The Principal shall be accountable to the Court. The Court shall make clear, and annually review, the authority delegated to the Principal, having regard also to that conferred directly by the University's instruments of governance.
30. The Court shall appoint a Secretary to the Court ensuring that, if the person appointed has managerial responsibilities in the University, there is an appropriate separation in the lines of accountability. The Court shall delegate governance responsibilities to the Secretary to the Court.

The Court shall ensure that all of its members have access to the advice and Court services of the Secretary. The appointment and removal of the Secretary shall be a decision of the Court as a whole.

**THE SEVEN PRINCIPLES OF PUBLIC LIFE**

**SELFLESSNESS**

Holders of public office should act solely in terms of the public interest. They should not do so in order to gain financial or other material benefits for themselves, their family, or their friends.

**INTEGRITY**

Holders of public office should not place themselves under any financial or other obligation to outside individuals or organisations that might seek to influence them in the performance of their official duties.

**OBJECTIVITY**

In carrying out public business, including making public appointments, awarding contracts, or recommending individuals for rewards and benefits, holders of public office should make choices on merit.

**ACCOUNTABILITY**

Holders of public office are accountable for their decisions and actions to the public and must submit themselves to whatever scrutiny is appropriate to their office.

**OPENNESS**

Holders of public office should be as open as possible about all the decisions and actions that they take. They should give reasons for their decisions and restrict information only when the wider public interest clearly demands.

**HONESTY**

Holders of public office have a duty to declare any private interests relating to their public duties and to take steps to resolve any conflicts arising in a way that protects the public interest.

**LEADERSHIP**

Holders of public office should promote and support these principles by leadership and example.