

# **Annual Report on the Effectiveness of Court**

## **Background**

The University's governing body is the Court of Abertay University, and as set out in the terms of the Scottish Code of Good HE Governance 2023 (section 64 "*The governing body is expected to review its own effectiveness each year and to undertake an externally facilitated evaluation of its own effectiveness and that of its committees, including size and composition of membership, at least every five years. As part of these processes or separately, the effectiveness of the academic board (also known as Senate, Senatus Academicus or academic council) is expected to be reviewed similarly. These reviews should be reported upon appropriately within the Institution and outside. Externally facilitated reviews should be held following an period of exceptional change or upheaval (allowing suitable time to see the effects of changes made*", the usual timetable for externally facilitated review being brought forward, if necessary, in these circumstances") carries out an evaluative annual report on quantitative and qualitative aspects relating to the conduct of Court and its committees in the preceding academic year. Court previously approved the process in June 2015.

The report is for the **academic year 2022-23 (1 August 2022 to 31 July 2023)** and on approval by Court will be published on the University's website. An externally facilitated review was conducted by Advance HE in 2021-22 and Court considered the final report at its meeting on 29 June 2022 and agreed an action plan at its meeting on 14 September 2022. This report provides an update on that work as well as the information under the previously agreed quantitative and qualitative measures.

The Governance and Nominations Committee had previously agreed that this report be light touch and have reviewed an initial draft in May followed by the paper below at its meeting on 31 October 2023.

The paper follows the structure of previous reports and the Committee have agreed to review the format of future reports in particular to ensure that feedback from Court members is incorporated and to minimise duplication of information in other reports e.g., the annual Governance Statement which provides information on members attendance.

## **Recommendation**

Court is asked to:

- (i) approve the Annual Review of the Effectiveness of Court Report (2022-23) for publication on the University's website.

**Dr Dianne Peden,**

**Head of Governance and Deputy Secretary**

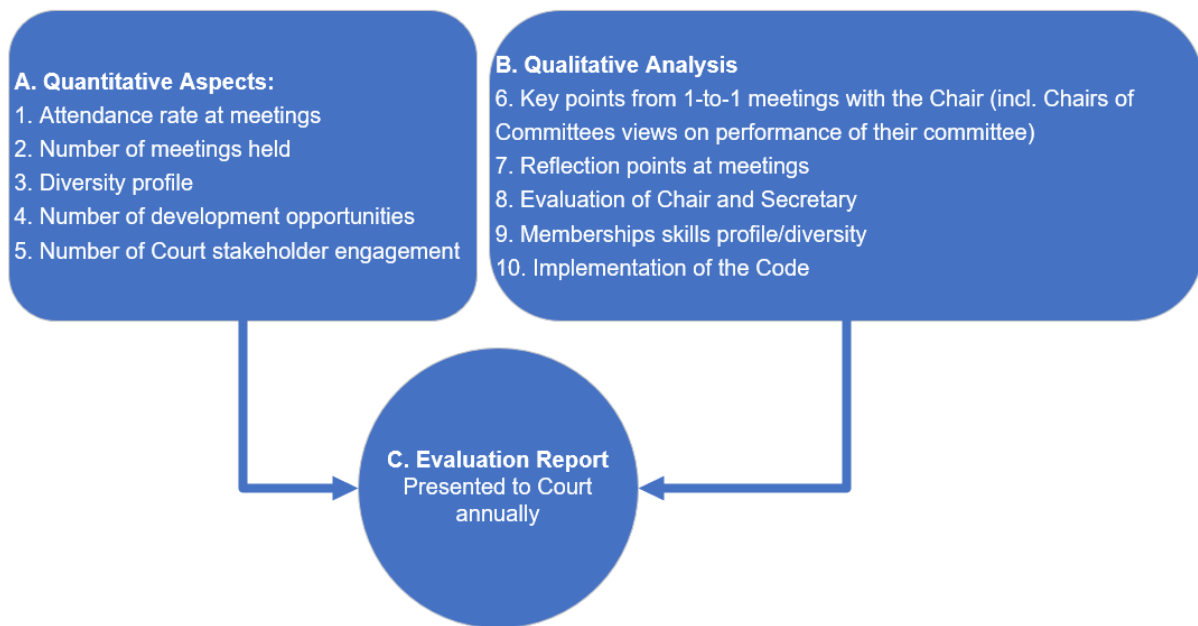
**20.11.2023**



## Annual review of the effectiveness of Court: Session 2022-23

### Introduction

1. Abertay University is a modern, pioneering, and ambitious university with around 4,000 students. With a strong and evolutionary tradition of preparing students for the industries and jobs of the modern world, Abertay has made its mark with high-quality, well-directed teaching and research which, in turn, provides a stimulating and enriching experience for our students. The University is a higher education institute created under the provisions of the Further and Higher Education (Scotland) Act 1992. Its structure of governance is laid down in the statutory instrument – [The Abertay University \(Scotland\) Order of Council 2019](#). The University is registered with the Office of the Scottish Charity Regulator (SC016040).
2. The University's governing body is the Court of Abertay University, and as set out in the terms of the [Scottish Code of Good HE Governance 2023](#) (section 64 "*The governing body is expected to review its own effectiveness each year and to undertake an externally facilitated evaluation of its own effectiveness and that of its committees, including size and composition of membership, at least every five years. As part of these processes or separately, the effectiveness of the academic board (also known as Senate, Senatus Academicus or academic council) is expected to be reviewed similarly. These reviews should be reported upon appropriately within the Institution and outside. Externally facilitated reviews should be held following an period of exceptional change or upheaval (allowing suitable time to see the effects of changes made*", the usual timetable for externally facilitated review being brought forward, if necessary, in these circumstances") carries out an evaluative annual report on quantitative and qualitative aspects relating to the conduct of Court and its committees in the preceding academic year. Court previously approved the process in June 2015.
3. An externally facilitated review was conducted by Advance HE in 2021-22. Court considered the final report at its meeting on 29 June 2022 and agreed on an action plan at its meeting on 14 September 2022. This report includes an update on that work in [Annex A](#) as well as the information under the previously agreed quantitative and qualitative measures ([Figure 1](#)).
4. The report for the academic year 2022-23 (1 August 2022 to 31 July 2023) was considered by the Governance and Nominations Committee and on approval by Court will be published on the University's website.



**Figure 1: Approach to Annual Court Effectiveness Evaluation at Abertay University**

### **Meeting the Primary Responsibilities**

5. The primary responsibilities of Court are set out in [Annex B](#) were reviewed and approved by Court in February 2023. Court fulfilled those responsibilities during the year.

### **Compliance with the Higher Education Governance (Scotland) Act (2016)**

6. Following the announcement by the Chair, Murray Shaw, that he wished to step down from the role in early 2023, regulations reflecting the requirements of the Higher Education Governance (Scotland) Act (2016) for the appointment of the new Chair of Court were developed by the Secretary to Court. These drew on best practice from other universities and the Scottish Code of Good HE Governance (2017) and were reviewed by the University's solicitors prior to being approved by Court at its meeting on the 21 September 2022.
7. In line with the Act, Court delegated authority to an Appointment Committee to oversee the process. The Appointment Committee included four lay members, a staff member, a student member, the Senate nominated member and the Principal. It was supported by the Secretary to Court. Annual remuneration was agreed by the Remuneration Committee (with delegated authority from Court), and an external search agency was appointed to assist in the process.
8. An election was held in which all applicants who met the criteria agreed by Court were entitled to stand. Three candidates stood for election. The election process was run independently by Civica, on behalf of the University, and the electorate comprised all students fully registered on 13 February 2023, all staff of the

University employed on a salaried contract on the same date, and members of Court. The winning candidate, David Brew was appointed by Court as the Chair of Court from 16 May 2023 for a period of three years. A [report on the outcome of the election](#) has been published in accordance with the 2016 Act.

## **Meeting the Principles of the Scottish Code of Good HE Governance**

9. The revised Code was published in April 2023 and some initial work was undertaken, overseen by the Governance & Nominations Committee, to map current practice against the revised Code and identify areas for action. The mapping along with an initial implementation plan will be submitted to the first meeting of the Committee in 2023-24. The Scottish Funding Council require the University to be able to demonstrate full compliance with the revised Code by 31 July 2024, and we are confident that that timescale will be met.
10. During 2022-23, the Governance & Nominations Committee reviewed several key Court documents, which were subsequently approved by Court:
  - Court Standing Orders
  - Statement of Primary Responsibilities
  - Scheme of Delegation
  - Role of Chair of Court
  - Role of the Vice-Chair of Court
  - Role of the Court Intermediary
  - Role of the Secretary
  - Role of the Principal & Vice-Chancellor
  - General Descriptor for Members of Court
  - Person Specification for Lay Members of Court
11. Court agreed, following the review of its Standing Orders, to develop a Code of Conduct for Court Members, linking to the Nine Principles of Public Life in Scotland. The draft was considered by the Governance and Nominations Committee at its meeting on 20 March and approved by Court on 26 April 2023. The Code of Conduct drew upon practice in other Universities and the 2017 Code of Good HE Governance and incorporated a section of the Standing Orders relating to members' responsibilities.
12. A very successful and well attended Public Engagement Event was held on 26 April 2023, and included presentations from the outgoing Chair of Court, the incoming Chair of Court and the Principal. The Principal delivered a presentation about developments at the University followed by an open question and answer session. Approximately ninety people attended from the local community and from amongst staff and students of the University and members of Court, an increase from fifty-seven in 2022.

## **Other Key Court Activities**

13. The Governance and Nominations Committee undertook a review of all Terms of Reference for the Committees of Court to ensure consistency with the introduction of six standard sections (Role, Reports to, Responsibilities, Composition, Quorum and Meetings). The revised Terms of Reference were

discussed by the relevant Committee and thereafter approved by Court. Court also agreed to their annual review moving to the last meeting of the academic year (previously they had been considered at the first) to allow for any changes to be implemented and published in appropriate time for the start of the new academic year. The revised [Terms of Reference and current composition of the Committees of Court](#) are available on the University website.

14. Court approved the following sub-strategies during 2022-23, noting that, as well as consideration and recommendation for approval from the relevant Committee, in each case there had been consultation with the University Community prior to the strategies being considered:
- Civic Mission;
  - Digital (revised);
  - Estates;
  - International and Partnership;
  - People; and
  - Sustainable Development

### **Court and Committee Membership**

15. During 2022-23, there were several changes in Court and committee membership, which are summarised below:
- The new Chair of Court was elected and took up office from 16 May 2023.
  - A new Vice-Chair of Court was appointed from 14 June 2023.
  - Two lay members stepped down, including the previous Vice-Chair of Court and the Chair of the People, Health, and Equality Committee.
  - The staff member elected by academic staff stepped down at the end of May, having left the University's employment. An election was conducted, and a new academic staff member joined Court from 6 June 2023. The rules for the election were reviewed and approved by Court prior to this taking place.
16. The Skills matrix for members of Court (excluding those appointed as ex-officio) was revised and agreed by the Governance and Nominations Committee at its meeting on 6 December 2022. It was circulated to members of Court as a Microsoft Form for online completion. The matrix covered three areas:
- Sector Experience (twenty-two sectors were identified to represent the breadth of activities and Strategic plan for the University).
  - Governance and
  - Core Skills/Knowledge
17. Summary information was provided to Court at its meeting on 26 April 2023 with a more in-depth review conducted by the Governance and Nominations Committee at its meeting on 15 May 2023. This information was also considered as part of the recruitment exercise for new lay members. Individual responses are currently under review with regards to personalised training needs and mentoring opportunities for 2023-24 and beyond.

18. Court remains committed to improving the diversity of its lay membership. Prior to the launch of the recruitment round for new lay/independent members, Court approved a revised General Descriptor for Members of Court and Independent Court Member Person Specification. The current skills matrix of members and the diversity profile informed the appointment of new lay members to fill current vacancies. Following a robust selection process including interviews, Court approved the appointment of three new lay members to join Court from 1 August 2023.
19. The overall balance between genders amongst all members of Court was 57% female and 43% male, with the non-executive/independent members being 42% female and 58% male, on 31 July 2023. With the appointment of three new lay members from 1 August 2023, the balance will change to 58% female and 42% male for all members of Court and 47% female and 53% male for non-executive/independent members. Court continues to be committed to achieving the gender representation objective of the 'Gender Representation on Public Boards (Scotland) Act 2018' of achieving 50% non-executive/independent members who are women. Another recruitment round will take place in autumn as one current member will reach the end of their maximum term of office in December.
20. There were also changes in committee membership including the appointment of a number of new Committee Chairs and Vice-Chairs: - Vice-Chair of the Audit and Risk Committee, Chair and Vice-Chair of the Finance and Corporate Performance Committee, and the Chair of the People, Health, and Equality Committee.

### **Development Opportunities**

21. Members of Court are encouraged to participate in University life and to further develop their understanding of the University, the Higher Education sector in Scotland and the role of the governing body.
- All new members had an induction delivered by the Secretary to Court (the Vice-Principal (Strategy & Governance) and University Secretary) and the Head of Governance and Deputy Secretary.
  - Members of Court are able to observe meetings of Senate.
  - Two members and the Head of Governance and Deputy Secretary attended an external development event run by Advance HE entitled "GDP Board Diversity - The role of the governing body and Nominations Committees".
  - A Court member handbook and SharePoint site is also currently under development.
  - New members of Court were also made aware of Advance HE training for new Governors in Scotland.

### **Meetings and Attendance**

22. There were five meetings of Court in the academic session. All meetings were held in-person with provision for members to join online depending on their individual circumstances. Court meetings were scheduled for three hours,

commencing at 14:00, and were preceded by opportunities for members to learn more about the work of the University and to meet staff or students (see section entitled Engagement with Stakeholders). [Approved Court minutes](#) are published on the University's website.

23. The attendance at Court meetings is shown below with an aggregate of 87% ([Table 1](#)), down from 93% for the previous academic year.

Status	Member	Meetings attended
<b>Chair</b>	Murray Shaw (until 15 May 2023)	4 of 4
	David Brew (from 16 May 2023)	1 of 1
<b>Vice-Chair</b>	Dr Annie Ingram (until 30 Mar 2023)	3 of 3
	Heather Dunk OBE (from 15 Jun 2023, previously lay member of Court)	4 of 5
<b>Principal and Vice-Chancellor</b>	Professor Liz Bacon	5 of 5
<b>Deputy Principal and Deputy Vice-Chancellor</b>	Professor Alastair Irons	5 of 5
<b>Elected Staff Members</b>	Nazhat Ahmed	5 of 5
	Professor Ruth Falconer (from 6 Jun 2023)	1 of 1
	Dr Kate Smith (until 31 May 2023)	4 of 4
<b>Trade Union Representatives</b>	Alison Duffy	4 of 5
	Dr Hadi Mehrpouya	4 of 5
<b>Student Representatives</b>	Lauryn Baldie (until 30 Jun 2023)	4 of 5
	Olivia Morgan (from 1 Jul 2023)	n/a
	Olivia Robertson	3 of 5
<b>Nominated by Senate</b>	Claire MacEachen	4 of 5
<b>Independent/Lay Members*</b>	Andrew Bailey	3 of 5
	John Barnett	5 of 5
	Robyn Donoghue	5 of 5
	Gameelah Ghafoor (until 27 Feb 2023)	2 of 3
	Lynne Hamilton	2 of 3
	Fraser Keir	4 of 5
	Veronica Lynch	5 of 5
	Jim MacGregor	4 of 5
	Ian McDonald	5 of 5
	Antony Marks	4 of 5
	Professor Edith Sim	5 of 5
<b>Aggregate attendance in percentage</b>		<b>87%</b>

**Table 1: Attendance of members of Court its meetings in 2022-23.**

\*There were some vacancies throughout the year.

24. An off-campus Court Conference took place in November 2022. This provided an opportunity for Court to meet with members of the University’s Senior Management Team to discuss future planning priorities and key challenges, and to follow up on issues arising from the externally-facilitated Governance Effectiveness Review undertaken by Advance HE in 2021-22. One of the five formal Court meetings took place as part of the November conference. The Conference was well attended by members of Court, the Executive Group and the Senior Management Team

25. The Committees of Court meet a minimum of four times per year (with the exception of the Remuneration Committee, who meet a minimum of two times per year). Meetings were a mixture of online, hybrid, and face-to-face depending on the preferences and availability of members of each Committee. The attendance at Committees of Court varied from 78% to 90%.

26. The Audit and Risk Committee met four times in 2022-23 with an aggregate attendance of 79% (Table 2) down from 100% for the previous academic year.

Status	Member	Meetings attended
<b>Chair</b>	John Barnett	4 of 4
<b>Vice-Chair</b>	Lynne Hamilton (until 20 Feb 2023)	1 of 2
	Veronica Lynch (from 20 Feb 2023, previously lay member of Court)	3 of 4
<b>Lay member of Court</b>	Fraser Keir	4 of 4
	Ian McDonald (from 20 Feb 2023)	1 of 2
<b>External member</b>	Miller McLean	3 of 4
	Fiona Ramsay	3 of 4
<b>Aggregate attendance in percentage</b>		<b>79%</b>

**Table 2: Attendance of members of the Audit and Risk Committee at its meetings in 2022-23.**

27. The Chair’s Committee met five times in 2022-23 with an aggregate attendance of 90% (Table 3), up from 86% for the previous academic year.



Status	Member	Meetings attended
<b>Chair &amp; Chair of Court</b>	Murray Shaw (until 15 May 2023)	4 of 4
	David Brew (from 16 May 2023)	1 of 1
<b>Vice-Chair of Court &amp; Chair of Governance and Nominations Committee</b>	Dr Annie Ingram (until 30 Mar 2023)	3 of 3
<b>Vice-Chair of Court (from 15 June) &amp; Chair of People, Health, and Equality Committee (from 27 April)</b>	Heather Dunk OBE	2 of 2
<b>Principal and Vice-Chancellor</b>	Professor Liz Bacon	5 of 5
<b>Deputy Principal &amp; Deputy Vice-Chancellor</b>	Professor Alastair Irons	4 of 5
<b>As lay member from 14 November 2022 and then as Chair of the Finance and Corporate Performance Committee (from 20 Feb)</b>	Antony Marks	4 of 4
<b>Chair of the Finance and Corporate Performance Committee</b>	Ian McDonald (until 19 Feb 2023)	3 of 3
<b>Chair of People, Health, and Equality Committee</b>	Gameelah Ghafoor (until 27 Feb 2023)	0 of 2
<b>Aggregate attendance in percentage</b>		<b>90%</b>

**Table 3: Attendance of members of the Chair’s Committee at its meetings in 2022-23.**

28. The Finance and Corporate Performance Committee met five times in 2022-23 including an extraordinary meeting, with an aggregate attendance of 78% ([Table 4](#)), down from 91% for the previous academic year.
29. The Governance and Nominations Committee met four times in 2022-23 with an aggregate attendance of 87% ([Table 5](#)), down from 93% for the previous academic year.
30. The People, Health, and Equality Committee met four times in 2022-23 with an aggregate attendance of 88% ([Table 6](#)) matching the attendance for the previous academic year.

Status	Member	Meetings attended
<b>Chair</b>	Ian McDonald (until 19 Feb 2023)	3 of 3
	Antony Marks (from 20 Feb 2023)	4 of 5
<b>Vice-Chair</b>	Antony Marks (until 19 Feb 2023)	As above
	Lynne Hamilton (from 20 Feb 2023)	*
<b>Vice-Principal (Strategy &amp; Governance) and University Secretary</b>	Caroline Summers	5 of 5
<b>Director of Finance, Infrastructure &amp; Corporate Services</b>	Gordon Weir	5 of 5
<b>Staff member of Court</b>	Dr Kate Smith (until 31 May 2023)	3 of 4
<b>Student member of Court</b>	Lauryn Baldie (until 30 Jun 2023)	3 of 5
<b>Lay member of Court</b>	Andrew Bailey	2 of 5
	Dr Annie Ingram (until 30 Mar 2023)	4 of 4
	Jim MacGregor	3 of 5
<b>Aggregate attendance in percentage</b>		<b>78%</b>

**Table 4: Attendance of members of the Finance and Corporate Performance Committee at its meetings in 2022-23.**

\* on leave of absence during this period

Status	Member	Meetings attended
<b>Chair</b>	Dr Annie Ingram (until 30 Mar 2023)	3 of 3
<b>Principal &amp; Vice-Chancellor</b>	Professor Liz Bacon	4 of 4
<b>Chair of Court</b>	Murray Shaw (until 15 May 2023)	3 of 4
<b>Staff member of Court</b>	Alison Duffy	2 of 4
<b>Student member of Court</b>	Olivia Robertson	1 of 2
	Lauryn Baldie (until 30 June 2023) †	1 of 1
<b>Vice-Principal (Strategy &amp; Governance) and University Secretary</b>	Caroline Summers *	3 of 3
<b>Lay member of Court</b>	Veronica Lynch	4 of 4
	Antony Marks	4 of 4
<b>Aggregate attendance in percentage</b>		<b>87%</b>

**Table 5: Attendance of members of the Governance and Nominations Committee at its meetings in 2022-23.**

† acted as interim Student member during election period; \* became member of Committee from 23 November 2022

Status	Member	Meetings attended
Chair	Gameelah Ghafoor (until 27 Feb 2023)	2 of 2
	Heather Dunk OBE (from 27 Apr 2023, previously lay member of Court) †	4 of 4
Director of People and Organisational Development	Eilidh Fraser	4 of 4
Staff member of Court	Nazhat Ahmed	4 of 4
Student member of Court	Olivia Robertson	4 of 4
Lay member of Court	Robyn Donoghue	3 of 4
	Professor Edith Sim	2 of 4
Aggregate attendance in percentage		88%

**Table 6: Attendance of members of the People, Health and Equality Committee at its meetings in 2022-23.**

† acted as interim Chair from 28 February until the new Chair was appointed by Court

31. The Remuneration Committee met three times in 2022-23 including an extraordinary meeting, with an aggregate attendance of 85% ([Table 7](#)), down from 89% in the previous academic year.

Status	Member	Meetings attended
Chair & Chair of Finance and Corporate Performance Committee (from 20 February)	Antony Marks	3 of 3
Chair of Court	Murray Shaw (until 15 May 2023)	2 of 3
Vice-Chair of Court	Dr Annie Ingram (until 30 March 2023)	2 of 2
Staff member of Court	Claire MacEachen	3 of 3
Student member of Court	Lauryn Baldie (until 30 June 2023)	2 of 3
Lay member of Court	Ian McDonald	3 of 3
	Professor Edith Sim	2 of 3
Aggregate attendance in percentage		85%

**Table 7: Attendance of members of the Remuneration Committee at its meetings in 2022-23.**

### Engagement with Stakeholders:

32. All Court members, in particular independent members, had opportunities to meet informally with staff and students of the University and other interested parties. Members particularly valued opportunities to meet students and staff whom they might not encounter at regular Court or Committee meetings. The Principal & Vice-Chancellor presented the Vision for Abertay at Court's first meeting of 2022-23.

33. In 2022-23, Court was able to engage with relevant staff on a range of topics including:

- a briefing on the launch of Abertay Online, the University's new partnership with Higher Education Partners to deliver selected postgraduate degree programmes online);
  - an open forum as part of the consultation on the International Strategy;
  - an event to meet with the Lead Voices, (volunteer staff members who act as general 'advocates' or 'lead voices' for people with protected characteristics and who play a key role in the University's approach to equality, diversity and inclusion)
  - a poster session forming part of the Postgraduate Research Student Conference.
34. Several members of Court participated in the following events with a range of stakeholders:
- Annual Principal's address
  - Prize-giving events and graduation ceremonies in November 2022 and July 2023
  - Public events at the University such as professorial lectures, exhibitions, etc
35. In line with the 2019 Order, Court has established Senate to provide a forum for consideration of academic matters in line with the authority delegated to it by Court (as set out in the [Scheme of Delegation](#)).
36. The composition of Senate conforms to the requirements of the Higher Education Governance (Scotland) 2016 Act with more than 50% of its membership being elected academic staff and students, with student members comprising more than 10% of the total membership. The work of Senate is supported by a number of committees, including the Teaching & Learning Committee and the Research and Knowledge Exchange Committee.
37. Court received a report from Senate at each meeting (on request of Court at its meeting held on 15 February 2023, Court now receives a copy of the draft minutes from Senate meetings) along with a broader Academic Matters report which updates Court on a range of activities and achievements. On an annual basis Court, on the recommendation of the Teaching and Learning Committee and Senate, approves the submission of the Annual Report to the Scottish Funding Council on Quality for the previous year.
38. Court members are invited to observe meetings of Senate. During 2022-23, 3 out of the 4 meetings of Senate were observed by a member of Court. In 2022-23, Court approved the revised Senate Terms of Reference, the reviewed election process for the election of academic staff members to Senate as well as the rules for nominations to University Court. Court also approved the extension of the terms of office for members of Senate for one year (from 1 September 2022) with an election taking place for new members to take up office from 1 September 2023. Senate is currently undertaking a review of its effectiveness.
39. Court receives a report at each of its meetings, entitled the Academic Matters Report, which provides Court with a summary of activities and achievements in the following areas:

- Staff Success
- Research with Impact
- Spotlight on Policing Research
- Student experience and Success
- Broadening our Portfolio
- Outreach and civic/industry engagement

40. Court receives a report from the Abertay Students' Association at each of its meetings, entitled the Students' Association Report to Court, which provides Court with a summary of the Association's activities and achievements.

41. Court receives a report on various matters on which the Executive Group wishes to update Court and which are not covered elsewhere in the agenda.

### **Feedback from members at meetings of Court and with Chair**

42. The incoming Chair of Court, David Brew, met with Members of Court individually as part of his induction to the role. He also met with all members of the Executive Group including Senior Officers of the University who are not members of Court but attend on a regular basis (the Director of Finance, Infrastructure and Corporate Services and the Director of People and Organisational Development).

43. Members of Court were enthusiastic about their involvement with the University and strongly committed to good governance. Those who chaired or were members of Court committees said that they enjoyed their roles, and all Members of Court continued to take the view that the business presented to Court, and its committees was appropriate, and that the information provided enabled them effectively to discharge their governance responsibilities. They were content with the support provided to them by the Vice-Principal (Strategy and Governance) and University Secretary and their colleagues. They also considered that the relationship between the Court and the Principal and the Executive Group was a constructive one, with a good balance struck between working together for the good of the university and challenging management and holding it to account in fulfilment of this crucial part of the governing body's responsibilities.

### **Evaluation of Effectiveness of the Chair**

44. The Chair intends, so far as practicable given the time pressures on all concerned, to meet individually with Members of Court each year. The Chair is always available to discuss any issues or concerns that any member of Court may have. Such discussions (which are not common) typically take place around scheduled Court or committee meetings. The Chair then follows up on any issues identified, as appropriate, with the Secretary of Court in the first instance.

45. Prior to the start of the academic year, the Chair of Court, Mr Murray Shaw indicated that he wished to step down from the role prior to his term of office ending. The normal process would be for the Court Intermediary to lead a discussion on the effectiveness of the Chair at the third meeting of Court in the session. The context for the discussion would be the Court-approved 'Chair of Court: Role and Responsibilities' paper (which was updated prior to the advert for

the new Chair of Court). As the Chair of Court was changing, it was agreed that this should not go ahead in 2022-23 and will take place in April 2024.

### **Evaluation of Effectiveness of the Secretary**

46. The previous Chair of Court with the Secretary agreed objectives for 2022-23 that related to their role as Secretary to Court. These will be discussed between the new Chair, the Principal and the Secretary shortly and achievement of the objectives confirmed.

### **Summary evaluation**

47. On the basis of the above, there can be confidence that Court continues to be effective.

48. There are some areas of focus for session 2023-24:

- Reviewing the approach to Annual Court Effectiveness Evaluation including how feedback from members of Court is sought and to consider the introduction of annual process for the review of the effectiveness of Committees of Court.
- Mapping practice against the revised Scottish Code of Good HE Governance and implementing any changes required.
- Completing the implementation of the recommendations of the externally facilitated effectiveness review.
- Identifying further opportunities for formal and informal engagement with key stakeholders.
- Continuing with efforts to ensure that Court is a diverse body.

### **October 2023**

Court considered the final report from the [Advance HE Governance Effectiveness Review](#) at its meeting on 29 June 2022 and reviewed a draft action plan prepared by the Vice-Principal (Strategy and Governance) and University Secretary working with the then Chair of Governance and Nominations, which was considered at the September 2022 meeting of Court.

<b>Recommendation</b>	<b>Update</b>
<p>1 Establish a facilitated session for Court and the Executive to mutually explore where the boundary between governance and management has been set previously and crucially where it should be set and managed in future</p>	<p>A session facilitated by Advance HE was part of the programme for the annual Court Conference which was held in November 2022. Feedback was received from this and the other sessions and was reviewed by Chairs' Committee at their meeting held on 6 February 2023.</p>
<p>2 The Strategy and Key Performance Indicators should act as a guide to Court members to base the degree of their scrutiny they wish to undertake (with a focus on deviation against agreed strategic objectives and performance measures).</p>	<p>There was general agreement that Court discussion should be informed by focus on the key strategic goals and an understanding of the associated risks, while being mindful of Court's overall responsibilities. An Annual Workplan for Court has been developed and we will continue to ensure that there are opportunities for strategic discussions and is linked to the University priorities.</p> <p>The Principal, Vice-Principal and University Secretary, and the Senior Management Team (SMT) have considered the current KPI set, whether these remain fit for purpose, or whether these should be supplemented or adapted to better reflect the evolving strategy and current environment. The specific recommendations will come forward to Court in due course.</p>
<p>3 In order to maintain and further strengthen the breadth of voices and experience, Nominations Committee should continue to actively seek a range of perspectives in Court and committee</p>	<p>The Skills matrix was updated and agreed at the meeting of the Governance and Nominations Committee held on 6 December 2022. The outputs were reviewed by the Committee at its meeting held on 24 March 2023 and inputted to the advert for new lay members.</p>

Recommendation	Update
<p>membership to address the breadth of skills required (more detail on diversity in section 3.6).</p>	
<p>4 Review, update and thereafter maintain the outward facing information about Court on the university website.</p>	<p>Significant changes have been made to the Court webpages with work being undertaken to ensure they are maintained and regularly updated.</p> <p>Further work is ongoing with the website team.</p>
<p>5 Overhaul the current approach to induction for new Court members, with a more personalised approach for each Court member based on their existing strengths and development areas. Induction should be structured into bite sized chunks spaced out over 12-18 months.</p>	<p>The updated Skills matrix responses were reviewed with regards to the development of a more personalised approach for induction and training opportunities.</p> <p>A Court members SharePoint site is under development which will allow members to access information in bite-size chunks with links to internal and external training opportunities to be added in due course.</p>
<p>6 Develop a bespoke and tailored approach for induction and training for staff and student Court members to reflect the different starting point they have.</p>	<p>The updated Skills matrix responses were reviewed with regards to the development of a more personalised approach for induction and training opportunities.</p> <p>A Court members SharePoint site is under development which will allow members to access information in bite-size chunks and links to internal and external training opportunities will be provided in due course.</p>
<p>7 Recommend a review of committee remits to demonstrate that EDI considerations are articulated in relevant committees (with a particular focus for</p>	<p>Wording relating to EDI for addition to all Court committee Terms of Reference was approved at the Court meeting held on 15 February 2023.</p> <p>The revised Terms of Reference which were reviewed by the relevant Committees were</p>



<b>Recommendation</b>	<b>Update</b>
Governance and Nominations committee).	approved by Court at its meetings on 15 February and 14 June 2023.
8 Recommend that Court decisions explicitly demonstrate that EDI has been taken into account (this may be added to paper cover sheets as a means to do this).	The coversheet for Committees was reviewed with a revised version launched for 2023-24 which includes additional guidance with regards to when Equality Impact Assessments are required and also to ensure that it is explicit where ED&I has been considered in the drafting of documents to inform decisions made by Court.
9 To maintain the emphasis on diversity, strive for further improvement (particularly in relation to ethnicity) this should be prioritised for further Court recruitment. This may be aided by professional external search support.	An external search agency was appointed for the Chair of Court recruitment exercise and also provided information to interested parties on the recruitment of lay members.  A recruitment exercise was undertaken for new lay members of Court and external members of the Audit & Risk Committee.

Suggestion	Update
A Following the reflection on the university strategy, consider whether the associated key performance indicators need updating.	See response to recommendation 2 above – this was discussed at the Court Conference.
B Suggest setting up a discussion of the opportunities for Court to focus more on big challenges and risks (including looking at the annual Court Conference so that it adds more value).	<p>There was a session on strategic risks and risk appetite at the Court conference in November 2022. The risk management framework is currently being reviewed and will come back to Court, via Audit and Risk Committee, for discussion.</p> <p>We will develop a workplan for Court which will ensure that there are opportunities for strategic discussions, and we will review this regularly.</p>
C Invite Court and Senate to come together annually to build stronger links, brief one another on priorities and engage in strategic discussion about the future of the university.	<p>Further discussion needed about how best to facilitate greater engagement and ensure appropriate consideration of Senate business at Court.</p> <p>A Senate review group has been established.</p>
D Invite every Court member to undertake one development opportunity at least once a year.	We will consider how best to facilitate this.
E Consider a buddying system between new and existing members of Court	This suggestion was received positively. This has been implemented for new lay members of Court joining from 1 August 2023.
F Increase the opportunities for Court members to meet informally (this may include with the permission of members, a list of contact details be circulated)	We intend to use the Teams site to improve communication with and between Court members and to set up regular briefings to increase interaction. This is expected to continue to evolve and further suggestions would be welcomed.

## **Planned improvements in the information provided to Court members.**

Following feedback both from the Review and from individual Court members, several improvements are planned to the information available to Court members. This is very much intended to be an ongoing process of continual improvement and we will seek regular feedback from members about whether this is meeting their needs. The work on this has been impacted by changes in the Governance office staff, limiting capacity to fully progress some of the areas noted below:

### **Development of a handbook for Court members**

This will be an online resource which will provide Court members easy access to key reference information.

The handbook will be reviewed annually (unless any significant changes outwith are required) and where possible will provide links to online versions or the Court SharePoint site to ensure it is up to date at all times.

Court members will be asked to ensure they review any documents via the links provided and to not download local copies to ensure they are reading the most up to date versions.

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### **Court Member SharePoint site**

A Court members SharePoint site is under development which will provide links to key information including an online copy of the handbook as well as a link to a Court members Microsoft Teams area which will be used for announcements, sharing information, facilitating information sharing between Committees. This will also facilitate 'chat' between Court members.

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### **Induction**

Work has started on developing a programme of induction for new Court members which will be via the Court SharePoint site. An induction checklist is being developed which includes ensuring access to the handbook, SharePoint site as well as meetings with key individuals. Some elements will be mandatory for all members whereas others will be optional depending on their experience/knowledge. A face to face induction event was organised for new Court members for 2023-24.

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**Briefings for Court members**

We planned to establish series of briefings for Court members on a range of topics. These would provide an Abertay perspective on various issues and would allow Court member to develop a deeper understanding as well improve engagement throughout the academic year. The proposal is for these to be hour-long sessions, held online, once a month, with Court members joining on a voluntary basis as they wish. Any presentations or resources from the sessions would be made available to all via the Court members SharePoint site.

Possible topics include:

- SFC funding/regulation
- Financial Strategy
- Quality Assurance
- Partnership/programme approval process

While the original intention was for these to take place online to make them more accessible, feedback has indicated that some Court members may like to come on campus for these. It would be helpful to have Court's thoughts on this.

Detailed briefings on the draft International Strategy took place with a programme under review for 2023-24, aligned with the requirements identified in the induction/skills work

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## **University Court: Statement of Primary Responsibilities**

*This Statement of Primary Responsibilities is based on the CUC Guide for Members of Higher Education Governing Bodies in the UK: Governance Code of Practice (2009). It is consistent with The Abertay University (Scotland) Order of Council 2019.*

The primary responsibilities of Court, as the governing body of the University, are

1. To approve the mission and strategic vision of the University, long-term academic and business plans and key performance indicators (KPIs); to ensure that these meet the interests of stakeholders; and to ensure that there are opportunities for Court to provide strategic input in the development of key strategies and long-term plans such that their approval can be considered by Court without conflict of interest.
2. To appoint a Principal & Vice-Chancellor as chief executive, and to put in place suitable arrangements for monitoring their performance.
3. To appoint a secretary to Court and to ensure that, if the person appointed has managerial responsibilities in the University, there is an appropriate separation in the lines of accountability.
4. To delegate authority to the Principal & Vice-Chancellor of the University, as chief executive, for the academic, corporate, financial, estate and personnel management of the University; and to establish and keep under regular review the policies, procedures and limits within such management functions as shall be undertaken by and under the authority of the Principal.
5. To ensure the establishment and monitoring of systems of control and accountability, including financial and operational controls and risk assessment, and procedures for handling internal grievances and 'whistle-blowing' complaints and for managing conflicts of interest.
6. To ensure that processes are in place to monitor and evaluate the performance and effectiveness of the University against the plans and approved key performance indicators, which should be – where possible and appropriate – benchmarked against other comparable institutions.
7. To establish processes to monitor and evaluate the performance and effectiveness of Court itself.

8. To conduct its business in accordance with best practice in higher education corporate governance and with the principles of public life drawn up by the Committee on Standards in Public Life.
9. To safeguard the good name and values of the University.
10. To be the employing authority for all staff in the University and to approve a human resources strategy.
11. To ensure that non-discriminatory systems are in place to provide equality and diversity of opportunity for staff and students.
12. To be the principal financial and business authority of the University, to ensure that proper books of account are kept, to approve the annual budget and financial statements, and to have overall responsibility for the University's assets, property and estate.
13. To be the University's legal authority and, as such, to ensure that systems are in place for meeting all the University's legal obligations, including those arising from contracts and other legal commitments made in the University's name.
14. To make such provision as it thinks fit for the general welfare of students, in consultation with Senate.
15. To act as trustee for any property, legacy, endowment, bequest or gift in support of the work and welfare of the University.
16. To ensure that the University's constitution is followed at all times and that appropriate advice is available to enable this to happen.
17. Court shall approve and keep under review a scheme of delegated authority to the Principal and other senior and committees.

**Approved by Court on 21 June 2013 (reviewed and confirmed February 2023)**